

REF.NO./GHCL/AHMD/2022-2023/363A

DATE: JULY 08, 2022

ISO 9001:2008 | ISO 14001:2004  
OHSAS 180 01:2007

To BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001 ----- <b>Script Code : 526367</b>	To National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block Bandra-Kurla Complex Bandra (E) Mumbai - 400 051 ----- <b>Symbol: GANESHHOUC</b>
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**SUB: ANNUAL REPORT (INCLUDING NOTICE) OF 31<sup>ST</sup> ANNUAL GENERAL MEETING OF THE COMPANY**

Dear Sir/Madam,

This is further to our letter dated May 12, 2022, wherein the Company had informed that the 31<sup>st</sup> Annual General Meeting (AGM) of the Company is scheduled to be held on Friday, August 05, 2022 through Video Conferencing / Other Audio Visual Means in terms of extant guidelines issued by Ministry of Corporate Affairs and SEBI.

Pursuant to Regulation 34(1) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report (including Notice) for the financial year 2021-2022 which is being sent through electronic mode to the Members whose email addresses are registered with the Depository Participant(s)/ Registrar & Share Transfer Agent.

The Annual Report (including Notice) is being uploaded on the Company's website and can be accessed at [www.ganeshhousing.com](http://www.ganeshhousing.com)

Further, in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 (as amended from time to time), the Company has fixed Friday, July 29, 2022 as the cut-off date for ascertaining the names of the members holding shares either in physical form or in dematerialised form, who will be entitled to cast their votes electronically in respect of the businesses to be transacted as per the Notice of the AGM and to attend the AGM.

Kindly take the same on your records.

Thanking you,

Yours faithfully,

**For GANESH HOUSING CORPORATION LIMITED**



**JASMIN JANI  
COMPANY SECRETARY &  
COMPLIANCE OFFICER**

Encl: As above



**GANESH CORPORATE HOUSE**

100 ft. Hebatpur-Thaltej Road,  
Nr. Sola Bridge, Off. S.G. Highway,  
Ahmedabad-380 054. Gujarat, India.  
CIN : L45200GJ1991PLC015817

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Annual Report

**2021-22**

**GANESH  
HOUSING**   
CORPORATION LIMITED



ENHANCING  
**CAPABILITIES**

POWERING  
**TOMORROW**

ACCELERATING  
**PROGRESS**



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Please find our online version at  
<https://ganeshhousing.com/financial-information>

**Disclaimer :** This document contains statements about expected future events and financials Ganesh Housing Corporation Limited, which are forward-looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is a significant risk that the assumptions, predictions, and other forward-looking statements may not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as several factors could cause assumptions, actual future results and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the Management Discussion and Analysis section of this Annual Report.

### Investor Information

Market Capitalization as at 31 <sup>st</sup> March 2022	₹ 2227.27 Crore
CIN	L45200GJ1991PLC015817
BSE Code	526367
NSE Symbol	GANESHHOUC
Bloomberg Code	GHFC:IN
AGM Date	5 <sup>th</sup> August, 2022
AGM Venue Video Means	Video Conference / Other Audio



ENHANCING  
**CAPABILITIES**

POWERING  
**TOMORROW**

ACCELERATING  
**PROGRESS**

Driven by our customer-centric approach to architectural design and service excellence over the past six decades, we have built a thriving portfolio of top class properties and an exceptionally talented workforce who live up to our core values of sustainability, excellence, openness and integrity thereby building capabilities.

Our diversified offerings has helped us successfully establish ourselves as a prudent and strategic player. This has enabled us in decisively demonstrating invaluable attributes time and again. Reflecting on this values we took a strategic decision of merging entities for powering our tomorrow's desires.

We are leveraging our experience and expertise to emerge resilient, stronger and more able from every challenge. We are motivated to dream big and challenge ourselves every day, have the courage to take risks, stick to our core values and show compassion towards the society. The new launches and the response gathered over the years will help accelerate progress.



# About Us

Ganesh Housing Corporation Limited ('Ganesh Housing' or 'the Company') is one of the leading real estate developer rooted in Gujarat, with a legacy that spans more than three decades. Established in the year 1991 Ahmedabad, Ganesh Housing has carved a niche for itself to become a brand that resonates trust and growth.

The Company is the most prominent name in the real estate sector of Gujarat and has been developing iconic buildings and creating ultra-modern spaces for the past 30+ years. It is the leading real estate developer across Residential, Commercial and Retail segments. Further, it intends to diversify into Special Economic Zone and township format development.

The Ganesh group has the largest developed land bank in Ahmedabad of 500 acres. It has developed and sold over 22 million Sq ft of real estate space, with another 8 million

Sq ft currently under development. The Company's ISO 9001-2008, ISO 14001:2004 & OHSAS 18001:2007 certifications speak volumes for its construction methodology and quality work.

With a deep understanding of the market and industry, we have climbed the ladder of success to be recognized as the most trusted, reliable and admired real estate developers of Gujarat.





**Vision:**

To be the most Trusted, Transparent & Admired Real Estate Developer in India

**Mission:**

To innovate & use the latest technology in providing high quality products to our customers.

**Values:**

**Transparency:** We endeavour to keep a higher level of transparency when it comes to deliverance.

**Commitment:** We are committed to providing the best-in-class services to our patrons.

**Quality:** We are a certified company and we take all the measures to provide the best quality.

**Innovation:** We have launched 2 Projects with inbuilt Smart home Technology which is not just an attractive feature but also very innovative and useful when it comes to home.

**Environment-Friendly:** We tend to provide maximum space utilization and our projects have more than 70 % open Space with the technology development we are introducing new ways to preserve and protect our environment.

**24+**

Landmark Projects

**35,000+**

Happy Customers

**8 Million  
sq. ft.+**

At Planning stage

**35 Million  
sq. ft.+**

Upcoming Development

Building Homes that have

**INCREDIBLE** Location,**IMPECCABLE** Planning,**IMMENSE** Value

# Our Milestones

Early Phase of IPO

**1991-2004**

- 1991**  
Incorporated in June
- 1993**  
Raised INR 21 mn through IPO
- 1994**  
Listed on BSE Limited
- 1998**  
Amalgamation with another listed group company
- 1999**  
Started real estate development business

Fund Raising

**2004-2009**

- 2006**  
Issued Bonus shares in the ratio of 2:1
- 2007**  
Listed on National Stock Exchange of India Limited
- 2007**  
Qualified Institutional Placement (QIP) of INR 2,275mn @ INR 325/share
- 2007**  
Received ISO and OHAS certification
- 2007**  
Delivered 15 MSF
- 2007**  
Amalgamated with 5 group companies
- 2008**  
Crossed INR 1,000mn Turnover



Robust Execution

**2009-2014**

Scaling up...

**2014-2022**

**2010**

Achieved Net worth of INR 500mn

**2012**

Delivered 17 MSF

**2012**

Achieved turnover of more than INR 2,000mn, and PAT of INR 500mn

**2012**

Received CREDAI Real Estate Award 2012 for MAHALAYA-II, Best

**2013**

Received Individual Dwelling Row House GIHED Award for GCP Business Center, Ahmedabad – Best Commercial Project

**2015**

Bagged CREDAI CSR award for Public Awareness

**2016**

Recorded highest ever cash flow of INR 2,800 Mn; crossed turnover of INR 3,000 Mn

**2016**

Issued Bonus shares in the ratio of 1:2

**2016**

Awarded CNBC award for Best Residential Project (MID) for Malabar County

**2019**

Delivered 22 MSF

**2019**

Awarded ABP Asmita Award for Best Brand-Real Estate

**2020**

Received Realtors Award 2020 for Real Estate Awareness & Education

**2021**

Preferential issue on Private placement basis

**2022**

Amalgamated with 3 group companies



# New Development with new opportunities

## RERA:

- Staying ahead of the competition through innovation and taking the services of the eminent process
- Winning the trust and confidence of home buyers
- Attracting more buyers by eliminating untrustworthy developers

## Malabar County III:

- The project received RERA approval
- Project update: 70% completed, moving towards early delivery
- Bookings- 100% booked
- Use of pre-cast technology for efficient and prompt delivery

## Malabar Exotica:

- The project received RERA approval
- Project update: 20% completed
- Bookings- 100% booked
- Use of pre-cast technology for efficient and prompt delivery







# Projects

## Landmark projects completed in Past



**Maple Tree**



**Maple Trade Centre**





**Magnet  
Corporate  
Park**



**Malabar  
County II**



**GCP Business  
Center**



# Chairman's message



**We are expanding, we are growing, and we are thinking of a concrete future. As we move forward, we are acquiring opportunities to grow from challenges we faced last year.**



## Dear Shareholders,

I do not take lightly the privilege and responsibility to report on our this years progress and accomplishment and the priorities which lie before us. That said, we will not return to normal, we are on to the next normal. We continued to pivot and flex with success in 2021-22, a year that brought disruption and heightened uncertainty and challenge for many of us, and a number of great successes and prospects for the future.

We have built our company organically and through various mergers and acquisitions, giving us the scale and footprint to effectively serve our clients' safety desires. The result is a leading real estate firm with the iconic Ganesh Housing brand, steeped in over 30 years of leadership. Our recent history has been a period of rapid growth and transformation for our company. Our experienced management team has been focused on integrating companies, driving operating efficiencies, realizing cost savings, attracting and retaining talent and improving financial performance.

## Financial Highlights

During the year under review total income on a consolidated basis increased to INR 38361 Lakhs from INR 17157 lakhs from last year. Our PBT was recorded at INR 9723 Lakhs as compared to INR (11421) Lakhs last year and our PAT increased to INR 7055 Lakhs in current financial year as opposed to INR (10525) Lakhs last year. We also booked an area of 7,36,096 sqft across 4 projects in FY22 with a growth of 14% YOY. Post-Covid setback, back to profitability it is recorded highest PAT of INR 7055 Lakhs in current fiscal year among last 5 years.

## In the face of disruptions of every kind, we sold a record 85% of our new project. We

- served our customers,
- fostered a productive and safe work community for our people, and
- utilized the benefits of our flexible and strong balance sheet to deliver long-term shareholder value
- reduced debt levels significantly
- acquired business.

## The amalgamation of business will further help us in

- consolidation of the business and Operations
- impetus to growth, enable synergies and focused management control
- stronger asset base which will result in bolstering the asset/capital base and balance sheet
- building capabilities to undertake large projects
- pooling of resources, integration and effective utilization of resources.

While we saw 2021-22 with the Omicron COVID-19 surge, the impact was not as destructive as previous variants.

The Previous year taught us that nothing is certain. The current year has bought us many risks along with many opportunities. Our diversified and agile approach helps us to grow and emerge from critical risks. Accepting the wave of change we are optimistic about future with our biggest strength in affordable housing segments and presence across



commercial and home automation. We are excited for the post-Covid world with various redevelopment projects and newer avenues supported by the new land banks.

### **Opportunities**

Markets like Ahmedabad, Pune, Chennai, Hyderabad, and Bangalore have seen a steady rise in demand for homes and this trend is expected to continue in coming years. The New residential projects launch on the outskirts of the city, as a result of the expansion of Ahmedabad is considered to be one of the most vibrant areas generating a lot of demand. Benefiting from this trend we are in the right spot with right

strategies to deliver on the customers' expectations. All these new locations will have a greater potential, with new opportunities in redevelopments as well.

We remain committed to the health and wellness of our team, clients and stakeholders and have implemented a multidimensional approach to safeguard health, minimise risks and ensure business continuity, as we continue to monitor the potential impact of COVID-19 and manage our businesses accordingly.

### **Closing Note**

We take this opportunity to thank all of our stakeholders for their continued confidence in us and investment in our company, as we remain committed to improving the quality of Ganesh Housing's portfolio and generating continued positive growth for the future. Regards,

**Dipakkumar G. Patel**  
(Chairman)





# Corporate Information

## Board of Directors

### Mr. Dipakkumar G. Patel

Chairman & Whole Time Director  
DIN: 00004766

### Mr. Shekhar G. Patel

Managing Director  
DIN: 00005091

### Ms. Aneri D. Patel

Non-executive Director  
DIN: 06587573

### Dr. Bharat J. Patel

Independent Director  
DIN: 00944269

### Dr. Tarang M. Desai

Independent Director  
DIN: 00005100

### Mr. Ashish H. Modi

Independent Director  
DIN: 02506019

## Chief Financial Officer

### Mr. Rajendra Shah

## Company Secretary & Compliance Officer

### Ms. Jasmin Jani

## Statutory Auditors

### M/s. Purnesh R. Mehta & Co.

Chartered Accountants  
Ahmedabad  
FRN: 142830W

## Internal Auditors

### M/s. J.M. Parikh & Associates

Chartered Accountants  
Ahmedabad  
FRN: 118007W

## Secretarial Auditors

### Mr. Anand Lavingia [ACS: 26458]

Practicing Company Secretary  
Ahmedabad

## Audit Committee

Mr. Ashish H. Modi - Chairman

Dr. Tarang M. Desai - Member

Mr. Shekhar G. Patel – Member

Dr. Bharat J. Patel - Member

## Nomination & Remuneration Committee

Mr. Ashish H. Modi - Chairman

Dr. Tarang M. Desai - Member

Ms. Aneri D. Patel - Member

## Stakeholders' Relationship Committee

Mr. Ashish H. Modi - Chairman

Dr. Tarang M. Desai - Member

Mr. Shekhar G. Patel - Member

## Corporate Social Responsibility Committee

Mr. Dipakkumar G. Patel - Chairman

Mr. Shekhar G. Patel - Member

Dr. Tarang M. Desai - Member

## Bankers

Tamilnad Mercantile Bank Limited

ICICI Bank Limited

HDFC Bank Limited

Kotak Mahindra Bank Limited

## Registered Office

### Ganesh Corporate House

100 Feet Hebatpur-Thaltej Road,  
Nr. Sola Bridge, Off S. G. Highway,  
Ahmedabad – 380 054  
Phone: +91-79-6160 8888  
Website: www.ganeshhousing.com  
E-Mail: secretarial@ganeshhousing.com

## Registrar and Share Transfer Agent (RTA)

### MCS Share Transfer Agent Limited

101 Shatdal Complex,  
Opp. Bata Showroom,  
Ashram Road,  
Ahmedabad – 380 009  
Phone: +91-79-26580461, 26580462,  
26580463  
E-Mail: mcsstaahmd@gmail.com



# NOTICE

[CIN: L45200GJ1991PLC015817]

NOTICE is hereby given that the **Thirty First Annual General Meeting ("AGM")** of the Members of **GANESH HOUSING CORPORATION LIMITED** will be held on **Friday, 05<sup>th</sup> August, 2022 at 3.00 P.M. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")** to transact the following businesses:

## ORDINARY BUSINESSES:

### 1. To consider and adopt:

- a. The Audited Standalone Financial Statements of the Company for the financial year ended on 31<sup>st</sup> March, 2022, together with the Reports of the Board of Directors and Auditors thereon; and
- b. The Audited Consolidated Financial Statements of the Company for the financial year ended on 31<sup>st</sup> March, 2022, together with the Report of the Auditors thereon.

2. To appoint a Director in place of Mr. Shekhar G. Patel (DIN: 00005091), who retires by rotation and, being eligible, offers himself for re-appointment.

### 3. Appointment of Statutory Auditors of the Company:

*To consider and, if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution**:*

**"RESOLVED THAT** pursuant to provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, M/s. J. M. Parikh & Associates, Chartered Accountants, Ahmedabad (Firm Registration No. 118007W) be and are hereby appointed as the Statutory Auditors of the Company in place of M/s. Purnesh R. Mehta & Co, Chartered Accountants, Ahmedabad (Firm Registration No. 142830W) existing Statutory Auditors appointed for one term i.e. for (five) 5 years comes to an end at the conclusion of the ensuing Annual General Meeting, to hold the office for a term of five (5) consecutive years from the conclusion of this 31<sup>st</sup> Annual General Meeting till the conclusion of 36<sup>th</sup> Annual General Meeting of the Company to be held in the calendar year 2027, at such remuneration plus GST as may be mutually agreed between Managing Director and the said auditors."

## SPECIAL BUSINESSES:

### 4. Ratification of Remuneration of Cost Auditors:

*To consider and, if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**:*

**"RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Cost Records and Audit) Rules, 2014 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to M/s. J. B. Mistri & Co., Cost Accountants, Ahmedabad having Firm Registration No. 101067 appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year 2022-2023, amounting to ₹ 55,000/- (Rupees Fifty Five Thousand Only) plus GST, if applicable, be and is hereby ratified and confirmed."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

### 5. Re-appointment of Mr. Dipakkumar G. Patel as Whole-time Director:

*To consider and, if thought fit, to pass with or without modification(s), the following Resolution as a **Special Resolution**:*

**"RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee, and approval of the Board and subject to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof) read with Schedule V of the Companies Act, 2013 and Regulation 17(6 (e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) made thereunder, including any amendment(s), modification(s) or re-enactment(s) thereof for the time being

in force, approval of the members of the Company be and is hereby accorded to the re-appointment of Mr. Dipakkumar G. Patel [DIN: 00004766], as Whole-time Director of the Company for a period of Five (5) years with effect from 1<sup>st</sup> October, 2022 as well as the payment of salary, commission and perquisites (hereinafter referred to as “remuneration”), upon the terms and conditions as detailed in the explanatory statement attached hereto, which is hereby approved and sanctioned with authority to the Board of Directors to alter and vary the terms and conditions of the said re-appointment in such manner as may be agreed to between the Board of Directors and Mr. Dipakkumar G. Patel.”

“**RESOLVED FURTHER THAT** approval of the members of the Company be and is hereby accorded for payment of minimum remuneration in terms of provisions of Section II of Part II of Schedule V of the Companies Act, 2013 to Mr. Dipakkumar G. Patel, Whole Time Director of the Company, which may exceed the limits of 2.5% or 5% or 10% of the net profit of the Company as specified under SEBI LODR and Section 197(1) read with other relevant provision of the Companies Act, for a period not exceeding three (3) years w.e.f. 1<sup>st</sup> October, 2022 during the term of his appointment.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to give effect to the aforesaid resolution.”

**Date: 12<sup>th</sup> May, 2022**

**Place: Ahmedabad**

By Order of the Board

Registered Office:

GANESH CORPORATE HOUSE  
100 Feet Hebatpur-Thaltej Road,  
Nr. Sola Bridge, Off. S. G. Highway  
Ahmedabad - 380 054

**Jasmin Jani**  
**Company Secretary**

#### **NOTES:**

1. A Statement pursuant to Section 102(1) of the Companies Act, 2013 (“the Act”) relating to Special Businesses to be transacted at the AGM, is annexed hereto.
2. Considering the ongoing COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has, vide its Circular No. 14/2020 dated 8<sup>th</sup> April, 2020, read together with the Circular No. 17/2020 dated 13<sup>th</sup> April, 2020, Circular No. 20/2020 dated 05<sup>th</sup> May, 2020, Circular No. 02/2021 dated 13<sup>th</sup> January, 2021, Circular No. 19/2021 dated 08<sup>th</sup> December, 2021, Circular No. 21/2021 dated 14<sup>th</sup> December, 2021 and Circular No. 02/2022 dated 05<sup>th</sup> May, 2022 (hereinafter collectively referred to as “MCA Circulars”) permitted convening the AGM through VC or OAVM, without physical presence of the members at a common venue. In accordance with the MCA Circulars, provisions of the Act and Securities and Exchange Board of India (“SEBI”) vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021 (hereinafter collectively referred to as “SEBI Circulars”) including any statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to other applicable laws and regulations, AGM of the Company is to be conducted through VC/OAVM.
3. As per MCA circulars the AGM venue is to be held through VC/OAVM, therefore no physical attendance of any member is required. Hence, Members can attend and participate in the 31<sup>st</sup> AGM of the Company through VC/OAVM. The detailed procedure for participation in the meeting through VC/OAVM is as per note no. 15 and also available on the Company's website viz. <https://ganeshhousing.com/financial-information>.
4. Since the Meeting will be held through VC/OAVM in accordance with the MCA Circulars and SEBI Circulars, the route map, proxy form and attendance slip are not attached to this Notice  
  
However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through remote e-voting or venue voting.
5. Facility to join the AGM will be opened fifteen minutes before and after the scheduled time of the commencement of AGM by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shares), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
6. Participation of members through VC/OAVM will be reckoned for the purpose of quorum for the AGM as per section 103 of the Act.
7. The Register of Directors and Key Managerial Personnel and their shareholding has been maintained under Section 170 of the Act. Pursuant to Section 171 of the Act the said register will be available electronically for inspection by the members. Members seeking to inspect such documents can send an email to [secretarial@ganeshhousing.com](mailto:secretarial@ganeshhousing.com) in advance.





8. In compliance with the stated MCA Circulars and SEBI Circulars, the Notice of the AGM along with the Annual Report for the financial year 2021-2022, is being sent only through electronic mode to those members whose email addresses are registered with the Registrar/Depository Participant(s). Members may note that this Notice and the Annual Report for the financial year 2021-2022 are also be available on the Company's website viz. <https://ganeshhousing.com/financial-information>, websites of Stock Exchanges i.e. National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) at <https://www.nseindia.com/> and <https://www.bseindia.com/>, respectively and on the website of Central Depository Services (India) Limited (CDSL) (agency for providing e-voting facility viz. <https://www.evotingindia.com/>)
9. The Register of Members and the Share Transfer Books shall remain closed from Friday, 29<sup>th</sup> July, 2022 to Thursday, 04<sup>th</sup> August, 2022 (Both days inclusive) for the purpose of the AGM of the Company.
10. Members seeking information with regard to accounts are requested to write to the Company at least 10 days before the AGM so as to enable management to keep the information ready.
11. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.:
- a) For shares held in electronic form:** to their Depository Participants (DPs)
- b) For shares held in physical form:** to the Company/ Registrar and Share Transfer Agent in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated 3<sup>rd</sup> November, 2021.
12. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated 25<sup>th</sup> January, 2022 has mandated the listed companies to issue securities in dematerialised form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, members are requested to make service requests by submitting a duly filled and signed Form ISR – 4 the format of which is available on the Company's website viz. [www.ganeshhousing.com](http://www.ganeshhousing.com). It may be noted that any service request can be processed only after the folio is KYC Compliant.

13. Members are requested to note that dividends that are not claimed within seven (7) years from the date of transfer to the Company's unpaid dividend account will, as per Section 124 of the Act, be transferred to Investor Education and Protection Fund (IEPF). The shares on which dividend remains unclaimed/unpaid for seven (7) consecutive years will be transferred to the IEPF as per Section 124 of the Act and the applicable Rules.

The following table provides dates on which unclaimed/unpaid dividend and their corresponding shares would become liable to be transferred to the IEPF:

Sr. No.	Financial Year For which dividend declared	Date on which Dividend Declared	Date up to which Shareholders can claim Dividend
1.	2014-2015	30/09/2015	29/10/2022
2.	2015-2016	30/09/2016	31/10/2023
3.	2016-2017	27/09/2017	26/10/2024
4.	2017-2018	29/09/2018	29/10/2025
5.	2018-2019	14/09/2019	13/10/2026

Members, who have not yet encashed their dividend warrants for the above financial years, are requested to make their claims before relevant due dates without any delay to the Company or RTA i.e. MCS Share Transfer Agent Limited. For details of dividend and/or shares already transferred to IEPF and for claiming the same, kindly visit the web-link: <https://ganeshhousing.com/dividend> or <https://www.iepf.gov.in/IEPF/refund.html>.

14. Relevant details, in terms of sub-regulation (3) of Regulation 36 of SEBI LODR and pursuant to Secretarial Standard on General Meetings ("SS – 2"), issued by the Institute of Company Secretaries of India in respect of the Directors retiring by rotation and proposed to be re-appointed are as under:

Mr. Shekhar G. Patel, aged 50, is a Promoter and holding the position of Managing Director of the Company. He has done Diploma in Civil Engineering. He has been on the Board of Ganesh Housing Corporation Limited since 1994. Mr. Patel has had a distinguished career with the Company and administers the overall affairs of the Company including finance, marketing and administration. His core strength includes end-to-end project involvement. He understand the business strategy for new projects and leads architectural, construction and execution of Projects in order to transfer strategy into operations. Mr. Patel is a Director on the Board of Three (3) Subsidiaries and Fourteen (14) other Private Limited Companies. As on 31<sup>st</sup> March, 2022 Mr. Patel held 29156662 (34.97%) shares in his own name and no share in the Company is held by him for any other person on a beneficial basis. Mr. Shekhar G. Patel is related to Mr. Dipakkumar G. Patel director of the Company.

15. **Instructions for attending AGM and e-voting are as follows:-**

**A. General Instructions:-**

- (a) Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI LODR (as amended), and the MCA Circulars issued by the Ministry of Corporate Affairs, the Company is providing facility of remote e-voting to its Members in respect of the businesses to be transacted at the AGM. For this purpose, the Company has entered into an agreement with CDSL for facilitating voting through electronic means, as the authorised e-Voting agency. The facility of casting votes by a member using remote e-voting as well as venue voting system on the date of the AGM will be provided by CDSL.
- (b) Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. Friday, 29<sup>th</sup> July, 2022, shall be entitled to avail the facility of remote e-voting as well as venue voting.
- (c) A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the cut-off date shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or venue voting on the date of the AGM by following the procedure mentioned in this part.
- (d) During the remote e-voting period, members of the Company, holding shares either in physical form or dematerialized form, as on the cut-off date may cast their votes electronically. The voting rights of shareholders shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- (e) The remote e-voting period commences at 9:00 a.m. (IST) on Tuesday, 02<sup>nd</sup> August, 2022 and ends at 5:00 p.m. (IST) on Thursday, 04<sup>th</sup> August, 2022. The e-voting module shall be disabled by CDSL for voting thereafter.
- (f) Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- (g) The facility for voting, through electronic voting system, shall also be made available during the AGM and members attending the AGM who have not already cast their votes by remote e-voting shall be able to exercise their rights at the AGM.

- (h) The Company has appointed Ms. Palak Pancholi, Practicing Company Secretary, Ahmedabad (Membership No. 28966 and COP no. 15092) to act as the Scrutiniser, for conducting the scrutiny of the votes cast.
- (i) The results declared along with the Scrutiniser's Report shall be placed on the Company's Website i.e. [www.ganeshhousing.com](http://www.ganeshhousing.com) and on the website of CDSL viz. [www.evotingindia.com](http://www.evotingindia.com) and the same will also be communicated to the Stock Exchanges.

**B. The instructions to shareholders for remote e-voting and e-voting during AGM and joining AGM through VC/OAVM are as under:**

- (a) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9<sup>th</sup> December, 2020, under Regulation 44 of SEBI LODR listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their votes without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
- (b) In compliance with the provisions of section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of SEBI LODR, the Company is pleased to provide to its shareholders the facility to exercise their right to vote on the resolution proposed to be considered at the AGM by electronic means and the business would be transacted through e-voting services arranged by CDSL. The shareholders may cast their votes remotely, using an electronic voting system on the dates mentioned herein below.



- (c) Those shareholders, who will be present in the AGM through VC/OAVM facility and have not cast their votes on the resolution through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting facility during the AGM.
- (d) The shareholders who have cast their votes by remote e-voting prior to the AGM may also join the AGM through VC/OAVM, but shall not be entitled to cast their votes again. A shareholder can opt for only single mode of voting per EVSN i.e. through remote e-voting or e-voting at the AGM. If a shareholder casts vote(s) by both modes, then voting done through remote e-voting shall prevail and vote(s) cast at the AGM shall be treated as 'INVALID'.

**1. The process and manner for remote e-voting is as under:**

- (a) In terms of the SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 9<sup>th</sup> December 2020, on the e-voting facility provided by the listed companies and as part of increasing the efficiency of the voting process, e-voting process has been enabled to all individual shareholders holding securities in demat mode to vote through their demat account maintained with depositories / websites of depositories / depository participants. The shareholders are advised to update their mobile number and email id in their demat accounts in order to access e-voting facility.

- (b) Pursuant to abovesaid SEBI circular, login method for e-voting and joining AGM for individual shareholders holding securities in demat mode is given below:

<b>Type of shareholders</b>	<b>Login Method</b>
Individual shareholders holding securities in Demat mode with <b>CDSL</b>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL's Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The URLs for users to login to Easi/Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon and select new system Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining the AGM and voting during the AGM. Additionally, there are also links provided to access the system of all e-voting service providers, so that the user can visit the e-voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-voting page by providing demat account number and PAN number from an e-voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a>. The system will authenticate the user by sending OTP on registered mobile and email id as recorded in the demat account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also be able to directly access the system of all e-voting service providers.</li> </ol>
Individual shareholders holding securities in demat mode with National Securities Depository Limited (" <b>NSDL</b> ")	<ol style="list-style-type: none"> <li>1) If the user is already registered for NSDL IDeAS facility: <ol style="list-style-type: none"> <li>a) Please visit the e-services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a personal computer or on a mobile.</li> <li>b) Once the home page of e-services is launched, click on the "Beneficial Owner" icon under "Login" available under 'IDeAS' section.</li> <li>c) A new screen will open. User will have to enter his/her user id and password. After successful authentication, user will be able to see e-voting services.</li> <li>d) Click on "Access to e-voting" under e-voting services and user will be able to see e-voting page.</li> <li>e) Click on the Company's name or e-voting service provider and user will be re-directed to e-voting service provider website for casting his/her vote during the remote e-voting period or for joining the AGM and voting during the AGM.</li> </ol> </li> </ol>



Type of shareholders	Login Method
Individual shareholders holding securities in demat mode with National Securities Depository Limited (“NSDL”)	<p>2) If the user is not registered for IDeAS e-services:</p> <ol style="list-style-type: none"> <li>The option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>.</li> <li>Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> </ol> <p>3) E-voting website of NSDL:</p> <ol style="list-style-type: none"> <li>Visit the e-voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a> either on a personal computer or on a mobile.</li> <li>Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.</li> <li>A new screen will open. User will have to enter his/her user id (i.e. user’s sixteen digit demat account number held with NSDL), Password/OTP and a verification code as shown on the screen.</li> </ol> <p>4) After successful authentication, user will be redirected to NSDL depository site wherein the user can see e-voting page. Click on Company’s name or e-voting service provider name and the user will be redirected to e-voting service provider website for casting the vote during the remote e-voting period or for joining the AGM and voting during the AGM.</p>
Individual shareholders holding securities in demat mode with <b>Depository Participants</b>	<p>User can also login using the login credentials of his/her demat account through user’s depository participant registered with NSDL/CDSL for e-voting facility.</p> <p>Once logged in, user will be able to see e-voting option. Once the user clicks on e-voting option, the user will be redirected to NSDL/CDSL Depository site after successful authentication, wherein the user can see e-voting feature.</p> <p>Click on the Company’s name or e-voting service provider name and the user will be redirected to e-voting service provider website for casting the vote during the remote e-voting period or for joining the AGM and voting during the AGM.</p>

**Important note:** Shareholders who are unable to retrieve User id/ Password are advised to use Forget User id and Forget Password option available at abovementioned website.

**Helpdesk for individual shareholders holding securities in demat mode for any technical issues related to login through depository i.e. CDSL and NSDL.**

Login type	Helpdesk details
Individual shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending an email at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800225533.
Individual shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30.

(c) Login method for e-voting and joining the AGM for **shareholders (other than individual shareholders) holding in demat form and for physical shareholders.**

- The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- Click on “Shareholders” module.
- Now enter your User ID
  - For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.



- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If the user is holding share(s) in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then the user's existing password is to be used.
- 6) If the user is a first-time, follow the steps given below:

<b>For shareholders holding shares in demat form other than individual and physical form</b>	
PAN	Enter 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by the Company/MCS or contact the Company/MCS.
Dividend Bank Details <b>OR</b> Date of Birth ("DOB")	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in the user's demat account or in the Company's records in order to login. If both the details are not recorded with the depository or the Company, please enter the member id/folio number in the Dividend Bank details field as mentioned in instruction 5) above.

- 7) After entering these details appropriately, click on "SUBMIT" tab.
- 8) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form (other than individual shareholders) will now reach 'Password Creation' menu wherein the users 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 the password with any other person and take utmost care to keep the password confidential.
- 9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolution contained in this Notice.
- 10) Click on the EVSN on which you choose to vote.
- 11) On the voting page, the user 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 the user has given his/her/its assent to the Resolution and option NO implies that the user has dissented to the Resolution.
- 12) Click on the "RESOLUTIONS FILE LINK" if the user wishes to view the entire Resolution details.
- 13) After selecting the resolution, the user has decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If the user wishes to confirm his/her/its vote, click on "OK", else to change the vote, click on "CANCEL" and accordingly modify the vote.
- 14) Once the user "CONFIRM" his/her/its vote on the resolution, the user will not be allowed to modify his/her/its vote.
- 15) The user can also take a print of the votes cast by clicking on "Click here to print" option on the voting page.
- 16) 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 and enter the details as prompted by the system.
- 17) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutiniser for verification.
- 18) Facility for Non – Individual Shareholders and Custodians – Remote Voting
  - a) Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - b) A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - c) After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - d) The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - e) A scanned copy of the Board Resolution and Power of Attorney which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutiniser to verify the same.
  - f) Alternatively, Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen

signature of the duly authorised signatory who are authorised to vote, to the Scrutiniser at the email address viz; [palakrami1986@gmail.com](mailto:palakrami1986@gmail.com) and to the Company at the email address viz; [secretarial@ganeshhousing.com](mailto:secretarial@ganeshhousing.com), if they have voted from individual tab and not uploaded the same in the CDSL e-voting system for the scrutiniser to verify the same.

### C. Procedure for joining the AGM through VC/OAVM

(a) The Company will provide VC/OAVM facility to its shareholders for participating in the AGM. The shareholders will be able to attend the AGM through VC/OAVM or view the live webcast of the AGM at [www.evotingindia.com](http://www.evotingindia.com) by using their remote e-voting login credentials and selecting the 'EVSN' for the AGM as per the instructions mentioned below. Individual shareholders having securities in demat mode will have to login from the depository's website and non-individual shareholders and physical shareholders will have to login from CDSL portal for voting as well as for participation in the AGM.

(b) The shareholders may join the AGM through laptops, smartphones, tablets or iPads for better experience. Further, the shareholders will be required to use internet with a good speed to avoid any disturbance during the AGM. Shareholders will need the latest version of Chrome, Safari, Internet Explorer 11, MS Edge or Mozilla Firefox.

Please note that the participants connecting from mobile devices or tablets or through laptops connecting via mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any glitches. Shareholders will be required to grant access to the web-cam to enable two-way video conferencing.

(c) Facility to join the AGM will be opened fifteen minutes before the scheduled time.

(d) The shareholders who would like to express their views or ask questions during the AGM may register themselves as speakers by mentioning their name, demat account number/folio number, email id and mobile number, at [secretarial@ganeshhousing.com](mailto:secretarial@ganeshhousing.com). The speaker registration will be open during Tuesday, 2<sup>nd</sup> August, 2022 (9:00 a.m. IST) to Wednesday, 3<sup>rd</sup> August, 2022 (5:00 p.m. IST). Only those shareholders who are registered as speakers will be allowed to express their views or ask questions.

Shareholders seeking any information with regard to the matter to be considered at the AGM, are requested to write to the Company on or before Wednesday, 3<sup>rd</sup> August, 2022 through email on [secretarial@ganeshhousing.com](mailto:secretarial@ganeshhousing.com). The same will be replied by the Company suitably.

Alternatively, the shareholders may also post their queries/views/questions by mentioning their name, demat account number/ folio number, email id and mobile number, at [secretarial@ganeshhousing.com](mailto:secretarial@ganeshhousing.com), on or before Wednesday, 3<sup>rd</sup> August, 2022 (5:00 p.m. IST).

The Chairman, at its discretion reserves the right to restrict the number of questions and number of Speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.

### 2. Process for those shareholders whose email/mobile are not registered with the Company/MCS/Depositories:

a) **For physical shareholders**, please provide necessary details like Folio No., name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by emails to [secretarial@ganeshhousing.com](mailto:secretarial@ganeshhousing.com) and [mcsstaahmd@gmail.com](mailto:mcsstaahmd@gmail.com).

b) **For demat shareholders**, please update your email id and mobile number with the respective Depository Participant.

c) **For Individual Demat shareholders** – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cDSLindia.com](mailto:helpdesk.evoting@cDSLindia.com) or contact at toll free no. 1800225533.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited, A Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cDSLindia.com](mailto:helpdesk.evoting@cDSLindia.com) or contact at toll free no. 1800225533.





**EXPLANATORY STATEMENT PURSUANT TO SUB-SECTION (1) OF SECTION 102 OF THE COMPANIES ACT, 2013**

**ITEM NO. 4**

The Board of Directors of the Company, upon the recommendation of the Audit Committee, has approved the appointment of M/s J. B. Mistri & Co., Cost Auditors, Ahmedabad to conduct the audit of the cost records of the Company for the financial year ending 31<sup>st</sup> March, 2023 at a remuneration of ₹ 55,000/- (Rupees Fifty Five Thousand Only) plus GST at its meeting held on 12<sup>th</sup> May, 2022.

In pursuance of Section 148 of the Companies Act, 2013, Rule 14 of the Companies (Audit and Auditors) Rules, 2014, read with Companies (Cost Records and Audit) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31<sup>st</sup> March, 2023.

The Board commends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the members.

There is no document whose inspection is required by the members enshrined in item no. 4 of Special Business.

None of the Directors or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested financially or otherwise in the resolution set out at Item No. 4 of the Notice.

**ITEM NO. 5:**

Pursuant to the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company, at its meeting held on 12<sup>th</sup> May, 2022 approved the re-appointment of Mr. Dipakkumar G. Patel as Whole-time Director of the Company, for a further period of 5 (five) years with effect from 1<sup>st</sup> October, 2022 on a remuneration determined by the said Committee.

Approval of the members is required by way of Special Resolution for re-appointment and payment of remuneration.

The details of remuneration payable to Mr. Dipakkumar G. Patel and the terms and conditions of the re-appointment are given below:

**1. Remuneration:**

- i) **Salary** : ₹ 10,00,000/- p.m. with effect from 1<sup>st</sup> October, 2022
- ii) **Perquisites** : He shall be entitled to the perquisites listed in Categories - A, B & C below.

**CATEGORY-A:**

**a) Housing:**

The expenditure by the Company on hiring furnished accommodation for the Whole-time Director will be

subject to a ceiling of 60% of the salary over and above 10% payable by the Whole-time Director.

In case the accommodation is owned by the Company, 10% of the salary of the Whole-time Director shall be deducted by the Company.

In case no accommodation is provided by the Company, the Whole-time Director shall be entitled to House Rent Allowance subject to 60% of the salary.

**Explanation:** The Whole-time Director shall be entitled to reimbursement of expenses or allowances for utilities such as gas, electricity, water, furnishings, repairs, salaries to drivers, servants, gardeners, cook, security and property tax. Alternatively, the Company may pay directly all such expenses or allowances.

**b) Medical Reimbursement:**

Expenses incurred for the Whole-time Director and his family, in India and abroad.

**c) Leave Travel Concession:**

For the Whole-time Director and his family once in a year whether in India or abroad in accordance with the Rules specified by the Company.

**d) Club Fees:**

Fees of Clubs subject to a maximum of two clubs, excluding admission and life membership fees.

**e) Personal Accident Insurance:**

Premium as per Income Tax Rules.

**Explanation:** For the purpose of Category – A, family means the spouse and dependent children of the Whole-time Director.

**CATEGORY-B:**

The Company's contribution to provident fund, superannuation or annuity fund, to the extent these singly or together are not taxable under the income tax law, gratuity payable shall not exceed half a month's salary for each completed year of service.

**CATEGORY-C:**

Provision of cars for use on Company's business, mobile expenses and expenses of telephone at residence will not be considered as perquisites.

The above perquisites and/or allowances shall be evaluated, wherever applicable, as per the provisions of Income Tax Act, 1961 or any rules thereunder or any statutory modification(s)

or re-enactment(s) thereof; in the absence of any such rules, perquisites and allowances shall be evaluated at actual cost.

iii) **Commission:** The Whole-time Director shall be entitled to a payment of commission at the rate of 1% of Net Profit subject to maximum overall limits prescribed under the Act.

2. However, the Whole-time Director shall be entitled to accept salary, perquisites or commission less than the total amount as prescribed above and/or otherwise waive all or any of the above salary, perquisites or commission as he may deem fit.
3. The aggregate of Salary, Perquisites and allowances in any one financial year shall not exceed the limits prescribed under Section 197 and other applicable provisions of the Companies Act, 2013, read with Schedule V to the said or relevant provisions of Companies Act, 2013 for the time being in place.
4. **Minimum Remuneration:**  
In the event of loss or inadequacy of profit in any financial year during the currency of the tenure of services of the Whole-time Director, the payment of salary, perquisites and other allowances shall be governed by the limits prescribed under Section II of Part II of Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force).
5. The Company will reimburse to the Whole-time Director such expenses as he may incur on behalf of the Company.
6. The Whole-time Director shall be liable to retire by rotation.
7. The Whole-time Director shall not be entitled to receive any sitting fee for attending the meetings of Board of Directors or Committee thereof from the date of his appointment.

8. The Agreement/ Memorandum may be terminated by either party giving the other party six months' notice or the Company paying six months' salary in lieu thereof.
9. Subject expressly to the provisions of Section 202 of the Companies Act, 2013, the Company shall pay compensation for loss of office, or as consideration for retirement from office or in connection with such loss or retirement.
10. Additional information as per Section II of Part II of Schedule V to the Companies Act, 2013, is as set out in Annexure-A hereto.

Mr. Dipakkumar G. Patel is interested in the resolution. Also, Mr. Shekhar G. Patel and Ms. Aneri D. Patel, being related to Mr. Dipakkumar G. Patel may be deemed to be concerned or interested in the resolution. None of other directors or key managerial personnel or their relative/s is in any way concerned or interested in the resolution set out at item no. 5 of the Notice.

Memorandum setting out above terms of appointment of Mr. Dipakkumar G. Patel pursuant to Section 190(1) (b) of Companies Act, 2013 is available for inspection.

The Board recommends a Special Resolution set out at Item No. 5 of the Notice for approval by the members.

**Date: 12<sup>th</sup> May, 2022**  
**Place: Ahmedabad**

By Order of the Board

Registered Office:  
GANESH CORPORATE HOUSE  
100 Feet Hebatpur-Thaltej Road,  
Nr. Sola Bridge, Off. S. G. Highway  
Ahmedabad - 380 054

**Jasmin Jani**  
**Company Secretary**

## Annexure-A

### Additional information as per Section II of Part II of Schedule V to the Companies Act, 2013

<b>I. General Information</b>													
1. Nature of Industry	Real Estate and Construction												
2. Date or expected date of commencement of commercial production	Not applicable (The Company is in existence of operations for more than 30 years)												
3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable												
4. Financial performance based on given indicators	<p><b>Details relating to Financial Year ended 31<sup>st</sup> March, 2022 (Standalone basis):</b></p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">Particulars</th> <th style="text-align: right;">₹ (In Lakh)</th> </tr> </thead> <tbody> <tr> <td>Total Income</td> <td style="text-align: right;">12569.80</td> </tr> <tr> <td>Operating Profit (Before Interest, Depreciation and Tax) (PBIDT)</td> <td style="text-align: right;">2778.38</td> </tr> <tr> <td>Profit Before Depreciation &amp; Tax (PBDT)</td> <td style="text-align: right;">233.87</td> </tr> <tr> <td>Profit Before Tax (PBT)</td> <td style="text-align: right;">37.72</td> </tr> <tr> <td>Profit After Tax (PAT)</td> <td style="text-align: right;">4.11</td> </tr> </tbody> </table>	Particulars	₹ (In Lakh)	Total Income	12569.80	Operating Profit (Before Interest, Depreciation and Tax) (PBIDT)	2778.38	Profit Before Depreciation & Tax (PBDT)	233.87	Profit Before Tax (PBT)	37.72	Profit After Tax (PAT)	4.11
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Profit Before Tax (PBT)	37.72												
Profit After Tax (PAT)	4.11												
5. Foreign Investments or collaboration , if any	Not applicable												
<b>II Information about the appointee</b>													
1. Background details	Mr. Dipakkumar G. Patel, aged 54, is a Promoter Executive Director and is holding the position of Whole Time Director of the Company since 1 <sup>st</sup> October, 2002. After the demise of our former Chairman Late Shri Govindbhai C. Patel, he was appointed as Chairman of the Company w.e.f. 9 <sup>th</sup> November, 2009. At present, Mr. Patel looks after overall policies, construction, procurement, new projects, quality control, etc. Mr. Patel is a Director on the Board of Three (3) Subsidiaries and 13 other Private Companies. He is Chairman of Corporate Social Responsibility Committee.												
2. Past Remuneration	Mr. Dipakkumar G. Patel was paid a Salary of ₹ 10,00,000 p.m. along with perquisites from 01.10.2017 to 31.03.2020. From 01.04.2020 to 31.12.2021 he waived salary (excluding perquisites). From 01.01.2022 he has started taking salary of ₹ 10,00,000 p.m. along with perquisites.												
3. Recognition or awards	Nil												
4. Job profile and his suitability	Mr. Dipakkumar G. Patel possesses extensive experience of over 30 years in construction, finance and real estate development. He administers Company policies, finance, procurement and so on. He truly believes in the Ganesh ethos 'Your Smiles are our Real Estate' and, that building a home parallels to giving a new life to someone. He is also a Philanthropist and strongly believes in giving back to the society. Reputable institutions including CREDAI & Lions Club International have recognised his humanitarian services over the last decade. He founded SHATAYU, an Organ Donation Awareness Initiative in 2004 and continuously strives to spread this awareness among the 1.3 billion Indians.												
5. Remuneration Proposed	As mentioned in the Special Resolution given under item no. 5.												
6. Comparative remuneration profile with respect to industry, size of The Company, profile of the position and person	Remuneration proposed to be given is appropriate and reasonable looking to the trend of the industry, size of the Company, profile of position of Whole-time Director occupied by him.												



7.	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any	<p>Besides the remuneration proposed for Mr. Dipakkumar G. Patel, he himself is interested to the extent of his shareholding in the Company.</p> <p>Mr. Dipakkumar G. Patel is a key managerial personnel and is given salary and other perquisites as per the approvals received from time to time from the members. As when required the transactions of land are being entered with him in the ordinary course of business and at arm's length basis.</p> <p>Mr. Dipakkumar G. Patel and Mr. Shekhar G. Patel are related as brothers. Further, Mr. Dipakkumar G. Patel is related to Ms. Aneri D. Patel as father.</p>
<b>III Other Information</b>		
1.	Reasons of loss or inadequate profits	<p>COVID-19 pandemic has played a havoc with all the industries in India and real estate sector is no exception. The demand for residential and commercial units plummeted. In 2020-2021 the Company incurred losses. However, in last two years the Company has made a profit.</p>
2.	Steps taken or proposed to be taken for improvement	<p>The Company launched two residential projects namely Malabar County III and Malabar Exotica wherein construction is being made by adopting pre-cast technology. The Company has placed special emphasis on digital marketing and thereby saving substantial cost. The Company is rationalizing resources to cut debt and improve the overall performance.</p>
3.	Expected increase in productivity and profits in measurable terms	<p>The Company is continuously on the lookout for adopting new technology in construction. For energy saving, various initiatives have been taken. For new projects pre-cast is considered to reduce labour cost which in turn will reduce the cost of end product. In ultimate analysis profitability will improve considerably.</p>

# BOARD'S REPORT

Dear Shareholders,

**Ganesh Housing Corporation Limited,**

Your directors take pleasure in presenting the Thirty First (31<sup>st</sup>) Annual Report and the Audited Accounts for the Financial Year ended 31<sup>st</sup> March, 2022.

## 1. FINANCIAL SUMMARY (CONSOLIDATED AND STANDALONE)

(₹ in Lakh)

Particulars	Consolidated		Standalone	
	Year Ended 31-03-2022	Year Ended 31-03-2021	Year Ended 31-03-2022	Year Ended 31-03-2021
Revenue from Operations	38361.03	17156.71	12511.95	422.44
Other Income	125.01	1047.20	57.85	1008.30
Total Income	38486.05	18203.91	12569.80	1430.74
Operating Expenses	24937.18	21976.88	9791.42	1405.05
Earnings Before Interest, Tax and Depreciation	13548.86	(3772.97)	2778.38	25.69
Less: Finance Cost	3629.68	7475.66	2544.51	4448.84
Less: Depreciation	196.14	172.46	196.14	172.46
Profit/ (Loss) before Tax	9723.05	(11421.09)	37.72	(4595.61)
Less: Current Tax	(9.30)	(1755.62)	(7.50)	(1095.38)
Less: Deferred Tax	(2658.42)	2651.42	(26.12)	998.92
Profit/ (Loss) after Tax	7055.33	(10525.30)	4.11	(4692.07)
Share of profit of joint venture and associates (net)	0.00	0.00	--	--
Profit/(loss) for the year	7055.33	(10525.30)	4.11	(4692.07)
Other Comprehensive Income/ (Loss)	0.00	0.00	0.00	0.00
<b>Total Comprehensive Income/(Loss) for the period</b>	<b>7055.33</b>	<b>(10525.30)</b>	<b>4.11</b>	<b>(4692.07)</b>
<b>Attributable to:</b>				
Owners of the holding Company	7062.75	(10523.61)	--	--
Non-controlling interest	(7.42)	(1.67)	--	--

## 2. FINANCIAL PERFORMANCE AND STATE OF COMPANIES AFFAIRS:

### Operating Results:

The Standalone and Consolidated Financial Statements for the financial year ended 31<sup>st</sup> March, 2022, forming part of this Annual Report, have been prepared in accordance with the Indian Accounting Standards (IND AS) as notified by the Ministry of Corporate Affairs.

During the financial year 2021-2022, revenue from operations on consolidated basis has increased from ₹ 17156.71 Lakh in previous year to ₹ 38361.03 Lakh. Further, during the year under review the Company booked other income of ₹ 125.01 Lakh.

Total Expenditure (excluding interest & financial charges and depreciation) of the Company has increased from ₹ 21976.88 Lakh to ₹ 24937.18 Lakh. After providing for interest

and financial charges of ₹ 3629.68 Lakh and depreciation of ₹ 196.14 Lakh, the Profit before Tax stood at ₹ 9723.05 Lakh and Net Profit after Tax at ₹ 7055.33 Lakh.

### Project Launch:

During the year under review, the Company had launched Residential Project called Malabar Exotica situated at village Tragad, B/h Nirma University, Ahmedabad. The said project comprises of 224 residential units with a total area of 220962 sq. ft. [ 20535.52 sq. mtrs. RERA carpet].

### Material changes and commitments:

Issue of Equity Shares on Preferential Basis to Persons belonging to Promoter Group:

The Board of Directors at its meeting held on 2<sup>nd</sup> April, 2021 considered about increase in Authorised Share Capital from ₹ 50,00,00,000/- (Rupees Fifty Crores Only) to ₹ 70,00,00,000/- (Rupees Seventy Crores Only) and consequent

amendment in Clause V of Memorandum of Association of the Company. Further, Board had also approved the proposal for issue and allotment of Equity Shares on Preferential basis to the persons belonging to promoter group of the Company subject to the approval of members by way of Postal Ballot through remote e-voting.

Thereafter, members of the Company accorded their approval and resolutions were passed by way of Postal Ballot on 4<sup>th</sup> May, 2021.

The Board of Directors at their meeting held on 17<sup>th</sup> May, 2021, allotted 2460000 (Twenty Four Lakh Sixty Thousand) Equity Shares of ₹ 10/- (Ten Only) each at a premium of ₹ 48/- (Rupees Forty Eight Only) each, to the persons belonging to Promoter Group for total consideration of ₹ 14,26,80,000 (Rupees Fourteen Crores Twenty Six Lakh Eighty Thousand Only). Consequently issued, subscribed and paid up share capital of the Company has been increased from ₹ 49,22,70,900/- (Rupees Forty Nine Crore Twenty Two Lakh Seventy Thousand Nine Hundred Only) to ₹ 51,68,70,900 (Rupees Fifty One Crore Sixty Eight Lakh Seventy Thousand Nine Hundred Only).

The Equity Shares of the Company were listed and admitted for dealing on stock exchanges w.e.f 4<sup>th</sup> June, 2021.

#### **Status of the Scheme of Amalgamation:**

During the year under review, the Hon'ble National Company Law Tribunal, Bench at Ahmedabad ('NCLT') had, vide its order dated 24<sup>th</sup> January, 2022 sanctioned the arrangement embodied in the Scheme of Amalgamation of Sulabh Realty Private Limited (First Transferor Company), Malvika Estate Private Limited (Second Transferor Company) and Gitanjali Infrastructure Private Limited (Third Transferor Company) (together referred to as "Transferor Companies") with Ganesh Housing Corporation Limited ("the Company" or "Transferee Company"). The scheme was approved by the Equity shareholders (including public shareholders), Secured Creditors (including secured debenture holders) and unsecured creditors of the Company with requisite majority on 2<sup>nd</sup> November, 2021. The Scheme inter-alia provided for amalgamation of the Transferor Companies with the Transferee Company with effect from the Appointed Date i.e. 01.04.2021, pursuant to the provisions of Sections 230 – 232 and/or other applicable provisions of the Act.

In terms of the above Scheme, the Company was required to issue and allot to each member of the Transferor Companies in the following share swap ratio:

- (i) 761 (Seven Hundred Sixty One) Transferee Company Shares, credited as fully paid-up, for every 1 (One) equity share of the face value of ₹ 10/- (Rupees Ten only) each

fully paid-up held by such member in the First Transferor Company;

- (ii) 1344 (One Thousand Three Hundred Forty Four) Transferee Company Shares, credited as fully paid-up, for every 1 (One) equity share of the face value of ₹ 10/- (Rupees Ten only) each fully paid-up held by such member in the Second Transferor Company; and
- (iii) 1065 (One Thousand Sixty Five) Transferee Company Shares, credited as fully paid-up, for every 1 (One) equity share of the face value of ₹ 10/- (Rupees Ten only) each fully paid-up held by such member in the Third Transferor Company.

Accordingly, authorised Share Capital of the Company has been increased from ₹ 70,03,00,000/ (Rupees Seventy Crores Three Lakh Only) divided into 7,00,30,000 (Seven Crores Thirty Thousand) equity shares of ₹ 10/- (Rupees Ten Only) each to ₹ 100,03,00,000/- (Rupees Hundred Crores Three Lakh Only) divided into 10,00,30,000 (Ten Crores Thirty Thousand) equity shares of ₹ 10/- (Rupees Ten Only) by creating additional 3,00,00,000 (Three Crores) equity shares of ₹ 10/- (Rupees Ten Only) each ranking pari-passu in all respects with the existing equity shares of the Company and consequent change in Clause No. V i.e. Capital Clause of the Memorandum of Association of the Company has been altered.

Thereafter, the Board of Directors at its meeting held on 9<sup>th</sup> February, 2022 allotted 31700000 (Three Crores Seventeen Lakh) equity shares of ₹ 10/- (Ten Only) each at a premium of ₹ 54.01/- (Rupees Fifty Four and One Paise Only) each to shareholders of the transferor companies. Consequently issued, subscribed and paid up share capital of the Company has been increased from ₹ 51,68,70,900/- (Rupees Fifty One Crores Sixty Eight Lakh Seventy Thousand Nine Hundred Only) to 83,38,70,900/- (Rupees Eighty Three Crores Thirty Eight Lakh Seventy Thousand Nine Hundred Only).

The Equity Shares of the Company were listed and admitted for dealing on stock exchanges w.e.f 25<sup>th</sup> February, 2022.

There were no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year 2021-2022 and the date of this report, other than those disclosed in this report.

### **3. TRANSFER TO RESERVES**

The Company has not transferred any amount to the General Reserve during the financial year 2021-2022.

### **4. DIVIDEND AND BOOK CLOSURE**

During the year under review, Board has not recommended any dividend. Further, pursuant to Section 91 of Companies Act, 2013 ("the Act") read with Regulation 42 of Securities and





Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“SEBI LODR”), the Register of Members and Share Transfer Books will remain closed from Friday, 29<sup>th</sup> July, 2022 to Thursday, 4<sup>th</sup> August, 2022 (both days inclusive) for the purpose of 31<sup>st</sup> Annual General Meeting (“AGM”).

## 5. FUTURE OUTLOOK

The economic outlook of the country seems positive. However, backdrop of Russia – Ukraine war has raised concerns of inflation and increase in input material cost which is fall out of increased fuel prices.

The board is focusing on master plan of SEZ project which is likely to be rolled out in a phased manner soon.

The Ganesh group is having a land reserve exceeding 500 acres at strategic locations across Ahmedabad which is having a potential of 36 msf of development.

Your directors are expecting to launch a slew of residential and commercial projects in the financial year 2022-23.

## 6. FIXED DEPOSITS

Your Company has not accepted any public deposits during the financial year under review and, as such, no amount of principal or interest was outstanding as of the Balance Sheet date.

## 7. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company has Three (3) Subsidiaries viz. Madhukamal Infrastructure Private Limited (formerly known as Essem Infra Private Limited), Gatil Properties Private Limited and Million Minds Techspace Private Limited as on 31<sup>st</sup> March, 2022. Out of the said Companies, Madhukamal Infrastructure Private Limited (formerly known as Essem Infra Private Limited), Gatil Properties Private Limited are material unlisted subsidiary companies in terms of SEBI LODR. Further, Million Minds Techspace Private Limited became subsidiary w.e.f 25<sup>th</sup> October, 2021. There are no associate companies or joint venture companies within the meaning of Section 2(6) of the Act.

Madhukamal Infrastructure Private Limited (formerly known as Essem Infra Private Limited) (“MIPL”) completed schemes called “Maple Tree” and “Maple Trade Centre” and liquidated majority of inventory. During the financial year 2021-2022 the income from operations increased from 16742.56 lakhs to 25884.29 lakhs. MIPL has earned a net profit of ₹ 7082.13 lakhs during the financial year 2021-2022. During the corresponding period of the previous year MIPL had incurred a loss of ₹ (5827.43) lakhs.

Gatil Properties Private Limited (“Gatil”) is in the process of setting up an integrated township near village Godhavi near Ahmedabad.

Million Minds Techspace Private Limited is planning to carry out business relating to SEZ project and other related activities.

During the year, the Board of Directors reviewed the performance of the subsidiaries. In accordance with Section 129(3) of the Act, Consolidated Financial Statements of the Company and all its subsidiaries in accordance with the relevant accounting standards have been prepared which forms part of the Annual Report. Further, a statement containing the salient features of the financial statements of its respective subsidiaries in the prescribed format i.e. AOC-1 also forms part of Annual Report.

In accordance with Section 136 of the Act, the audited financial statements, including the consolidated financial statements and related information of the Company and audited accounts of each of its subsidiaries, are available on the website of your Company viz. [www.ganeshhousing.com](http://www.ganeshhousing.com).

## 8. DIRECTORS AND KEY MANAGERIAL PERSONNEL

### Appointment/Re-appointment:

As per the provisions of sub-section (6) of Section 152 of the Act, Mr. Shekhar G. Patel, Managing Director of the Company, retires by rotation and being eligible has offered himself for re-appointment. The Board recommends his re-appointment.

On the recommendation of Nomination and Remuneration Committee, the Board of Directors at its meeting held on 12<sup>th</sup> May, 2022, re-appointed Mr. Dipakkumar G. Patel as a Whole-time Director w.e.f. 1<sup>st</sup> October, 2022, subject to approval of members at the ensuing Annual General Meeting.

During the year under review, there has been change in Key Managerial Personnel. Ms. Priti Kapadia has resigned as Company Secretary and Compliance Officer w.e.f 20<sup>th</sup> July, 2021. The Board places on record its appreciation for Ms. Kapadia for her invaluable contribution and guidance during her tenure as Company Secretary and Compliance Officer.

Ms. Jasmin Jani has been appointed as Company Secretary and Compliance Officer w.e.f 21<sup>st</sup> July, 2021.

### Other:

The Company has received declarations from the Independent Directors of the Company under Section 149(7) of the Act confirming that they meet criteria of Independence as per relevant provisions of the Act and SEBI LODR. At the first meeting of Board held for financial year 2022-2023, the Board of Directors of the Company has taken on record the said declarations and confirmation as submitted by the Independent Directors.

In the opinion of the Board, the Independent Directors possess the requisite expertise and experience and are persons of high integrity and repute. They fulfill the conditions specified in Act as well as the Rules made thereunder and are independent of the management.

The Company has received confirmation from all the existing Independent Directors of their registration on the Independent Directors Database maintained by the Indian Institute of Corporate Affairs pursuant to Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

In terms of sub-regulation (3) of Regulation 36 of SEBI LODR, brief resume in respect of the Director who is retiring by rotation and proposed to be re-appointed, is provided in the Notice convening the 31<sup>st</sup> AGM of the Company.

## 9. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, your Directors state that:-

- (i) In the preparation of the annual accounts for the financial year ended 31<sup>st</sup> March, 2022, the applicable accounting standards had been followed to the extent applicable to the Company. There are no material departures in the adoption of the applicable Accounting Standards.
- (ii) The Directors have selected such accounting policies and applied them consistently and 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 31<sup>st</sup> March, 2022 and of the Profit of the Company for that period;

- (iii) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) The Directors have prepared the annual accounts on a going concern basis;
- (v) The directors have laid down internal financial control to be followed by the Company and that such internal financial control are adequate and were operating effectively; and
- (vi) The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## 10. UNCLAIMED AND UNPAID DIVIDENDS AND SHARES TRANSFERRED TO INVESTOR EDUCATION AND PROTECTION FUND

In accordance with the provisions of sections 124 and 125 of the Act read with Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules") dividends which remain unpaid or unclaimed for a period of seven years from the date of transfer to the Unpaid Dividend Account shall be transferred by the Company to the Investor Education and Protection Fund ("IEPF").

The detail of dividend remitted to IEPF during the financial year 2021-2022 is as follows:

Financial Year	Dividend declared on	Last due date for claiming Dividend	Due date of transfer of said Amount	Amount transferred to IEPF	Date of transfer to IEPF
2013-2014	15/09/2014	16/10/2021	17/10/2021	₹ 5,60,783/-	10/11/2021

The IEPF Rules mandate companies to transfer all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more in the name of IEPF. The Members whose dividend and/or shares are transferred to the IEPF Authority can claim their shares and/or dividend from the IEPF Authority following the procedure prescribed in the IEPF Rules.

Accordingly, following shares whose dividend has remained unpaid/ unclaimed for a period of seven (7) consecutive years were transferred to IEPF Authority during the financial year 2021-2022:

Financial Year to which dividend relates	No. of Shares transferred	Due date for transfer of Shares	Execution date for Corporate Action
2013-2014	8657	16/10/2021	11/11/2021

In accordance with the said IEPF Rules and amendment thereof, the Company will send notices to all the proposed Shareholders whose shares will become due for transfer to the IEPF Authority on 29<sup>th</sup> October, 2022 and simultaneously publish newspaper advertisements.

The Company has appointed a Nodal Officer and three Deputy Nodal Officers under the provisions of IEPF, the details of which are available on the website of the Company <https://ganeshhousing.com/dividend>

## 11. STATUTORY DISCLOSURES

### Particulars of Employees

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:



- a) The ratio of the remuneration of each director to the median remuneration of the employees of the Company and %age increase in the remuneration of each Director, Chief Financial Officer and Company Secretary in the financial year 2021 - 2022:

Name	Ratio to median Remuneration	% increase in remuneration in the financial year
<b>Directors:</b>		
Mr. Dipakkumar G. Patel	6.60	93.29\$
Mr. Shekhar G. Patel	6.74	94.04\$
Dr. Tarang M. Desai	0.08	17.54*
Dr. Bharat J. Patel	0.08	37.67*
Mr. Ashish H. Modi	0.09	29.43*
Ms. Aneri D. Patel	0.04	7.11*
<b>Chief Financial Officer</b>		
Mr. Rajendra Shah	13.24	16.99
<b>Company Secretary</b>		
Ms. Jasmin Jani #	1.19	@
Mrs. Priti Kapadia ##	0.73	@

\$The said Directors waived remuneration (except perquisites) in the financial year 2020-21 and up to December, 2021 in the financial year 2021-22.

#Appointed as Company Secretary & Compliance Officer w.e.f. 21<sup>st</sup> July, 2021.

## Relinquished the office of Company Secretary and Compliance Officer w.e.f. 20<sup>th</sup> July, 2021.

@Since the remuneration is only for part of the year, the %age increase in remuneration is not comparable and hence, not stated.

\*The said amount is sitting fees paid to non-executive and Independent Directors. There has been no change in the amount paid per meeting in financial year 2021-22 as compared to previous financial year 2020-21, hence, the increase/decrease is only due to fluctuation in number of meetings.

- b) The %age increase/ (decrease) in the median remuneration of employees in the financial year: (0.24)%;
- c) The number of permanent employees on the rolls of Company as on 31<sup>st</sup> March, 2022: 114;
- d) Average percentile increase/(decrease) made in the salaries of employees other than the managerial personnel in the financial year i.e. 2021-2022 was (3.24)% whereas the increase/ decrease in the managerial remuneration (which includes remuneration of CFO) for the same financial year was 517.83%^.
- ^ Mr. Dipakkumar G. Patel, Whole time Director and Mr. Shekhar G. Patel, Managing Director waived remuneration (except perquisites) in the financial year 2020-21 and up to December, 2021 in the financial year 2021-22.
- e) It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel, and Senior Management Personnel.
- f) A statement containing top ten employees in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act read with Rule

5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report. Further, the report and the accounts are being sent to members excluding this annexure. In terms of Section 136 of the Act, the said annexure is open for inspection at the Registered Office of the Company. Any shareholder who is interested in obtaining a copy of the same may write to Company Secretary.

### **Conservation Of Energy, Technology Absorption And Foreign Exchange Earnings And Outgo**

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as prescribed under Section 134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014 are given in **Annexure – A** annexed hereto and forms part of this Report.

### **Management Discussion & Analysis Report**

Management Discussion & Analysis report for the year under review as stipulated under Regulation 34(2)(e) of the SEBI LODR is annexed as **Annexure – B** hereto and forms part of this Report.



### Corporate Governance Report

Your Directors adhere to the requirements set out in Regulation 34(3) read with Schedule V of the SEBI LODR. Corporate Governance Report as stipulated in the SEBI LODR is annexed as **Annexure – C** hereto and forms part of this Report along with Certificate from the Practising Company Secretary, Ahmedabad confirming compliance of conditions of Corporate Governance.

## 12. AUDITORS AND AUDITORS' REPORT

### Statutory Auditor and Audit Report:

As per the provisions of the Act, the period of office of M/s. Purnesh R. Mehta & Co., Chartered Accountants, Ahmedabad (Firm Registration No. 142830W) were appointed as Statutory Auditors of the Company, expires at the conclusion of the ensuing AGM.

It is proposed to appoint M/s J.M. Parikh & Associates, Chartered Accountants, Ahmedabad (Firm Registration No. 118007W) as Statutory Auditors of the Company for a term of 5 (five) consecutive years from the conclusion of 31<sup>st</sup> AGM to the conclusion of 36<sup>th</sup> AGM. M/s J. M. Parikh & Associates, Chartered Accountants have confirmed their eligibility and qualification required under the Act for holding the office, as Statutory Auditors of the Company.

The Notes on financial statement referred to in Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer.

### Secretarial Auditor and Audit Report:

The Board of Directors of the Company appointed Mr. Anand Lavingia (COP No. 11410), Practising Company Secretary, to conduct the Secretarial Audit of the Company for the financial year 2021-2022 under Section 204 of the Act.

The Secretarial Audit Report for the financial year 31<sup>st</sup> March, 2022, under the Act, read with Rules made thereunder and in accordance with Regulation 24A of the SEBI LODR read with Circular no. CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) is set out in the **Annexure - D** to this report. Further, in compliance of Regulation 24A of the SEBI LODR the Secretarial Audit Reports of material unlisted subsidiaries are available on the website of the Company viz. <https://ganeshhousing.com/financial-information>.

The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

### Cost Auditor and Cost Records:

The Board had appointed M/s J. B. Mistri & Co., Cost Accountants, Ahmedabad (Firm Registration Number 101067), as Cost Auditor for conducting the audit of cost records of the Company for the Financial Year ended 2021-2022.

Further, the Board of Directors on the recommendation of the Audit Committee, appointed M/s J. B. Mistri & Co., Cost Accountants, Ahmedabad (Firm Registration Number 101067), as the Cost Auditors of the Company for the Financial Year 2022-2023 under Section 148 of the Act.

M/s J. B. Mistri & Co. have confirmed that their appointment is within the limits of Section 141(3)(g) of the Act and have also certified that they are not disqualified under Section 141(3) and proviso to Section 148(3) read with Section 141(4) of the Act.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board, has to be ratified by the Members of the Company. Accordingly, ratification by the Members is sought for the remuneration payable to the Cost Auditors for the financial year ending 31<sup>st</sup> March, 2023 by passing an Ordinary Resolution as set out at Item No. 4 of the Notice.

As per Section 148 of the Act, read with the Companies (Cost Records and Audit) Rules, 2014, your Company is required to maintain cost records and accordingly, such accounts and records are maintained.

### Reporting of Frauds by Auditors:

Pursuant to Section 134 (3) (ca) of the Act, the Statutory Auditor, Cost Auditor and Secretarial Auditor have not reported any instances of frauds committed in the Company during the year under review by its Officers or Employees to the Audit Committee or Board under section 143(12) of the Act, details of which needs to be mentioned in this Report.

## 13. COMMITTEES OF BOARD OF DIRECTORS

The Company has the following Committees of the Board:

1. Audit Committee;
2. Nomination and Remuneration Committee;
3. Stakeholders Relationship Committee;
4. Corporate Social Responsibility Committee;
5. Risk Management Committee



The composition of each of the above Committees, their respective role and responsibility is as detailed in the Corporate Governance Report.

The Nomination and Remuneration Policy framed by the Company as per the provisions of section 178(4) of the Act, is available on the website of the Company (<https://ganeshhousing.com/assets/main/pdf/corporate-governance/policies/nomination-and-remuneration-policy.pdf>).

#### **14. ANNUAL RETURN**

In accordance with the provisions enshrined in the Act, annual return in the prescribed format is available at web-link viz. <https://ganeshhousing.com/financial-information> pursuant to the provisions of clause (a) of sub-section (3) of Section 134 of the Act.

#### **15. MEETINGS OF BOARD**

During the financial year 2021-2022, the Board of Directors met for Thirteen (13) times viz. 2<sup>nd</sup> April, 2021, 17<sup>th</sup> May, 2021, 31<sup>st</sup> May, 2021, 22<sup>nd</sup> June, 2021, 15<sup>th</sup> July, 2021, 21<sup>st</sup> September, 2021, 14<sup>th</sup> October, 2021, 28<sup>th</sup> October, 2021, 11<sup>th</sup> January, 2022, 3<sup>rd</sup> February, 2022, 9<sup>th</sup> February, 2022, 5<sup>th</sup> March, 2022 and 25<sup>th</sup> March, 2022. During the said financial year, the maximum interval between any two meetings did not exceed 120 days, as prescribed by the Companies Act, 2013.

#### **16. PARTICULARS OF CONTRACTS OR ARRANGEMENT WITH RELATED PARTIES REFERRED IN SECTION 188(1) OF THE COMPANIES ACT, 2013**

In line with the requirements of the Act and the SEBI LODR, the Company has formulated a policy on Related Party Transactions. During the year under review, SEBI LODR requirements were incorporated in the revised Policy on Related Party Transactions. The updated policy can be accessed on the Company's website at <https://ganeshhousing.com/assets/main/pdf/corporate-governance/policies/policy-on-related-party-transaction.pdf>

During the year under review, all related party transactions entered into by the Company, were approved by the Audit Committee and were arm's length and in the ordinary course

of business. Prior omnibus approval has been obtained for related party transactions which are of repetitive nature and entered in the ordinary course of business. The Company has entered into contracts or arrangements in terms of Section 188 (1) of the Act which do not fall under the category of material related party transactions during the year under review. Accordingly, the disclosure of Related Party Transactions as required under Section 134 (3) (h) of the Act in Form AOC - 2 is not applicable. The members of The Company at their duly convened meeting held on 31<sup>st</sup> March, 2022 have ratified / approved Related Party Transactions with various parties.

Details of related party transactions entered into by the Company in terms of Ind AS – 24 have been disclosed in the notes to the standalone/consolidated financial statements forming part of this Annual Report.

#### **17. PARTICULARS OF LOANS, INVESTMENTS AND GUARANTEES UNDER SECTION 186 OF COMPANIES ACT, 2013**

Disclosure on details of loans, guarantees and investments pursuant to the provisions of Section 186 of the Act and SEBI LODR, are provided in the financial statements.

#### **18. RISK MANAGEMENT**

As per Regulation 21 of the SEBI LODR your Company falls under the category of top 1000 listed companies based on the market capitalisation [(BSE Limited: 691) (National Stock Exchange of India Limited: 672)] as on 31<sup>st</sup> March, 2022. Accordingly, your Company has formed Risk Management Committee on 12<sup>th</sup> May, 2022 and adopted Risk Management Policy.

The Board of Directors of the Company has formed a Risk Management Committee to frame, implement and monitor the risk management plan for the Company.

The Committee is responsible for ensuring that the Company maintains effective risk management and internal control systems and processes, and provides regular reports to the Audit Committee on the effectiveness of the risk management program in identifying and addressing material business risks. The Audit Committee has additional oversight in the area of financial risks and controls.

#### **19. CORPORATE SOCIAL RESPONSIBILITY**

Pursuant to Section 135 of the Act, the Company has formed Corporate Social Responsibility Committee (CSR Committee) comprising of following members:

<b>Sr. No.</b>	<b>Name of Director</b>	<b>Category / Designation</b>	<b>Position</b>
1.	Mr. Dipakkumar G. Patel	Chairman & Whole-time Director	Chairman
2.	Mr. Shekhar G. Patel	Managing Director	Member
3.	Dr. Tarang M. Desai	Independent Director	Member

The CSR Committee has formulated and recommended to the Board, a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company as specified under Schedule VII of the Act, which has been approved by the Board. The CSR Policy may be accessed on the Company's website at the link: <https://ganeshhousing.com/assets/main/pdf/corporate-governance/policies/corporate-social-responsibility-policy.pdf>

The annual report on CSR showing initiatives undertaken by the Company during the year under review containing particulars as specified under Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 is as per **Annexure – E** to the Report.

## **20. ANNUAL EVALUATION MADE BY THE BOARD OF ITS OWN PERFORMANCE AND THAT OF ITS COMMITTEE AND INDIVIDUAL DIRECTORS**

During the year under review, the Company conducted Board Evaluation as part of its efforts to evaluate, identify, improve and thereby enhancing the effectiveness of the Board of Directors (Board), its Committees and individual directors. This was in line with the requirements mentioned in the Act and the SEBI LODR.

The Company has also devised a policy for performance evaluation of the Board, Committees and other individual directors (including Independent Directors) which includes criteria such as the composition of committees, effectiveness of committee meetings, attendance of directors, active participation at various meetings, compliances of various laws/codes and policies, etc.

The Board of Directors of the Company has carried out an annual evaluation of its own performance, board committees and individual directors. The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the board composition, its structure, effectiveness of board processes, information flow and functioning, etc. The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

Further, the Board reviewed the performance of the individual directors on the basis of the criteria such as regular attendance in meeting, the contribution of the individual director to the Board and committee meetings like preparedness on the issues/ matters to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of Independent Directors held on 31<sup>st</sup> March, 2022, performance of non-independent directors, performance of the Board as a whole and performance of the Chairman was evaluated.

## **21. SIGNIFICANT AND MATERIAL ORDERS**

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

## **22. INTERNAL FINANCIAL CONTROLS**

With reference to financial statements, the Company has put in place adequate financial controls in form of policies and procedures 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.

## **23. AUDIT COMMITTEE**

The Audit Committee comprises of total Four (4) members out of which three are Independent and Non-executive Directors viz. Mr. Ashish H. Modi (Chairman), Dr. Bharat J. Patel (Member) & Dr. Tarang M. Desai (Member) and fourth member is Managing Director viz. Mr. Shekhar G. Patel. All the recommendations made by the Audit Committee were accepted by the Board during the year under review.

## **24. VIGIL MECHANISM**

Pursuant to regulation 22 of SEBI LODR your Board has adopted the whistle blower mechanism for directors and employees to report concern about unethical behaviour, actual or suspected fraud, or violation of Company's Code of Conduct and Ethics. The whistle blower policy is available on the website of the Company. The web link of the same viz. <https://ganeshhousing.com/assets/main/pdf/corporate-governance/policies/vigil-mechanism.pdf>

## **25. DISCLOSURE AS REQUIRED UNDER SECTION 22 OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder for prevention and redressal of complaints of sexual harassment at workplace.



The Company has setup an Internal Complaints Committee (ICC) for redressal of Complaints.

During the financial year 2021-2022, the Company has received Nil complaints on sexual harassment, out of which Nil complaints have been disposed of and Nil complaints remained pending as of 31<sup>st</sup> March, 2022.

#### **26. COMPLIANCE WITH THE PROVISIONS OF SECRETARIAL STANDARDS:**

The applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly complied by your Company.

Date : 12<sup>th</sup> May, 2022

Place : Ahmedabad

#### **27. ACKNOWLEDGEMENTS**

Your Directors thank Company's employees, customers, vendors and investors for their unstinted support. Further, your Directors also express a deep sense of gratitude for guidance, assistance and cooperation received from Central Government, State Government and concerned Government department and agencies and various bankers viz. Tamilnad Mercantile Bank Limited, ICICI Bank, HDFC Bank, Axis Bank, Punjab National Bank and AU Small Finance Bank as well as various NBFC Lenders.

**For & on behalf of Board of Directors**

**Dipakkumar G. Patel**

Chairman

(DIN: 00004766)



Details of particulars under Section 134(3)(m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 are given as under

**A. CONSERVATION OF ENERGY:**

(i)	the steps taken or impact on conservation of energy;	Company ensures that the operations are conducted in the manner whereby optimum utilisation and maximum possible savings of energy is achieved.
(ii)	the steps taken by the Company for utilising alternate sources of energy;	No alternate source has been adopted
(iii)	the capital investment on energy conservation equipment;	No specific investment has been made in reduction in energy consumption

**B. TECHNOLOGY ABSORPTION:**

1.	The efforts made towards technology absorption	The Company has adopted pre cast technology in the latest two projects. This will save labour cost.
2.	The benefits derived e.g., product improvement, cost reduction, product development, import substitution	- Due to adoption of pre cast technology the Company will be able to construct at a rapid space and thereby give possession to the members before the stipulated deadline.
3.	In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year)	a. Technology imported: Nil b. Year of import: Not Applicable c. Has technology been fully absorbed? : Not Applicable d. If not fully absorbed, areas where this has not taken place, reasons there for: Not Applicable.
4.	The expenditure incurred on Research and Development.	Not Applicable

**C. FOREIGN EXCHANGE EARNINGS AND OUTGO:**

As on 31<sup>st</sup> March, 2022, there were no foreign exchange earnings and/or outgo.

**For & on behalf of Board of Directors**

**Dipakkumar G. Patel**

Chairman

(DIN: 00004766)

Date : 12<sup>th</sup> May, 2022

Place : Ahmedabad



# MANAGEMENT DISCUSSION AND ANALYSIS REPORT

## INDIAN ECONOMY

The start of the conflict in Europe in February 2022, just as the Omicron variant-led third wave was fading, sent crude oil prices skyrocketing and increased coal shortages in the peak season of energy demand, heightening fears about major commodity shortages. However, with the improbable possibility of more movement limitations due to pandemic revival, India is prepared for the next stage of pandemic response, with roughly 86% of Indian adults having received both vaccine doses.

Taking a closer look at the economic situation, the manufacturing and service Purchasing Manager's Index (PMI) continues to indicate expansion, although at a sluggish pace. The Reserve Bank of India (RBI) held the repo rate steady in its first monetary policy review for the financial year 2022-23, continuing its emollient tone to boost growth. The actual Gross Domestic Product (GDP) growth outlook for the current fiscal has been revised to 7.2% due to rising commodity prices, resurgent COVID-19 infections in some countries, and increased supply-side disruptions.

End users' attitudes towards residential properties shifted unexpectedly as a result of the epidemic, causing a paradigm shift in the real estate market. After a seven-year period of stagnation, the residential sector experienced growth. Significant increase in sales volume, owing mostly to a shift in the perspective of end users, who, maybe as a result of the pandemic's uncertainty, began to gravitate toward the security of home ownership. The decadal low home loan interest rate regime, declining housing prices, and demand stimulant measures enacted by some state governments have all contributed to the growth.

## OUTLOOK

FY 2022 will be known for its resilience. Despite being hit by the deadly second wave in the first quarter followed by series of set backs in the form of supply chain disruptions, power shortages along with hike in crude and food prices, India has shown strong character and positioned itself as the fastest growing economy. Faster and more efficient vaccination drive with aggressive monetary policy taken by the Government led the country not only being resilient when the time is adverse but also to be in the forefront of growth in terms of infrastructure development, self-reliability and digitisation.

While the pandemic caused a significant setback for the real estate industry at first, the swift recovery caught everyone surprised. In reality, the pandemic became a powerful driver of housing

demand. Low borrowing rates across the board aided the spike in housing demand. People felt the need for larger and better dwellings during the pandemic. As a result, despite the uncertainty of the times, households preferred to invest their money in real estate. Considering all the factors, it will be safe to state that Indian Economy as well as the Indian real estate market is looking good and poised to set shining growth figures in the future.

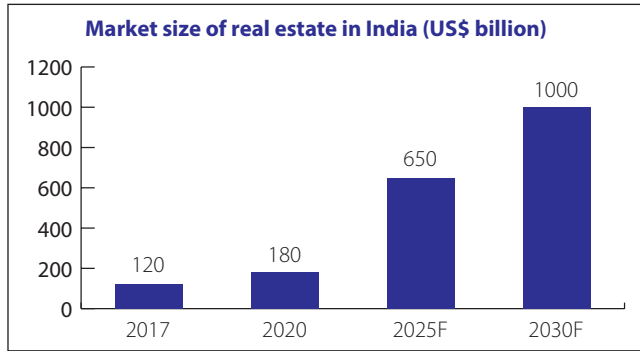
## INDUSTRY DEVELOPMENTS AND OVERVIEW

### Indian Real Estate Market

Despite the pandemic's ongoing cyclical ups and downs, the Indian real estate sector has been mostly resilient. It is now exhibiting signs of recovery, with growth forecasts in categories like office, industrial, and logistics, as well as residential. The government's sustained focus on infrastructural development and industrial growth will benefit the sector.

Due to the first and second waves' of COVID-19 the operational challenges slowed sales volumes in Q2 2020 and Q2 2021, the Omicron variant in Q1 2022 had little effect on the residential sector, which saw record sales and launch volumes in this quarter. People were forced to stay indoors for a substantial portion of the past two years due to the pandemic's severe limits on human mobility. This greatly raised the perceived worth of one's property in the grand scheme of things, which, together with the current low mortgage rates, spurred and sustained homebuyer interest in the residential market.

In just one year, India's real estate business sold almost 1,700 acres of land in the top seven cities. From 2017 to 21, foreign investments in commercial real estate totalled US\$ 10.3 billion. Institutional real estate investment in India increased by 7% year on year in the third quarter of 2021. Investment totalled US\$ 2,977 million in the first nine months of 2021, compared to US\$ 1,534 million in the same time previous year. Developers anticipate a surge in demand for office space in special economic zones (SEZs) after the existing special economic zones (SEZs) act is replaced in February 2022. From ₹ 12,000 crore (US\$ 1.72 billion) in 2019, the real estate industry would rise to ₹ 65,000 crore (US\$ 9.30 billion) by 2040. India's real estate market is predicted to grow to US\$ 1 trillion by 2030, up from US\$ 200 billion in 2021, and contribute 13% of the country's GDP by 2025. Retail, hospitality, and commercial real estate are all experiencing considerable growth, supplying India with much-needed infrastructure.



(Source: Knight Frank Report. IBEF)

**KEY GROWTH DRIVERS**

**Urban Population**

With India’s growing population, the demand for high-quality housing and infrastructure will continue to rise. The key consumer segment driving the real estate industry is the growing number of nuclear families with increasing disposable incomes. In fact, India’s urban population is predicted to exceed 850 million by 2050 out of which more than half of whom will be between the ages of 20 and 55 which is a core income bracket with greater spending power. Thus, demand for real estate will only increase.

**Tier 2 and Tier 3 Cities: The Major Demand Boosters**

With limited land resources, expensive land and construction costs, and high living costs, metro cities are seeing a drop in demand, although the situation in other cities is quite different (Tier 2 and Tier 3). Affordable land and labour, a huge consumer base with higher incomes ready and willing to invest in excellent real estate, better price appreciation, and government policies geared at fostering rapid expansion in smaller cities are all available in these locations. All of these factors are causing builders and purchasers to move their attention to these locations, where the real estate market is ripe for expansion and investment.

**Development of Infrastructure**

One of the primary aspects that supports real estate expansion is good infrastructure. With the Government focusing on infrastructure changes, the real estate sector can only anticipate an increase in demand for high-quality housing. Enhanced connectivity by trains, air, and highways, as well as proximity to medical facilities, educational institutions, entertainment hubs, retail markets, business centres, schools, and retail outlets, among other factors, drive up real estate prices.

**Technological Enhancement**

The real estate industry is no longer exempt to smart technology and innovation. In terms of building, important players are expected to use cutting-edge technologies such as data collection, artificial intelligence, and machine learning. According to industry estimates, the Indian smart home market, which is presently valued at US\$893 million, is likely to increase substantially in the next five

years. Through technology, automation, and value engineering, pre-cast solutions will revolutionise traditional construction techniques. These would be crucial in changing the Indian real estate market. Technology will aid in the timely completion of projects as building quality improves, and smart homes will continue to be the preferred option of buyers. We anticipate strong growth in this industry as more and more ambitious projects enter the market.

**Stark Rise in the Managed Workspace Sector**

During Q4 2021, the co-working/managed workspace sector had the highest transaction share of all sectors, owing to the increased need for flexibility and a hybrid working environment. While the IT sector slowed down its lease activity, it was the key driver of the coworking/managed office sector’s transactions during the Omicron quarter. From 11% in Q4 2020 to 29% in Q4 2021, the sector’s share of total transactions grew. In 2021, 84,000 seats were taken up in managed office spaces, with the trend continuing in each quarter. Even while the co-working sector goes through a consolidation period, the weaker competitors will eventually be forced out of the market, the co-working operators’ positioning as specialists in the domain of workspace delivery continues to strengthen.

**Gradual Shift towards Mid-Size Segment**

The sales of 10 million and larger ticket sizes have been trending upwards for the past three quarters. In Q1 2022, there was a huge increase of 25% compared to 18% a year ago. The demand for homebuyers to upgrade to larger living areas with more amenities and facilities can be ascribed to this. In the current quarter, the share of home sales in the INR 5-10mn category fell from 40% in Q1 2021 to 35%. While this may appear substantial, the longer-term trend of sales in the mid-size sector continues to rise, and the percentage of ticket-sizes of INR 5mn and below has declined over time.

**Ahmedabad Real Estate Market**

Ahmedabad is one city that has undergone a massive makeover in the previous decade to become a significant real estate market. The city has grown in terms of infrastructure and planning, resulting in significant real estate development in numerous locations. In 2020, Ahmedabad was recognised as India’s third-best city to live in, according to the Ease of Living Index. It is also one among the 100 cities that will be transformed into future Smart Cities as part of the Indian government’s Smart Cities Mission. Indeed, a plethora of infrastructure developments, such as the construction of new highways, flyovers, commercial centres, and the Ahmedabad Metro, have accelerated real estate expansion in recent years. AUDA (Ahmedabad Urban Development Authority) has just published a list of prospective and existing projects totalling more than ₹ 1,900 crores.

**From the residential perspective,** In the first quarter of 2022, 4,301 residential units were launched in Ahmedabad, representing a 37% increase on a quarterly basis and a 28% increase on a year-over-year basis. Due to a two-fold rise in sales from the previous

quarter, mid-segment units dominated new launches during the quarter, accounting for 60% of all new launches. This quarter, the affordable market accounted for 24% of all new product debuts. The percentage of high-end and luxury residential units launched in total quarterly launches has decreased to 15% from roughly 23% in the preceding two quarters.

**From the commercial perspective,** In the first quarter of 2022, the Ahmedabad office market saw a net absorption of 0.28 million square feet (msf). The gross lease volume in Q1 2022 was 0.26 msf, up 60% from the previous quarter. Due to rising demand for managed spaces by businesses, flex space operators emerged as the leading contributor to leasing activity, accounting for 52% of gross leasing. Flex space operators were followed by Healthcare Pharma occupiers, who together accounted for 16% of gross leasing in the quarter. The secondary business district (SBD) submarket dominated leasing activity with 41%, followed by the central business district (CBD) and GIFT City (Gujrat International Finance Tec-City) submarkets with 28% and 20%, respectively. Gujarat's ITeS Policy 2022-27 is expected to enhance demand from IT occupiers and entice developers and flexible workspace operators to establish premium office infrastructure in the city. The Union Budget gave GIFT City additional attention, paving the way for multinational financial and educational institutions to enter this submarket. GIFT

has also obtained dual use approval, which permits both the SEZ and domestic tariff area firms to use social and commercial facilities such as schools, hospitals, and hotels in the non-processing area. The move will assist developers in attracting investments and making it more feasible to create infrastructure in non-processing areas, which will attract talent and, in turn, occupiers. Ahmedabad's office market has gotten a head start this year thanks to budget and IT policy pronouncements.

**From the retail perspective,** the leasing momentum in Ahmedabad continued in Q1 2022, with 85,000 square feet of mall space being leased out or retailers being operational or in advanced stages of build outs, following a strong festive season in the previous quarter. The majority of lease activity took place in premium malls, with only minor leasing activity taking place in other malls. The lease activity in this quarter was led by the expansion of large format at retail outlets in the Fashion, Lifestyle, and Supermarkets divisions. As the Covid-induced restrictions on operational capacity and hours were loosened, footfall in multiplexes and food courts in renowned malls increased. The city's overall mall vacancy rate was recorded at 23%, up 400 basis points from the previous quarter due to a supply addition of 0.2 million square feet. An additional 0.7 million square feet of space is available.

**Indian Residential Sector**



(Source: Knight Frank Research)



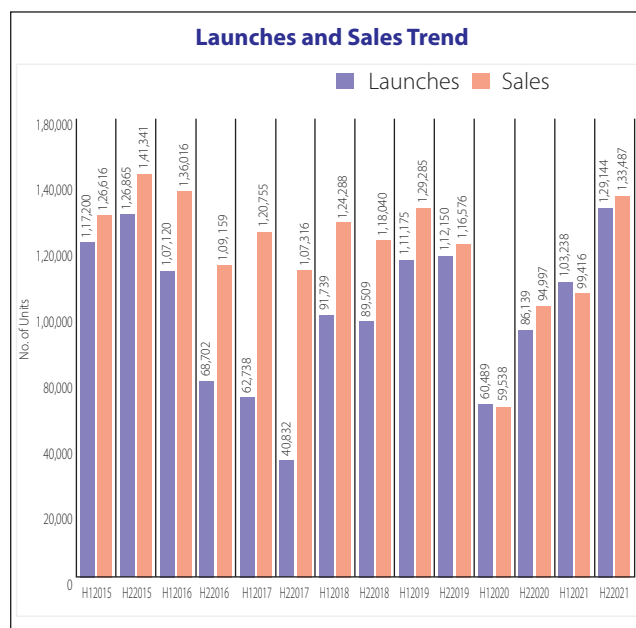
The pandemic has had a favourable impact on the residential market. The importance of owning a home was felt by buyers at that time fairly strongly. Following the second wave's disruption in 2021, the residential market has demonstrated a steady and smart recovery, with better growth figures in the fourth quarter.

Despite the omicron variant's worries, market traction for the residential segment was relatively decent in H2 2021. In terms of half-yearly sales, the second half of 2021 had the largest volume since the first half of 2016. The key drivers of this rebound have been low loan rates, better affordability, a high savings rate in 2020, and a resurgence of interest in home ownership due to space restrictions caused by the pandemic.

For the third quarter in a row, average quarterly sales volume substantially exceeded pre-pandemic levels, indicating a steady rebound in demand across the country. In terms of quarterly sales volumes, the 78,627 units sold in Q1 2022 represent a four-year high and a 9% year-over-year increase. In Q1 2022, demand momentum was high across markets, with all markets reporting incremental sales growth. The share of sales in the INR 10 million and above ticket size climbed significantly to 25% in Q1 2022, compared to 18% a year ago, continuing the rising trend witnessed in the previous three quarters. The need for homebuyers to upgrade to larger living spaces with better amenities can be attributed to this. In the Q1 2022, the share of home sales in the INR 5-10 mn category fell from 40% in Q1 2021 to 35%. While this may appear substantial, the longer-term trend of sales in the mid-size sector continues to rise, and the percentage of ticket-sizes of INR 5 million and below has declined over time.

The significant increase in sales activity also curtailed the downward trend in home prices that had begun in 2020. On a year-over-year basis, price levels in seven of the eight markets under consideration were stable or increased little in H2 2021. While developers offered flexible payment plans to encourage sales across regions, direct discounts dropped significantly in H2 2021. Residential prices have begun to climb again after a long period of decreasing and then stabilising. The residential property market is expected to rise by 5% in capital value by 2022. Various assessments of the demand-supply dynamic have been conducted over the previous decade, and all of them are placing increasing pressure on home prices. In 2022, the residential sales momentum is predicted to be steady, as prospective house buyers prefer larger homes with more amenities and more appealing price quotes, which will keep them interested in closing transactions.

## Indian Residential Market – Half Yearly Launch and Sales Trend



(Source: Knight Frank Research)

## City Wise Residential Launch and Sales Details

CITY	LAUNCHES		SALES	
	H2 2021 (YOY CHANGE)	2021 (YOY CHANGE)	H2 2021 (YOY CHANGE)	2021 (YOY CHANGE)
Mumbai	34,151 (27%)	70,023 (39%)	34,382 (14%)	62,989 (29%)
NCR	17,642 (110%)	20,585 (110%)	23,599 (49%)	35,073 (65%)
Bengaluru	17,218 (89%)	30,607 (54%)	23,218 (104%)	38,030 (61%)
Pune	20,012 (-7%)	40,489 (16%)	19,744 (17%)	37,218 (38%)
Chennai	7,360 (98%)	12,783 (77%)	6,206 (9%)	11,958 (38%)
Hyderabad	19,024 (126%)	35,736 (179%)	12,344 (135%)	24,318 (142%)
Kolkata	5,315 (62%)	7,510 (81%)	9,290 (55%)	14,405 (62%)
Ahmedabad	8,422 (77%)	14,648 (99%)	4,703 (18%)	8,911 (37%)
All India	129,144 (50%)	232,382 (58%)	133,487 (41%)	232,903 (51%)

(Source: Knight Frank Research)



### Ahmedabad Residential Sector

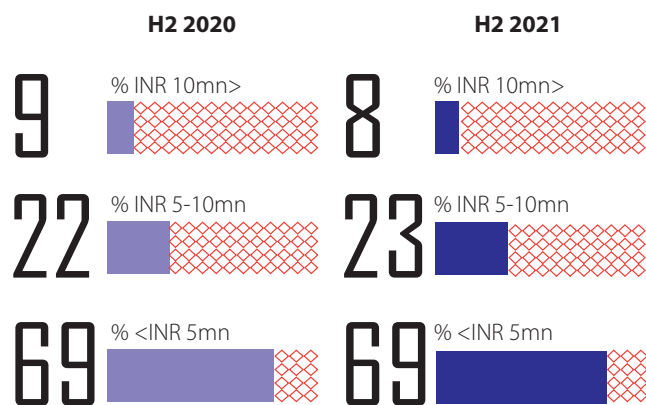
Ahmedabad remains one of the most affordable markets in the country, with a 20% affordability ratio. According to the Confederation of Real Estate Developers Associations of India (CREDAI)- Gujarat, property prices in the city are expected to rise by 15-20%, owing to a nearly 35% increase in the cost of raw materials, particularly steel and cement, in the last two months. Because homebuyers are anticipating a significant price increase, negotiations and concessions have been minimal, and agreements are completing faster than previously.

Throughout FY 2021, residential sales in Ahmedabad have been continuously increasing. Nearly 4,100 units were sold in the second half of the year, with close to 3,100 units sold in the quarter ending March 2022. In 2021, sales increased by 37% year over year to 8,911 units, as consumer mood improved. In 2021, developers upped the ante and launched 14,648 units, a 99% year-over-year increase and the biggest yearly tally in the previous four years.

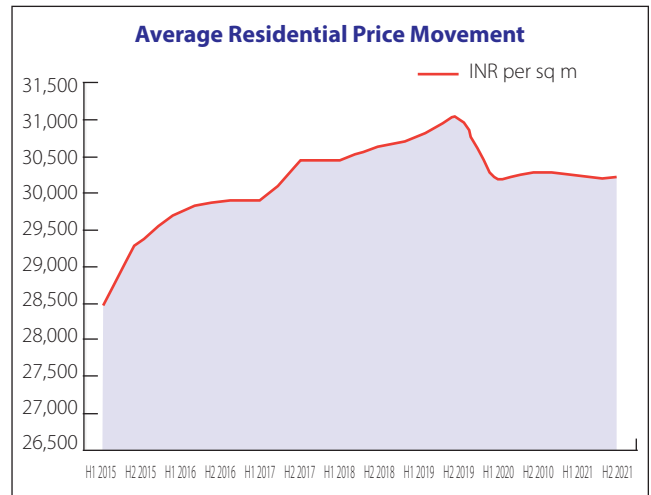
Since 2018, the proportion of sales with ticket sizes smaller than INR 5 mn has gradually decreased. This category's sales share has decreased from 76% in H1 2018 to 69% in H2 2021. The increase in demand to INR 5-10 mn tickets has been significant in recent years, increasing from 15% in H1 2018 to 23% in H2 2021.

Unsold inventory increased by 55% year over year at the end of H2 2021, yet it was still less than half of what the market had in 2016. Increased market depth in 2021 is a positive indicator, and rising attitudes, along with a highly favourable affordability position, should enhance market volumes in the future.

### Ahmedabad Ticket Size Split Comparison of Sales During H2 2020 And H2 2021

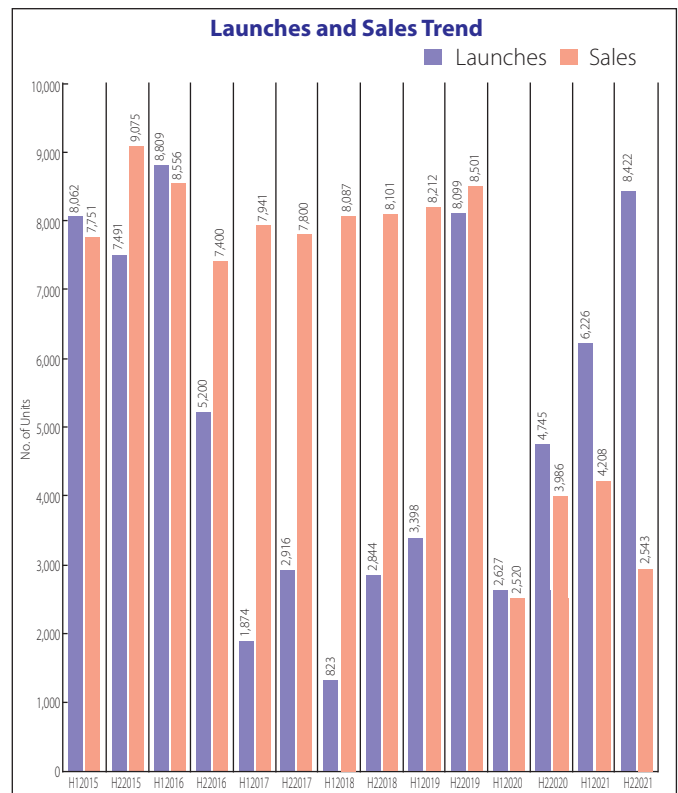


(Source: Knight Frank Research)



(Source: Knight Frank Research)

### Ahmedabad Residential Market – Half Yearly Launch and Sales Trend



(Source: Knight Frank Research)

## Indian Commercial Sector

Since the COVID-19 epidemic struck in Q2 2020, the Indian office market has been particularly vulnerable to the economic changes induced by the disease. The severity of its impact, on the other hand, has diminished significantly as vaccination rates have improved and the business environment has improved with less limitations on mobility. The third wave of the pandemic, which hit the market in Q1 2022, had a minor impact, with market traction increasing significantly on a year-over-year basis in terms of transactions and supply activity.

The 1.24 million square metres (10.8 million square feet) transacted in Q1 2022 indicates a respectable 25% year-over-year increase, especially in a quarter disrupted by the pandemic's third wave. This has happened despite the fact that the ongoing 'Return to Office' has been hampered by the pandemic. Except for Mumbai, all markets have witnessed an increase in transaction volumes year over year, with Ahmedabad, Chennai, and Hyderabad seeing increases of 165%, 124%, and 72%, respectively. The space transacted in Q1 2022 accounted for 71% of the average quarterly

volume transacted in 2019, a significant increase above the 57% seen in Q1 2021. During the period, transaction volumes in the NCR and Ahmedabad topped their 2019 quarterly average.

During the time, the co-working sector continued to be popular with occupiers, accounting for 21% of all transacted space. Bengaluru, which accounted for 43% of the total space traded by the industry, was particularly busy. Companies in the Other Services Sector, followed by those in the Information Technology (IT) sector, were the most active in Q1 2022, accounting for 29% and 27% of the transacted space, respectively. The OMICRON variation delayed the IT sector's 'back to office' shift, causing several IT corporations to postpone lease choices. However, once the pandemic subsides, it is projected that the sector's transaction share would return to its long-term quarterly normal of 35-40%.

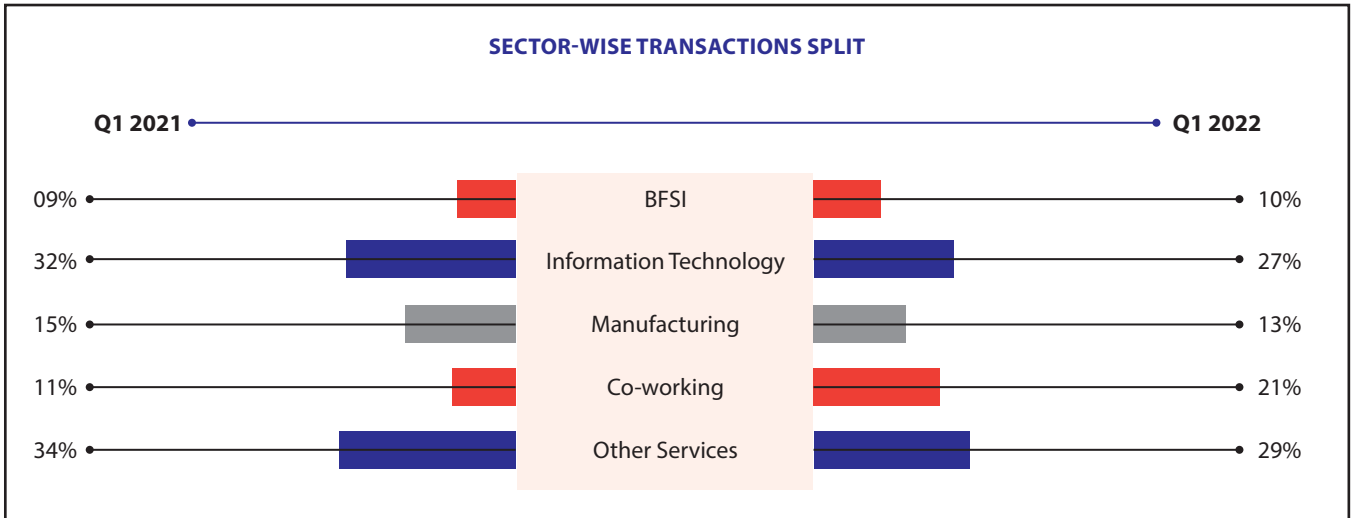
While transaction volumes have increased, rental levels have remained stable or increased in the last two quarters. Rents have remained flat or increased in five of the eight markets we monitor year over year. Bengaluru, India's largest office market, saw rental levels rise by 4% year over year.

**Table 5:**

### Transaction in mm sq m (mm sq ft)

Market	Q2 2021	Q3 2021	Q4 2021	Q1 2021	Q2 2022 YoY Growth %	Q1 2022 as % 2019 Qtr Average
<b>Begaluru</b>	0.02 (0.2)	0.4 (4.3)	0.41 (4.4)	0.33 (3.5)	5%	92%
<b>NCR</b>	0.07 (0.8)	0.19 (2)	0.19 (2)	0.21 (2.3)	37%	106%
<b>Hyderabad</b>	0.07 (0.7)	0.2 (2.1)	0.21 (2.3)	0.15 (1.6)	72%	49%
<b>Chennai</b>	0.07 (0.8)	0.15 (1.6)	0.1 (1.1)	0.09 (1)	124%	76%
<b>Mumbai</b>	0.04 (0.4)	0.11 (1.2)	0.09 (1)	0.08 (0.9)	-24%	38%
<b>Pune</b>	0.04 (0.4)	0.09 (1)	0.16 (1.7)	0.08 (0.9)	15%	55%
<b>Ahmedabad</b>	0.02 (0.2)	0.03 (0.3)	0.04 (0.4)	0.05 (0.5)	165%	130%
<b>Kolkata</b>	0.01 (0.1)	0.01 (1)	0.04 (0.4)	0.01 (0.1)	9%	43%
<b>All Cities</b>	0.33 (3.6)	1.16 (12.5)	1.24 (13.3)	1 (10.8)	25%	71%

Source : knight Frank Research Note "-"denotes negligible numbers



(Source – Knight Frank Indian real-estate RESIDENTIAL AND OFFICE - Q1 JANUARY - MARCH 2022)

## AHMEDABAD COMMERCIAL SECTOR

### Strong leasing driven by demand from Managed Spaces

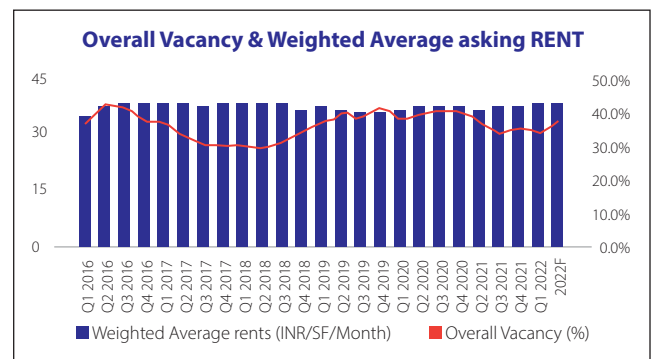
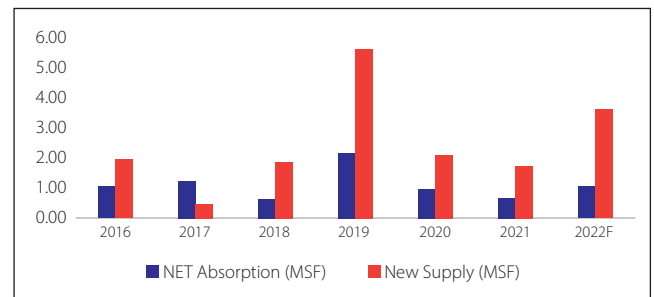
In the first quarter of 2022, the Ahmedabad office market saw net absorption of 0.28 million square feet. The gross leasing volume in Q1 2022 was 0.26 million square feet, up 60% from the previous quarter. Due to rising demand for managed spaces by businesses, flex space operators emerged as the leading contributor to leasing activity, accounting for 52% of gross leasing. Healthcare and pharmaceutical occupiers combined accounted for 16% of gross leasing in the quarter, followed by flex space operators. The SBD submarket dominated leasing activity, accounting for 41% of all leases, followed by the CBD and GIFT City submarkets, which accounted for 28% and 20% of all leases, respectively. Gujarat's IT-ITeS Policy 2022-2027 is expected to enhance demand from IT occupiers and entice developers and flexible workspace operators to establish premium office infrastructure in the city.

### Supply hits high, with more to come through the year

With various projects completed this quarter, Ahmedabad saw 1.35 million square feet completed in Q1 2022, a 50% increase year over year. The SBD submarket increased 0.79 million square feet, accounting for around 60% of total supply, while CBD added 0.59 million square feet. With this acquisition, the city's overall office inventory has increased to 24.4 million square feet. By the end of 2022, an additional 2.4 million square feet of supply is planned, which could result in a slight increase in overall city-level vacancies in the near future. The SBD and PBD markets account for 36% and 25% of the 6.4 million square feet supply forecast over the next three years, respectively.

### Rents remain stable

Quoted rentals remained constant across the city. Strong supply in the pipeline for the next several quarters is projected to sustain rental rates in the same level in Ahmedabad. Low vacancy in superior grade A complexes in excellent office locations, on the other hand, allows landlords to charge premium rents.



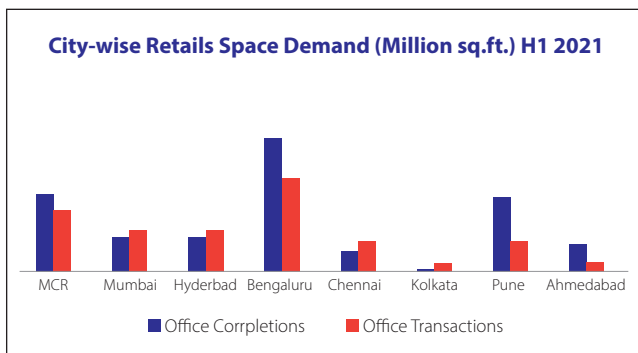
(Source - India-Ahmedabad-Office-MB-Q1-2022)



**Indian Retail Sector**

The second wave of the epidemic hit the market in Q2 2021, and despite being significantly more severe than the first, transaction volumes in Q2 2021 increased by 39% YoY over Q2 2020. In Q2 2021, five of the eight markets saw an increase in transaction volumes when compared to Q2 2020. During the quarter, enhanced understanding of the pandemic and increased vaccination supply helped keep the needle moving. In H1 2021, however, transaction volumes fell by 29% YoY to 1.14 million square metres (12.3 million square feet).

In comparison to the first wave of epidemic, the construction situation was better managed during the second phase. However, the 1.39 million square metres (15.1 million square feet) of office space completed in H1 2021 was 18% less than in H1 2020, as developers focused on leasing existing projects. In H1 2021, the vacancy rate jumped to 16.6%, up from 14.2% prior. During the first half of 2021, average transacted rents fell in seven of the eight markets, with rentals in Bengaluru, Pune, and Mumbai falling by 14%, 11%, and 9%, respectively, YoY.



(Source - India Commercial Real Estate Market Size, Growth, Trends, Report | 2022 - 27 (mordorintelligence.com))

**Ahmedabad Retail Sector**

The leasing of city malls is driven by fashion and lifestyle. On the supply side, the phase 2 extension of Ahmedabad One Mall added 0.2 million square feet to the city mall inventory this quarter, with the Phoenix Palladium mall expected to open by the end of the year; however, because the majority of this supply is pre-committed, vacancy levels will be relatively unaffected. Meanwhile, in response to the high demand for premium mall space in Ahmedabad, the Lulu Group has announced an INR 2,000 crore investment to build a mall between Ahmedabad and Gandhinagar. After Nexus Malls and Phoenix Mills, this will be the city's third big retail group to enter the market.

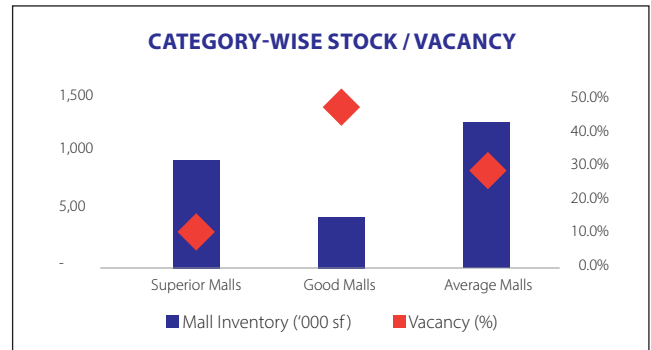
**Hypermarkets and Fashion drives main street leasing**

On the basis of improving consumer mood, Ahmedabad's main street has seen a surge in lease activity as retail chains in the Hypermarkets, Fashion, and CDIT categories open multiple outlets in the city. During this quarter, a renowned Gujarat-based hypermarket chain built two outlets in the city and rapidly expanded its footprint throughout the city and throughout Gujarat.

Another Indian apparel retailer is planning to open two outlets in renowned Bopal and C G Road locations.

D-Mart was the first retail chain to open a supermarket in GIFT City, in the midst of the expansion rush. In the medium- to long-term, GIFT City is expected to attract further retail tenants, meeting the submarket's retail needs. The leasing momentum on Ahmedabad's main streets is projected to pick up in the coming quarters.

This graph is showing contradicting figure of 2021 as compared to last year report graph for same period. Please check



(Source - India-Ahmedabad-Retail-MB-Q1-2022)

**OPPORTUNITIES AND THREATS**

**Opportunities**

**Consolidation**

Given the numerous reforms and disturbances it has experienced in recent years, the Indian real estate market has been in a consolidation period and has ramped up its pace.

Following the IL&FS disaster, the RBI mandated that NBFCs minimise their exposure to the real estate sector, causing funding challenges for smaller real estate developers who already lack access to bank financing. These companies confront a double whammy in such situations: financial issues on the one hand, and current agreement cancellations due to a slowdown in construction activity on the other. This opens up new opportunities for organised developers with an established track record and robust balance sheets to acquire smaller developers' projects at competitive valuations. It helps them to expand their portfolio and products while also boosting homebuyer confidence. During the pandemic, the ongoing consolidation is projected to intensify even more, and established, well-capitalized businesses stand to win even more market share.

**Affordable Housing**

Given the scarcity of housing options for the economically weak and low-income groups, housing providers and the government continue to be interested in affordable housing. The government's continual push for more affordable housing has shifted attention away from the high-end and luxury segments and towards the lower strata of the society. According to ANAROCK data, the share of



launches in the affordable housing has increased over the last five years in India's top seven cities. Because of government subsidies to promote affordable housing, this participation is projected to grow even more in the near future. Several efforts to stimulate affordable housing demand were planned in the Union budget for 2021. They extended tax benefits of up to ₹1.5 lakh on interest paid on low-cost housing loans until March 2021. In order to encourage real estate developers to focus on affordable housing developments, the government has extended the deadline for projects to be approved for a one-year tax break on profits earned by developers until March 2021.

### Digital Real Estate Sales

Digital marketing tools have ascended to the throne in today's marketing scene. Digital marketing tools are required for real estate enterprises as well, regardless of the industry. Established brands will be ahead of the curve, with a competitive 'digital-enabled' edge for their enterprises, if they focus on improving consumer experience and engagement through digital methods. According to the article 'Real Estate in a Digital Age,' 94% of millennials and 84% of baby boomers looked for their future homes on the internet. To promote listings, maintain relationships with existing customers, and locate new prospects, social media networks can be used extensively. Covid-19 has compelled real estate firms to place a greater emphasis on digital marketing and internet platforms.

### Monetary Easing

The performance of the real estate sector has always been intertwined with the country's economic fundamentals and

monetary policy. In an effort to protect the faltering economy from further deterioration due to Covid-19, the Reserve Bank of India has dropped its benchmark repo rate by 250 basis points since February 2019 to 4%, the lowest ever repo rate. Once the economy recovers, monetary easing initiatives are projected to boost housing demand and encourage home buyers and real estate developers.

### Threats

#### Regulatory Hurdles

Changes in government policies and the regulatory environment might have a negative impact on the sector's success. There have been delays in land acquisition, land usage, project launches, and construction clearances, all of which have cost resources, money, and time. Retrospective policy changes and regulatory bottlenecks may have an impact on profitability as well as the sector's and companies' attractiveness.

### FINANCIAL PERFORMANCE CONSOLIDATED –

**Income:** Total Income increased to ₹ 384.86 Crores in FY 2021-2022 from ₹ 182.04 Crores in FY 2020-2021.

**EBITDA:** Earnings before Interest, Tax and Depreciation increased to ₹ 135.49 Crores in FY 2021-2022, from ₹ (37.73) Crores in FY 2020-2021

**PAT:** Profit After Tax increased to ₹ 70.55 Crores in FY 2021-2022 from ₹ (105.25) Crores in FY 2020-2021.

Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with detailed explanations therefor:

RATIOS	2021-2022	2020-2021	Diff	Δ in %	REMARKS
Debtors turnover ratio	3.26	2.93	0.33	11.26%	Debtors Turnover Ratio has improved on an account of higher proportionate realisation compared to increase in turnover.
Inventory Turnover ratio	0.89	0.46	0.43	93.48%	Inventory Turnover Ratio has declined marginally on account of increase in WIP due to new projects, which are under construction during the year.
Interest Coverage Ratio	3.73	-0.47	4.20	893.62%	Interest Coverage Ratio has improved on account of reduction in Debt Liabilities.
Current assets Ratio	2.58	2.66	-0.08	-3.12%	Current Ratio has declined marginally with the increase in Inventory on account of New projects, which are under construction currently.
Debt equity Ratio	0.35	0.92	-0.57	-61.96%	Debt Equity ratio is stable on account of further reduction in Debt Liabilities.
Operating profit margin	34.81%	-22.99%	57.80%	251.41%	Operating Profit Margin Ratio has improved significantly on account of higher than expected revenue and reduction in operating cost during the year.
Net profit margin	18.39%	-61.35%	79.74%	129.98%	Operating Profit Margin Ratio has improved significantly on account of higher than expected revenue and reduction in operating cost & Finance cost during the year.
Return on net worth	8.05%	-17.87%	25.92%	145.05%	Return of Net Worth Ratio has improved significantly on account of higher than expected revenue and reduction in operating cost & Finance cost during the year.

### **HUMAN RESOURCE GHCL**

The goal is to develop a pool of skilled personnel at all levels of the administrative hierarchy. They will be able to fit into the needs of the organisation, allowing it to achieve its predetermined goals and missions. In order to attract, retain, and encourage personnel at all levels, GHCL undertakes the necessary procedures. The attrition rate is extremely low thanks to employee-focused practises. As of March 31, 2022, there were 114 people working for the company.

### **INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY**

Throughout the year, Ganesh Housing discovered new risks and re-evaluated old risks in order to develop risk mitigation methods. Credit risk, market risk, operational risk, and legal risk are some of the risks that the Company's key businesses face. GHCL has also looked into unique risks associated with investment management and the environment in which it operates. Cost-escalation risk is managed by the Company through measures targeted at reducing costs with our suppliers and sorting out stringent contracts and procurement. Ganesh Housing assesses track records and performance skills to

ensure the relevant contractors are on board to manage project execution risk. Every week, a project review on schedules and budgets is conducted as part of the monitoring system to assess project cost and completion costs.

### **CAUTIONARY STATEMENT**

The Management Discussion and Analysis report containing your Company's objectives, projections, estimates and expectation may constitute certain statements, which are forward-looking within the meaning of applicable laws and regulations. The statements in this Management Discussion and Analysis section of the report could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include raw material availability and prices, cyclical demand and pricing in the Company's principal markets, changes in the governmental regulations, tax regimes, forex markets, economic developments within India and the countries with which the Company conducts business and other incidental factors.



# CORPORATE GOVERNANCE REPORT

## 1. CORPORATE GOVERNANCE PHILOSOPHY:

Corporate Governance has been framed with the aim of adopting the best management practices, compliance of law and adherence to ethical standards to achieve the Company's objective of increasing the value of stakeholders and retention of investors' trust based on transparency, integrity, professionalism and accountability.

The Corporate Governance philosophy of the Company has been further strengthened with the adoption of Code of Conduct for Board and Senior Management and Code of Conduct for Prevention of Insider Trading for its Directors and Designated Employees as also a Code of Corporate Disclosure Practices. Thus, the Company, endeavor to strike and deliver the highest governing standards for the benefits of its Stakeholders.

## 2. BOARD OF DIRECTORS

### Composition and Category of Board of Directors as on 31<sup>st</sup> March, 2022:

The Board of Directors of the Company have an optimum combination of Executive and Non-executive Directors and is in conformity with the provisions of Regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["SEBI LODR"]. The Board of the Company comprises of Six (6) Directors – Two (2) Promoter Executive Directors, One (1) Promoter Non-executive Director and Three (3) Non-Executive Independent Directors. The current strength of Board includes one Woman Director as required under applicable provisions.

### Confirmation and Certification:

On an annual basis, the Company obtains from each director, details of the Board and Board Committee position he/she occupies in other Companies, and the changes, if any, regarding their directorship. Based on the said declarations, as on 31<sup>st</sup> March, 2022, none of the Directors on the Board are Members of more than Ten (10) Committees or Chairman of more than Five (5) Committees across all the public companies in which they are Directors.

### Independent Directors:

In the opinion of the Board this is to confirm that the Independent Directors of the Company meet all the criteria mandated by SEBI LODR and the Companies Act, 2013 and are independent of the management. As per the declarations received from Independent Directors as on 31<sup>st</sup> March, 2022,

none of the Independent Directors serve as Independent Director of more than Seven (7) Listed Companies. Moreover, none of the Independent Directors hold positions as Whole-time Director of any listed Company.

The meeting of Independent Directors was held on 31<sup>st</sup> March, 2022, without the attendance of Non-Independent Directors and members of Management. All the Independent Directors were present at the said meeting wherein they: –

- (i) reviewed the performance of Non-Independent Directors and the Board as a whole;
- (ii) reviewed the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors;
- (iii) assessed the quality, quantity and timeliness of flow of information between the Company's Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

During the year under review, none of the Independent Directors resigned from the Company.

### Familiarisation Programmes:

The Company has formulated a policy to familiarise the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programmes. The details of such familiarisation programmes are disclosed on the website of the Company and the web link for the same is <https://ganeshhousing.com/assets/main/pdf/corporate-governance/policies/ghcl-familiarisation-programme-of-ids.pdf>.

Directors visit to the Company's ongoing project site are arranged periodically to have a better insight of the construction processes, progress and knowledge sharing of Pre-Cast technology used by the Company. This enables the Directors to get a deep understanding of the performance of the Company.

### Succession Planning:

In view of the provisions enshrined in SEBI LODR, your Board of Directors have, through Nomination and Remuneration Committee, chalked out plans for orderly succession of Directors, Key Managerial Personnel and Senior Management so that future operations of the Company are carried out smoothly.



### Board Meetings:

During the financial year 2021-2022, the Board of Directors met for Thirteen (13) times viz. 2<sup>nd</sup> April, 2021, 17<sup>th</sup> May, 2021, 31<sup>st</sup> May, 2021, 22<sup>nd</sup> June, 2021, 15<sup>th</sup> July, 2021, 21<sup>st</sup> September, 2021, 14<sup>th</sup> October, 2021, 28<sup>th</sup> October, 2021, 11<sup>th</sup> January, 2022, 3<sup>rd</sup> February, 2022, 9<sup>th</sup> February, 2022, 5<sup>th</sup> March, 2022 and 25<sup>th</sup> March, 2022.

The procedures with respect to Board Meetings and the Meetings of the Committees thereof are in compliance with the requirements of the Companies Act, 2013, SEBI LODR, Secretarial Standard on Meetings of Board of Directors (SS-1) and other applicable laws and regulations.

### Composition of the Board and Directorship held as on 31<sup>st</sup> March, 2022:

The names and categories of the directors on the Board, their attendance at Board Meetings held during the year

under review and at the last Annual General Meeting ("AGM"), name of other listed entities in which the Director is a director and the number of Directorships and Committee Chairmanships/Memberships held by them in other public limited companies as on 31<sup>st</sup> March, 2022 are given herein below. Other directorships do not include directorships of private limited companies, foreign companies and companies registered under Section 8 of the Act. Further, none of them is a member of more than ten committees or chairman of more than five committees across all the public limited companies in which he/she is a director. For the purpose of determination of limit of the Board Committees, chairpersonship and membership of the Audit Committee and Stakeholders' Relationship Committee has been considered as per Regulation 26(1)(b) of SEBI LODR.

Name of Director	Category/ Nature of Directorship	Attendance Particulars		Number of Directorships in other Public Companies <sup>#</sup>	Committee Membership/ Chairmanship of other Companies		No. of Shares held in the Company along with (%) of the paid up Capital	Directorship held in other listed Companies	Inter-se relationship
		Board Meeting	Last AGM		Member	Chairman			
Mr. Dipakkumar G. Patel	Chairman & Whole-time Director	13 of 13	Yes	3	1	--	27608752 (33.11%)	Not Applicable	Father of Aneri D. Patel and Brother of Shekhar G. Patel
Mr. Shekhar G. Patel	Managing Director	13 of 13	Yes	3	--	2	29156662 (34.97%)	Not Applicable	Brother of Dipakkumar G. Patel and Uncle of Aneri D. Patel
Ms. Aneri D. Patel	Non-executive Director	8 of 13	Yes	--	--	--	200000 (0.24%)	Not Applicable	Daughter of Dipakkumar G. Patel and Niece of Shekhar G. Patel
Dr. Bharat J. Patel	Independent Director	13 of 13	Yes	1	--	--	0	Not Applicable	---
Dr. Tarang M. Desai	Independent Director	11 of 13	Yes	2	2	--	0	Independent Director in Sadbhav Engineering Limited	---
Mr. Ashish H. Modi	Independent Director	13 of 13	Yes	4	3	--	0	Independent Director in Vadilal Enterprises Limited and Vadilal Chemicals Limited	---

The Company has not issued any convertible instruments.

<sup>#</sup> Public companies includes private companies which are subsidiaries of public company.



### Skills/expertise/ competencies of Board of Directors:

The Members of the Board are committed to ensuring that the Board is in compliance with the highest standards of Corporate Governance. The table below summarises the key skills, expertise, competencies and attributes which are taken into consideration by the Nomination and Remuneration Committee while recommending appointment of Directors to the Board.

	DGP	SGP	ADP	BJP	TMD	AHM
Leadership & Strategic Planning	√	√	√	√	√	√
Knowledge	√	√	√	√	√	√
Corporate Governance	√	√	√	√	√	√
Financial	√	√	√			√
Legal & Regulatory Expertise	√	√	√			

Note: DGP – Mr. Dipakkumar G. Patel, SGP – Mr. Shekhar G. Patel, ADP – Ms. Aneri Dipakkumar Patel, BJP – Dr. Bharat Jayantilal Patel, TMD – Dr. Tarang Madhukar Desai, AHM - Mr. Ashish Harishkumar Modi

### Board Committees:

The terms of reference of Board Committees are determined by the Board from time to time. Presently the Company has Five (5) committees i.e. Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee. All the decisions pertaining to the constitution of the Committees, appointment of members, and fixing of terms of reference for committee members are taken by the Board of Directors. Details on the role and composition of these committees, including the number of meetings held during the financial year and the related attendance, are provided in detailed hereinafter.

There were no instances during the financial year 2021-2022, wherein the Board had not accepted recommendations made by any committee of the Board.

## 3. AUDIT COMMITTEE

The purpose of the Committee is to assist the Board in fulfilling its overall responsibilities of monitoring financial reporting processes, reviewing the Company's established systems and processes for internal financial controls, governance and reviewing the Company's statutory and internal audit activities. The Committee carries out its functions as per the powers and roles given under Regulation 18 of SEBI LODR read with Part C of Schedule II and Companies Act, 2013.

### a. Powers of Committee:

The Committee-

- (1) May call for comments of auditors about internal control system, scope of audit, including observations of auditors and review of financial statement before their submission to board;
- (2) May discuss any related issues with internal and statutory auditors and management of the Company;

- (3) To investigate into any matter in relation to above items or referred to it by Board;
- (4) To obtain legal or professional advice from external sources and have full access to information contained in the records of the Company;
- (5) To seek information from any employee;
- (6) To secure attendance of outsiders with relevant expertise, if it considers necessary;
- (7) Any other power as may be delegated to the Committee by way of operation of law.

### b. Terms of Reference of Committee:

- (1) Review and monitor the auditors' independence and performance, and effectiveness of audit process;
- (2) Examination of the financial statement and auditors' report thereon;
- (3) Approval or any subsequent modification of transactions of the Company with related parties'
- (4) Scrutiny of inter-corporate loans and investment;
- (5) Valuation of undertakings or assets of the Company, wherever it is necessary;
- (6) Evaluation of internal financial controls and risk management systems;
- (7) Monitoring the end use of funds raised through public offers and related matters
- (8) Any other matters as prescribed by law from time to time.

### c. Role of Committee:

The role of the Audit Committee shall include the following:

- (1) Oversight of the Company's financial reporting process and the disclosure of its financial

information to ensure that the financial statement is correct, sufficient and credible;

- (2) Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
- (3) Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- (4) Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
  - Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013;
  - Changes, if any, in accounting policies and practices and reasons for the same;
  - Major accounting entries involving estimates based on the exercise of judgment by management;
  - Significant adjustments made in the financial statements arising out of audit findings;
  - Compliance with listing and other legal requirements relating to financial statements;
  - Disclosure of any related party transactions;
  - Qualifications in the draft audit report.
- (5) Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- (6) Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- (7) Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- (8) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- (9) Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit

department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

- (10) Discussion with internal auditors of any significant findings and follow up there on;
- (11) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- (12) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- (13) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- (14) To review the functioning of the Whistle Blower mechanism (i.e. Vigil Mechanism);
- (15) Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
- (16) To review the utilization of loans and/or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans/advances/investments existing as on date of coming into force of this provision.
- (17) To consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc; on the Company and its shareholders.
- (18) Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

**d. Review of Information by the Committee:**

The Audit Committee shall mandatorily review the following information:

- (1) Management discussion and analysis of financial condition and results of operations;
- (2) Management letters/ letters of internal control weaknesses issued by the statutory auditors;
- (3) Internal audit reports relating to internal control weaknesses; and



- (4) The appointment, removal and terms of remuneration of the internal auditor shall be subject to review by the Audit Committee.
- (5) Statement of deviations:
- (a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32 (1) (b) Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/ notice in terms of Regulation 32 (7).
- (6) The Company shall provide the following information, for review of the audit committee for approval of a proposed RPT:
- a) Type, material terms and particulars of the proposed transaction;
- b) Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);
- c) Tenure of the proposed transaction (particular tenure shall be specified);
- d) Value of the proposed transaction;
- e) The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided);
- f) If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:
- (i) details of the source of funds in connection with the proposed transaction;
- (ii) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments,
- nature of indebtedness;
  - cost of funds; and
  - tenure;
- (iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and
- (iv) the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.
- g) Justification as to why the RPT is in the interest of the listed entity;
- h) A copy of the valuation or other external party report, if any such report has been relied upon;
- i) Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis
- j) Any other information that may be relevant.
- (7) The audit committee shall also review the status of long-term (more than one year) or recurring RPTs on an annual basis.

#### **Composition of Committee, Meeting and Attendance of each Member at Meetings:**

During the Year under review, the Committee met Five (5) times viz. 31<sup>st</sup> May, 2021; 15<sup>th</sup> July, 2021; 14<sup>th</sup> October, 2021; 11<sup>th</sup> January, 2022 and 5<sup>th</sup> March, 2022.

The names of the members of the Audit Committee, and its Chairman, and details of meetings attended by them during the year are stated hereunder:

Name	Category	Position	Meetings	
			Held	Attended
Mr. Ashish H. Modi	Independent and Non-Executive Director	Chairman	5	5
Dr. Tarang M. Desai	Independent and Non-Executive Director	Member	5	5
Mr. Shekhar G. Patel	Managing Director	Member	5	5
Dr. Bharat J. Patel	Independent and Non-Executive Director	Member	5	5

The Company Secretary of the Company acted as a Secretary to the Committee. The Constitution of the Audit Committee is in line with the provisions of Section 177 of the Companies Act, 2013 read with Regulation 18 of the SEBI LODR.

#### 4. NOMINATION AND REMUNERATION COMMITTEE:

The role of Committee is as prescribed under Regulation 19 of SEBI LODR read with Part D of Schedule II. The Remuneration Policy and criteria for evaluation of Independent Directors and Board is available on the website of the Company viz.

<https://ganeshhousing.com/assets/main/pdf/corporate-governance/policies/nomination-and-remuneration-policy.pdf>.

##### Terms of reference:

The terms of reference is as under:

- (1) Identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down;
- (2) Recommend to Board their appointment and removal;
- (3) Formulation of criteria for evaluation of Independent Directors and the Board;
- (4) Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors
- (5) Shall specify the manner for effective evaluation of every performance of Board, its Committee and individual directors to be carried out either by Board, by Nomination and Remuneration Committee or by independent external agency and review its implementation and compliance;
- (6) Formulate criteria for determining qualifications, positive attributes and independence of a director and recommend the Board, a Policy, relating to the remuneration for the directors, KMP and other employees;
- (7) For every appointment of an independent director, the Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
  - (a) Use the services of an external agencies, if required;
  - (b) consider candidates from a wide range of backgrounds, having due regard to diversity; and
  - (c) consider the time commitments of the candidates.
- (8) Devising a policy on diversity of Board of Directors;
- (9) Recommend to the board, all remuneration, in whatever form, payment to senior management.

Explanation: Senior Management means personnel who are members of the core management team excluding BOD comprising all members of management one level below the executive directors, including functional heads.

##### Composition of Committee, Meeting and Attendance of each Member at Meetings:

The Board of Directors of the Company reconstituted the said Committee at its meeting held on 5<sup>th</sup> April, 2022 by appointing new member Dr. Bharat J. Patel, Independent and Non-executive Director of the Company.

During the year under review, the Committee met twice viz. 17<sup>th</sup> May, 2021 and 15<sup>th</sup> July, 2021.

The names of the members of the Committee, its Chairman and the details of meetings attended by them are stated hereunder:

Name	Category	Position	Meetings	
			Held	Attended
Mr. Ashish H. Modi	Independent and Non-Executive Director	Chairman	2	2
Dr. Tarang M. Desai	Independent and Non-Executive Director	Member	2	2
Ms. Aneri D. Patel	Promoter and Non-Executive Director	Member	2	2

##### Performance Evaluation criteria for Independent Directors:

The Nomination and Remuneration Committee has devised criteria for evaluation of the performance of the Independent Directors and the same forms part of Directors' Report. The said criteria provide certain parameters like preparedness on the issue/ matters to be discussed, meaningful and constructive contribution and inputs in meetings, etc., which is in compliance with applicable laws, regulations and guidelines.





### Remuneration of Directors:

The remuneration paid to the Executive Directors viz. Managing Director and Whole-time Director of the Company is recommended by Nomination and Remuneration Committee and approved by the Board of Directors as well as the Shareholders of the Company. The remuneration of the Executive Directors has two components: fixed pay and variable pay. While the fixed pay is paid to the Directors on monthly basis, variable pay includes Commission payable to executive directors, if any, which is based on Net Profit of the Company as calculated under Section 198 of Companies Act, 2013 read with Schedule V to the Act.

The details of remuneration and perquisites paid to managerial personnel for the Financial Year 2021-2022 are given below:

Name of Director	Remuneration (p.a.) (₹ in Lakh)	Commission	Perquisites (p.a.) (₹ in Lakh)	Tenure
Mr. Dipakkumar G. Patel Whole-time Director	30.00	--	1.64	5 years (Mr. Dipakkumar G. Patel was re-appointed as Whole-time Director of the Company w.e.f. 1 <sup>st</sup> October, 2017 up to 30 <sup>th</sup> September, 2022 which was approved by the Members at its meeting held on 27 <sup>th</sup> September, 2017)
Mr. Shekhar G. Patel Managing Director	30.00	--	2.34	5 years (Mr. Shekhar G. Patel was re-appointed as Managing Director of the Company w.e.f. 1 <sup>st</sup> July, 2019 up to 30 <sup>th</sup> June, 2024 which was approved by the members at its meeting held on 14 <sup>th</sup> September, 2019)

In terms of approval granted by the shareholders of the Company at the 28<sup>th</sup> AGM held on 14<sup>th</sup> September, 2019, Mr. Shekhar G. Patel is entitled to a remuneration of ₹ 10,00,000/- p.m. plus perquisites and allowances for a period from 1<sup>st</sup> July, 2019 to 30<sup>th</sup> June, 2022 and Mr. Dipakkumar G. Patel is entitled to a remuneration of ₹ 10,00,000/- p.m. plus perquisites and allowances for a period from 1<sup>st</sup> April, 2019 to 31<sup>st</sup> March, 2022.

Further, at the Extra Ordinary General Meeting of the members of the Company held on 31<sup>st</sup> March, 2022, approved the remuneration of ₹ 10,00,000/- p.m. plus perquisites and allowances each to Mr. Shekhar G Patel for a period from 1<sup>st</sup> July, 2022 to 30<sup>th</sup> June, 2024 and Mr. Dipakkumar G. Patel for a period from 1<sup>st</sup> April, 2022 to 30<sup>th</sup> September, 2022.

Further, during the financial year under review, in view of the inadequate profits both the managerial personnel have waived the receipt of salary from 1<sup>st</sup> April, 2021 to 31<sup>st</sup> December, 2021.

Further, according to the terms of appointment the above-mentioned Directors are entitled to commission of 1% on the net profits of the Company calculated as per the provisions of Sections 197 and 198 of the Companies Act, 2013. During the year under review, no commission was paid to the Directors.

Apart from sitting fees, non-executive directors do not receive any other remuneration except in their professional capacity. Further, the non-executive directors are paid sitting fees within the limits as stipulated under Section 197 of Companies Act, 2013, for attending Board/Committee Meetings. Sitting Fees

paid to Directors does not require the approval of Shareholders and Central Government. During the year under review, non-executive directors were paid Sitting Fees as under:

Name of Directors	Amount (₹ in Lakh)
Ms. Aneri D. Patel	0.20
Dr. Bharat J. Patel	0.37
Dr. Tarang M. Desai	0.40
Mr. Ashish H. Modi	0.44
<b>Total</b>	<b>1.41</b>

The Company is not giving performance linked incentives to Directors. The Company is not executing Service Contracts with Managerial Personnel. Further, no stock options have been given to Directors.

The agreement/memorandum may be terminated by either party giving the other party six months' notice in writing or the Company paying six months salary in lieu thereof. Further, no stock options have been issued to Directors

### 5. STAKEHOLDERS RELATIONSHIP COMMITTEE:

The role of Stakeholders Relationship Committee has been specified as per Regulation 20 of SEBI LODR read with Part D of the Schedule II thereof.

#### Role/Terms of Reference:

- Resolved the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.;

- b. Review of measures taken for effective exercise of voting rights by shareholders;
- c. Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent;
- d. Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

#### Composition of Committee, Meetings and Attendance of each Member at Meetings:

The Board of Directors of the Company reconstituted the said Committee at its meeting held on 5<sup>th</sup> April, 2022 by appointing new member Mr. Dipakkumar G. Patel, Executive Director of the Company.

During the Year under review the Committee held Four (4) meetings viz. 22<sup>nd</sup> June, 2021; 30<sup>th</sup> September, 2021; 31<sup>st</sup> December, 2021 and 20<sup>th</sup> January, 2022. Further, the Committee consists of following:

Name	Category	Position	Meetings	
			Held	Attended
Mr. Ashish H. Modi	Independent and Non-Executive Director	Chairman	4	4
Dr. Tarang M. Desai	Independent and Non-Executive Director	Member	4	3
Mr. Shekhar G. Patel	Managing Director	Member	4	4

#### Name and Designation of Compliance Officer

During the year under review, there has been change in Compliance Officer. Ms. Priti Kapadia has resigned as Company Secretary and Compliance Officer w.e.f 20<sup>th</sup> July, 2021 and Ms. Jasmin Jani has been appointed as Company Secretary and Compliance Officer w.e.f 21<sup>st</sup> July, 2021.

#### Details of complaints received and redressed:

Number of complaints outstanding as on 01/04/2021	:	01
Number of complaints received from the investor from 01/04/2021 to 31/03/2022	:	39
Number of complaints solved to the satisfaction of the Investors as on 31/03/2022	:	36
Number of complaints pending as on 31/03/2022	:	04

## 6. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

As required under section 135 of the Companies Act, 2013 the Company has formed a Corporate Social Responsibility committee consisting of three (3) members.

#### Terms of Reference:

- a. formulate and recommend to the Board, a Corporate Social Responsibility Policy as per the contents provided under Companies (Corporate Social Responsibility) Rules, 2014 (as amended from time to time) which shall indicate the activities to be undertaken by the Company as specified in Schedule VII (as amended from time to time);
- b. recommend the amount of expenditure to be incurred on the activities; and
- c. monitor the Corporate Social Responsibility Policy of the Company from time to time.

#### Meeting and Attendance of each Member at Meetings:

The committee met Three (3) times during the financial year ended 31<sup>st</sup> March, 2022 viz. 17<sup>th</sup> May, 2021; 22<sup>nd</sup> June, 2021 and 15<sup>th</sup> March, 2022. The attendance record of the members at the meeting was as follows:

Name	Category	Position	Meetings	
			Held	Attended
Mr. Dipakkumar G. Patel	Chairman & Whole-time Director	Chairman	3	3
Mr. Shekhar G. Patel	Managing Director	Member	3	3
Dr. Tarang M. Desai	Independent and Non-Executive Director	Member	3	2

## 7. RISK MANAGEMENT COMMITTEE:

The Board of Directors of the Company has formed a Risk Management Committee to frame, implement and monitor the risk management plan for the Company.

**Role/Terms of Reference:**

- 1) To formulate a detailed risk management policy which shall include:
  - a) A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.
  - b) Measures for risk mitigation including systems and processes for internal control of identified risks.
  - c) Business continuity plan.
- 2) To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
- 3) To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
- 4) To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
- 5) To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;
- 6) The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.

Name	Category	Position	Meetings	
			Held	Attended
Mr. Dipakkumar G. Patel	Chairman & Whole-time Director	Chairman		
Mr. Shekhar G. Patel	Managing Director	Member		
Dr. Tarang M. Desai	Independent and Non-Executive Director	Member		N.A*
Mr. Ashish H. Modi	Independent and Non-Executive Director	Member		

\*As per Regulation 21 of the SEBI LODR your Company falls under the category of top 1000 listed companies based on the market capitalisation [(BSE Limited: 691) (National Stock Exchange of India Limited: 672)] as on 31<sup>st</sup> March, 2022. Accordingly, your Company has formed Risk Management Committee on 12<sup>th</sup> May, 2022. Accordingly, no meetings of the Committee held during the year under review.

**8. SUBSIDIARY COMPANIES:**

As on 31<sup>st</sup> March, 2022, the Company has Three (3) Subsidiary Companies viz. Madhukamal Infrastructures Private Limited (Formerly known as Essem Infra Private Limited), Gatil Properties Private Limited and Million Minds Techspace Private Limited out of which none is listed on any stock exchanges. Out of the said Subsidiaries, Madhukamal Infrastructures Private Limited (Formerly known as Essem Infra Private Limited), and Gatil Properties Private Limited are covered under the criteria of material non-listed Indian Subsidiary Company as defined under Regulation 16(1)(c) of SEBI LODR. Accordingly, Mr. Ashish H. Modi, Independent Director of the Company is on the Board of Directors of Madhukamal Infrastructures Private Limited (Formerly known as Essem Infra Private Limited) and Dr. Tarang M. Desai, Independent Director of the Company is on the Board of Gatil Properties Private Limited. the Company has formulated policy for determining 'material' subsidiaries which has been disclosed on the website of the Company. The web link of the policy is <https://ganeshhousing.com/assets/main/pdf/corporate-governance/policies/policy-on-material-subidiaries.pdf>.

Further, the financial statements of said Unlisted Subsidiary Companies were reviewed by the Audit Committee of the Company. the Company has neither disposed of any shares nor sold, disposed and lease any assets of material subsidiaries. The Minutes of the Meetings of Board of Directors of Subsidiary Companies have been regularly placed before the Board of the Company. A statement of all the significant transactions and arrangements, if any, entered into by the unlisted subsidiary companies were periodically brought to the attention of Board of Directors of the Company.

Further, the Company is in compliance with Regulation 24A of the SEBI LODR. the Company's unlisted material subsidiaries viz. Madhukamal Infrastructures Private Limited (Formerly known as Essem Infra Private Limited) and Gatil Properties Private Limited undergo Secretarial Audit. Copy of Secretarial Audit Reports of these subsidiaries is available on the website of the Company. The Secretarial Audit report of these subsidiaries does not contain any qualification, reservation or adverse remark or disclaimer.

## 9. GENERAL BODY MEETINGS:

Details of last three Annual General Meetings are as follows:

Year	Date	Time	Venue
2018-2019	14 <sup>th</sup> September, 2019	3.00 p.m.	Ganesh Corporate House, 100 feet Hebatpur-Thaltej Road, Nr. Sola Bridge, Off. S. G. Highway, Ahmedabad 380 054
2019-2020	30 <sup>th</sup> September, 2020	3.00 p.m.	Video conferencing/ other audio-visual means
2020-2021	30 <sup>th</sup> September, 2021	3.00 p.m.	Video conferencing/ other audio-visual means

### SPECIAL RESOLUTIONS

Eight (8) Special Resolutions were put through in the last three years' Annual General Meetings.

One (1) Extra Ordinary General Meeting was held during the financial year 2021-2022 on 31<sup>st</sup> March, 2022.

### POSTAL BALLOTS

One (1) Ordinary and one (1) Special Resolution were passed by way of declaration of results through postal ballot during the year 2021-2022 on 4<sup>th</sup> May, 2021. Mr. Jatin Parikh, Partner of J.M Parikh & Associates, Practicing Chartered Accountant, Ahmedabad were appointed as a Scrutiniser for conducting the postal ballot process in a fair and transparent manner. The details of voting pattern is as under:

Resolutions	Particulars of Votes Cast	Number of e-voting	Number of Shares	Percentage (%)	Results
<b>Resolution No. 1</b> As an Ordinary Resolution - Increase in Authorised Share Capital and consequent alteration to the Memorandum of Association of the Company	Total Votes	92	29786281	100.00	Approved by requisite majority
	Less : Invalid Votes	0	0	0	
	Votes cast in favour	89	29785890	100.00	
	Votes cast in against	3	391	0	
<b>Resolution No. 2</b> As a Special Resolution - Issue and allotment of equity shares on Preferential basis to the persons belonging to Promoter Group of the Company	Total Votes	92	29786281	100.00	Approved by requisite majority
	Less : Invalid Votes	0	0	0	
	Votes cast in favour	87	29784390	99.99	
	Votes cast in against	5	1891	0.01	

No Special Resolution proposed to be passed through Postal Ballot.

## 10. MEANS OF COMMUNICATION:

**Quarterly results** - The Company is intimating the quarterly results to the BSE Limited and National Stock Exchange of India Limited in accordance with the requirements of SEBI LODR through BSE Listing Centre (the "Listing Centre") and NSE Electronic Application Processing System (NEAPS) and NSE Digital Portal, as the case may be, respectively. Further, the Company is also making arrangements to publish the results in an English and Gujarati (vernacular) newspapers. the Company is also taking adequate steps to host the quarterly results on company's website immediately after dissemination of information to the stock exchanges.

**Newspapers** - The financial results of the Company are normally published in 'Financial Express (English)' and 'Financial Express (Gujarati)'.  
**Website** - The financial results are also displayed on the Company's website viz. [www.ganeshhousing.com](http://www.ganeshhousing.com). The Company also keeps on updating its website with other relevant information, as per statutory requirements.

The company updates official news releases, Earning calls and any presentations made to the institutional investors or analysts, by intimating Stock Exchanges and also publishing the same on its official website viz. [www.ganeshhousing.com](http://www.ganeshhousing.com).

## 11. GENERAL SHAREHOLDERS INFORMATION :

### a) Date, time and venue of 31<sup>st</sup> Annual General Meeting:

Friday, 5<sup>th</sup> August, 2022 at 03.00 p.m.

This meeting will be conducted through Video Conferencing/ Other Audio-Visual Means as directed by Ministry of Corporate Affairs. Hence, venue of the meeting is not mentioned.

### Date of Book Closure:

29<sup>th</sup> July, 2022 (Friday) to 4<sup>th</sup> August, 2022 (Thursday) (Both the days inclusive)


**b) Financial Year:**

1<sup>st</sup> April to 31<sup>st</sup> March

**c) Dividend Payment Date:**

During the year under review, Board has not recommended any dividend.

**d) Details of Stock Exchanges where listed:**

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001	National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051
Group: B Index : S&P BSE SmallCap	ISIN Equity shares NSDL/CDSL - INE460C01014

Listing fees for the financial year 2021-2022 have been paid to the aforesaid Stock Exchanges.

**e) Stock Code :**

BSE : 526367

NSE: GANESHHOUC

**f) Market Price Data & Performance in comparison to BSE Sensex and NSE Nifty:**

The Monthly high/low and the volume of the Company's shares traded on stock exchanges and the Monthly high /low of the said exchanges are as follows:

Month	Company			BSE	
	High (in ₹)	Low (in ₹)	Volume (Nos.)	Sensex (High)	Sensex (Low)
April, 2021	87.45	59.00	523300	50375.77	47204.50
May, 2021	75.90	57.10	149197	52013.22	48028.07
June, 2021	106.95	68.95	688939	53126.73	51450.58
July, 2021	133.55	90.90	262706	53290.81	51802.73
August, 2021	141.90	105.30	250047	57625.26	52804.08
September, 2021	183.85	124.60	585205	60412.32	57263.90
October, 2021	229.90	162.50	618035	62245.43	58551.14
November, 2021	243.50	197.00	379489	61036.56	56382.93
December, 2021	213.40	179.00	267277	59203.37	55132.68
January, 2022	228.00	176.85	213997	61475.15	56409.63
February, 2022	229.4	174.05	154489	59618.51	54383.20
March, 2022	298.1	189	450070	58890.92	52260.82

Month	Company			NSE	
	High (in ₹)	Low (in ₹)	Volume (Nos.)	Nifty 50 (High)	Nifty 50 (Low)
April, 2021	88	57.9	1994850	15044.35	14151.4
May, 2021	76	57.6	1140181	15606.35	14416.25
June, 2021	108.8	68.2	1915398	15915.65	15450.9
July, 2021	130.95	90.75	1442878	15962.25	15513.45
August, 2021	141.55	106	1717425	17153.5	15834.65
September, 2021	184.1	125.05	3781912	17947.65	17055.05
October, 2021	230	161.5	3552793	18604.45	17452.9
November, 2021	242.95	198.2	2108195	18210.15	16782.4
December, 2021	213.5	177.5	2021742	17639.5	16410.2
January, 2022	228	177.65	1147696	18350.95	16836.8
February, 2022	229.35	174	1605938	17794.6	16203.25
March, 2022	298.45	188.75	5511970	17559.8	15671.45



**g) Financial Calendar:**

(Tentative and subject to change for the financial year 2022-2023)

Quarter ending	Release of Results
30 <sup>th</sup> June, 2022	Second week of August, 2022
30 <sup>th</sup> September, 2022	Second week of November, 2022
31 <sup>st</sup> December, 2022	Second week of February, 2023
31 <sup>st</sup> March, 2023	End of May, 2023
Annual General Meeting for the year ending 31 <sup>st</sup> March, 2023	End of September, 2023

**h) Registrar and Transfer Agents:**

M/s. MCS Share Transfer Agent Limited, 101 Shatdal Complex, Opp. Bata Show Room, Ashram Road, Ahmedabad – 380 009, Tel. Nos. 079 - 26580461, 26580462, 26580463. E-mail: [mcsstaahmd@gmail.com](mailto:mcsstaahmd@gmail.com).

**i) Share Transfer System:**

In terms of Regulation 40(1) of SEBI LODR, as amended, securities can be transferred only in dematerialisation form w.e.f. 1<sup>st</sup> April, 2019, except in case of request received for transmission or transposition of securities. Members holding shares in physical form are requested to consider converting their holdings to dematerialised form. Transfer of shares in electronic form is effected by the depositories with no involvement of the Company.

**j) Distribution of shareholding (As on 31<sup>st</sup> March, 2022):**

**(a) On the basis of Nominal value of each Share held**

Range of No. of Equity Shares	No. of Shareholders	Percentage to total Shareholders	No. of shares held	Percentage to total shares held
Up to 500	13752	89.60	1241434	1.49
501-1000	653	4.25	517424	0.62
1001-2000	389	2.53	590988	0.71
2001-3000	151	0.98	381026	0.46
3001-4000	70	0.46	248891	0.30
4001-5000	47	0.31	218716	0.26
5001-10000	117	0.76	841280	1.00
10001 – 50000	117	0.76	2746946	3.29
50001 – 100000	10	0.07	747203	0.90
100001 – Above	43	0.28	75853182	90.97
<b>TOTAL</b>	<b>15349</b>	<b>100.00</b>	<b>83387090</b>	<b>100.00</b>

**(b) On the basis of Category**

Category	No. of shares held	Percentage to total shares held
Indian Promoters	60922084	73.06
MF/UTI	0	0.00
FIs/Banks	2700	0.00
FIs	556314	0.67
Corporate Bodies	4816590	5.78
HUF	657588	0.79
NRIs	926601	1.1
Indian Public	15319080	18.37
IEPF	186133	0.23
<b>TOTAL</b>	<b>83387090</b>	<b>100.00</b>

**k) Dematerialisation of Shares and Liquidity (as on 31<sup>st</sup> March, 2022):**

Electronic /Physical	No. of Shares	Percentage
NSDL	73457537	88.09
CDSL	9622313	11.54
Physical	307240	0.37
<b>Total</b>	<b>83387090</b>	<b>100.00</b>



83079850 equity shares were held in the dematerialised form as on 31<sup>st</sup> March, 2022, constituting 99.63% of the total paid up share capital. The shares are actively traded on BSE Limited and National Stock Exchange of India Limited.

Under the Depository System, the International Securities Identification Number (ISIN) allotted to the Company's shares is INE460C01014.

**l) Outstanding GDRs/ ADRs/Warrants or any Convertible instruments conversion date and likely impact on equity:**

The Company has not issued any GDRs/ ADRs/ Warrants or any Convertible instruments till date. Hence, there are no outstanding GDRs/ ADRs/ Warrants or any Convertible instruments.

**m) Plant Locations:**

The Company is engaged in Construction of Residential and Commercial Complexes. The Company does not have any plant or factory.

**n) Address for Correspondence:**

All enquiries, clarifications and Correspondence should be addressed to the Compliance Officer at the following address:

**Ms. Jasmin Jani,**

Company Secretary & Compliance Officer  
Ganesh Housing Corporation Limited  
Ganesh Corporate House,  
100 Feet Hebatpur – Thaltej Road, Near Sola Bridge,  
Off. S. G. Highway, Ahmedabad - 380 054  
Tel. No. +91 - 79 - 6160 8888  
E-mail: [secretarial@ganeshhousing.com](mailto:secretarial@ganeshhousing.com)

**o) Credit ratings and any revision thereto:**

The Company has not issued any listed debt instruments and does not have any fixed deposit programme or any scheme or proposal involving mobilisation of funds in India or abroad during the financial year ended 31<sup>st</sup> March, 2022. During the year under review the rating given by Brickwork Ratings India Private Limited for long-term borrowings of the Company was revised upwards from BWR B- (Negative) to BWR BB- (Negative to Stable Upgrade).

**12. OTHER DISCLOSURES**

**a) RELATED PARTY TRANSACTIONS**

During the year under review, the requisite approval of Board, Committee and/or members were obtained

as and when necessary. Also, there were no material related party contracts entered into by the Company during the year under review. Further, all transactions entered into with Related Parties during the financial year were in the ordinary course of business and on an arm's length pricing basis.

During the financial year 2021-2022, there was no materially significant related party transaction that may have potential conflict with the interests of the Company at large. For Related Party Transactions in terms of Regulation 23 of SEBI LODR, attention of members is drawn to the disclosure of transactions with the related parties set out in Notes to Accounts - Note No. 44, forming part of the Annual Report.

The Board has approved a policy for related party transactions which has been uploaded on the Company's website. The web link of the policy is <https://ganeshhousing.com/assets/main/pdf/corporate-governance/policies/policy-on-related-party-transaction.pdf>.

**b) Compliances**

There were neither any instances of non-compliance by the Company nor there were any penalties or strictures imposed on the Company by the Stock Exchange/(s) or SEBI or any statutory authority, on any matter related to Capital Markets, during the last three years.

**c) Vigil Mechanism/Whistle Blower Policy**

The Company has established a Vigil Mechanism/ Whistle Blower Policy for directors and employees to report concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or ethic policy. The said mechanism also provides for adequate safeguards against victimisation of director(s) / Employee(s) who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases. The details of establishment of such mechanism have been disclosed in the Board's Report. Further, the Policy on Vigil Mechanism / Whistle Blower Policy is available on the website of the Company on the web-link <https://ganeshhousing.com/assets/main/pdf/corporate-governance/policies/vigil-mechanism.pdf>. It is affirmed that no personnel has been denied access to Audit Committee during the financial year 2021-22.

**d) Details of Compliance with mandatory requirements and adoption of non-mandatory requirements**

The Company has complied with the applicable mandatory requirements as specified under Regulation

15 of SEBI LODR. The Company has adopted following non-mandatory requirements as prescribed under Regulation 27(1) read with Part E of Schedule II of the SEBI LODR.

**The Board:** Since the Company does not have a non-executive chairman it does not maintain such office.

**Shareholders Rights:** The quarterly and half-yearly financial results are published in widely circulated dailies and also displayed on Company's website viz. [www.ganeshhousing.com](http://www.ganeshhousing.com). Hence, these are not individually sent to the Shareholders.

**Modified Opinion(s) in audit report:** There is no modified opinion given in the Auditors' Report on Financial Statements.

**Reporting of Internal Auditor:** The internal auditor directly reports to audit committee.

**e) Proceeds from public issues, rights issues, preferential issues etc.**

During the year under review, the Company has not raised any proceeds from public issue, right issue, qualified institutional placement etc.

During the year under review the Company has raised funds of ₹ 14,26,80,000/- through preferential allotment and the funds has been fully utilized as per original allocation. Proceeds has been utilized to meet funding requirements for the growth in the business, general corporate purposes and the working capital requirements.

**i) Loans and Advances in which Directors are interested**

The details of loans and advances provided by the Company and its subsidiaries in which directors are interested are as under:

Sr. No	Loans and Advances provided by	Loans and Advances Provided to	Amount (₹ in Lakhs)
1	Ganesh Housing Corporation Limited	Gatil Properties Private Limited	20792.23
2	Ganesh Housing Corporation Limited	Madhukamal Infrastructure Private Limited	4398.57
3	Ganesh Housing Corporation Limited	Mahavir (Thaltej) Complex Private Limited	1.50
4	Ganesh Housing Corporation Limited	Maheshwari (Thaltej) Complex Private Limited	1270.43
5	Ganesh Housing Corporation Limited	Million Minds Techspace Private Limited	1.00
6	Ganesh Housing Corporation Limited	Shaily Infrastructure Private Limited	6.63
7	Ganesh Housing Corporation Limited	Ganeshsagar Infrastructure Private Limited	2.69
8	Ganesh Housing Corporation Limited	Starnet Real Estate Development Limited	273.9
9	Madhukamal Infrastructure Private Limited	Gatil Properties Private Limited	3.43

**f) Certificate from company secretary in practice**

The Company has obtained a Certificate as required under part C of Schedule V of SEBI LODR from Mr. Anand Lavingia (CP No. 11410), Company Secretary in Practice, confirming that none of the directors of the Company have been debarred or disqualified from being appointed or continuing as a Directors of Companies by the Securities and Exchange Board of India and Ministry of Corporate Affairs or such authority and the same was placed before the Board of Directors at their meeting held on 12<sup>th</sup> May, 2022 which forms part of this report as **Annexure-I**.

**g) Total fees paid to Statutory Auditors of the Company**

Total fees of ₹ 2,01,000/- (Rupees Two Lakh One Thousand only) plus GST for financial year 2021-2022, for all services, was paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part.

**h) Disclosure relating to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**

The Company has in place an effective mechanism for dealing with complaints relating to sexual harassment at workplace. The details relating to the number of complaints received and disposed of during the financial year 2021-2022 are prescribed under Board's Report forming part of this Annual Report.



**j) CODE OF CONDUCT FOR THE BOARD OF DIRECTORS AND SENIOR MANAGEMENT PERSONNEL:**

In terms of Regulation 17(5) of SEBI LODR, the Board has adopted the Code of Conduct for the Board of Directors and Senior Management Personnel of the Company. The compliance of the said code has been affirmed by them annually. The Code of Conduct also includes the duties of Independent Directors. A copy of the Code has been put up on the Company's website [www.ganeshhousing.com](http://www.ganeshhousing.com). A declaration signed by the Managing Director of the Company is as under:

**DECLARATION ON CODE OF CONDUCT**

This is to declare that the Company has adopted a Code of Conduct for its Board Members and the Senior Management Personnel and the same is available on the Company's website.

I confirm that the Company has in respect of the Financial Year ended 31<sup>st</sup> March, 2022, received a declaration of compliance with the Code of Conduct from the SENIOR MANAGEMENT PERSONNEL of the Company and the members of the Board.

**Shekhar G. Patel**  
Managing Director  
(DIN: 00005091)

Ahmedabad, 12<sup>th</sup> May, 2022

**k) Compliance Certificate of the Practicing Company Secretary**

A Certificate from the Practicing Company Secretary, Ahmedabad as stipulated under Regulation 34 read with Schedule V of the SEBI LODR, is attached to this Report as **Annexure-II**.

**l) Website**

The Company ensures dissemination of applicable information under Regulation 46(2) of the SEBI LODR on the Company's website viz. [www.ganeshhousing.com](http://www.ganeshhousing.com). A separate section on 'Investors' on the website contains details relating to the financial results declared by the Company, annual reports, code and policies adopted under SEBI LODR, presentations made by the Company to investors, shareholding patterns and such other material information which is relevant to shareholders.

**m) Prevention of Insider Trading**

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company as per the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

**13. DISCLOSURE**

**(a) Disclosure of Compliance with Corporate Governance requirements under Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C and D of Schedule V**

All relevant regulations have been complied except Regulation 21 and Regulation 25(6) which are not applicable to the Company.

**(b) Risk Management**

Business risk evaluation and management is an ongoing process within the Company. During the year under review, the Management reviewed the risk management and minimisation procedure adopted by the Company covering the business operations of the Company.

**(c) CEO/ CFO Certification**

In terms of Regulation 17(8) read with part B of Schedule II of SEBI LODR, the Certification by CEO and CFO has been obtained and the said certification has been placed before the Board Members of the Company for perusal.

**(d) Accounting treatment**

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

(refer Regulation 34(3) and Schedule V Para C Clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,  
The Members of  
**GANESH HOUSING CORPORATION LIMITED**  
Ganesh Corporate House,  
100 Feet Hebatpur – Thaltej Road,  
Near Sola Bridge, Off. S.G. Highway,  
Ahmedabad – 380 054

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Ganesh Housing Corporation Limited (CIN: L45200GJ1991PLC015817) and having registered office at Ganesh Corporate House, 100 Feet Hebatpur – Thaltej Road, Near Sola Bridge, Off. S.G. Highway, Ahmedabad – 380 054 (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 Sub 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 March 31, 2022 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.

Sr. No.	Name of Directors	Director Identification Number	Date of Appointment in the Company*
1.	Mr. Dipakkumar Govindbhai Patel	00004766	June 13, 1991
2.	Mr. Shekhar Govindbhai Patel	00005091	July 1, 2009
3.	Ms. Aneri Dipakkumar Patel	06587573	April 17, 2015
4.	Mr. Tarang Madhukar Desai	00005100	October 1, 2002
5.	Mr. Bharat Jayantilal Patel	00944269	July 5, 1993
6.	Mr. Ashish Harishkumar Modi	02506019	January 28, 2009

\* As per website of Ministry of Corporate Affairs.

It shall be noted 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.

**Place:** Ahmedabad  
**Date:** 12/05/2022

**Signature:**  
**Name of Practicing Company Secretary:** Anand Lavingia  
**ACS No.:** 26458 **C P No.:** 11410  
**Peer Review Certificate Number:** 1589/2021  
**UDIN:** A026458D000307475



## **CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE**

(Refer Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,  
The Members,  
**GANESH HOUSING CORPORATION LIMITED**  
Ganesh Corporate House, 100 Feet Hebatpur – Thaltej Road,  
Near Sola Bridge, Off. S.G. Highway,  
Ahmedabad – 380 054

The Corporate Governance Report prepared by Ganesh Housing Corporation Limited (“the Company”), contains details as specified in Regulations 17 to 27, Sub-Regulation (2) of Regulation 46 and para C, D and E of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“the Listing Regulations”), to the extent applicable, with respect to Corporate Governance for the year ended March 31, 2022. This report is required by the Company for submission to the Shareholders of the Company.

### **Management’s Responsibility**

The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.

The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

### **Auditor’s Responsibility**

My responsibility is to provide a reasonable assurance in the form of an opinion whether the Company has complied with the condition of Corporate Governance, as stipulated in the Listing Regulations.

The procedures selected depend on the auditor’s judgment, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. The procedures includes but not limited to verification of secretarial records and financial information of the Company and obtained necessary representations and declarations from directors including independent directors of the Company.

The procedures also include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, my scope of work under this report did not involve me performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

### **Opinion**

Based on the procedures performed by me as referred above and according to the information and explanations given to me, I am of the opinion that the Company has complied with all the mandatory requirements of Corporate Governance as specified in Regulations 17 to 27, Sub-Regulation (2) of Regulation 46 and para C, D and E of Schedule V to the extent applicable to the Company, during the period covering financial year 2021-22.

As regards Discretionary Requirements specified in Part E of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has complied with items C and E.

### **Other Matters and Restriction on use**

This report 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.

This report is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing. I have no responsibility to update this report for events and circumstances occurring after the date of this report.

**Signature:**

**Name of Practicing Company Secretary:** Anand Lavingia

**ACS No.:** 26458 **C P No.:** 11410

**Peer Review Certificate Number:** 1589/2021

**UDIN:** A026458D000307486

**Place:** Ahmedabad

**Date:** 12/05/2022

# SECRETARIAL AUDIT REPORT

Form No. MR-3

For the financial year ended 31<sup>st</sup> March, 2022

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members,  
**GANESH HOUSING CORPORATION LIMITED**  
Ganesh Corporate House, 100 Feet Hebatpur – Thaltej Road,  
Near Sola Bridge, Off. S.G. Highway, Ahmedabad – 380 054

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **GANESH HOUSING CORPORATION LIMITED** (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my 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, I hereby report that in my opinion read with Annexure - I forming part of this report, the Company has, during the audit period covering the financial year ended on March 31, 2022, 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.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2022 according to the provisions of:

- i. The Companies Act, 2013 ('the Act') and the rules made there under as applicable;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and circulars/ guidelines/Amendments issued there under;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and circulars/ guidelines/Amendments issued there under;

- c) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
  - d) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and circulars/ guidelines/Amendments issued there under;
  - e) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars/ guidelines/Amendments issued there under; and
- v. Revised Secretarial Standards issued by the Institute of Company Secretaries of India.

During the period under review, the Company has complied with the provisions of the Act, Rules made there under, Regulations, Guidelines etc. mentioned above.

Further company being engaged in the business of Construction, there are few specific applicable acts/rules to the Company, which requires approvals or compliances under the respective acts/rules, as list out in the **Annexure II**. We have relied on the representation made by the Company and its officers for system and mechanism framed by the Company for compliances of the said specific acts/rules.

During the Period under review, provisions of the following Acts, Rules, Regulations and Standards were not applicable to the Company,

- i. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 and circulars/ guidelines/Amendments issued there under;
- ii. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (*erstwhile Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009*) and circulars/ guidelines/Amendments issued there under;
- iii. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and circulars/ guidelines/Amendments issued there under;
- iv. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021



(erstwhile Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014) and circulars/ guidelines/ Amendments issued there under;

- v. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 and circulars/ guidelines/ Amendments issued there under; and
- vi. The Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.

**I further report that –**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Director. There was no change in the Board of Directors except retirement of Director on rotation basis which was carried out in compliance with the provision of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

**I further report that –**

There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**I further report that –**

- ◆ The Company has increased its (1) authorized capital from ₹ 50,00,00,000/ (Rupees Fifty Crores Only) divided into 5,00,00,000 (Five Crores) equity shares of ₹ 10/- (Rupees Ten Only) each to ₹ 70,00,00,000/- (Rupees Seventy Crores Only) divided into 7,00,00,000 (Seven Crores) equity shares of ₹ 10/- (Rupees Ten Only) each by passing Special Resolution by the Members through Postal Ballot on May 4, 2021; and (2) authorized capital from ₹ 70,00,00,000/- (Rupees Seventy Crores Only) divided into 7,00,00,000 (Seven Crores) equity shares of ₹ 10/- (Rupees Ten Only) each to ₹ 1,00,00,00,000/- (Rupees Hundred Crores Only) divided into 10,00,00,000 (Ten Crores) equity shares of ₹ 10/- (Rupees Ten Only) each vide order passed by Hon'ble National Company Law Tribunal, Ahmedabad Bench in the matter of Scheme of Amalgamation

of Sulabh Realty Private Limited, Malvika Estate Private Limited and Gitanjali Infrastructure Private Limited with Ganesh Housing Corporation Limited and (3) authorized capital from ₹ 1,00,00,00,000/- (Rupees Hundred Crores Only) divided into 10,00,00,000 (Ten Crores) equity shares of ₹ 10/- (Rupees Ten Only) each to ₹ 1,00,03,00,000/- (Rupees Hundred Crores Three Lakh Only) divided into 10,00,30,000 (Ten Crores Thirty Thousands) equity shares of ₹ 10/- (Rupees Ten Only) each, up on the Scheme became effective, pursuant to transfer of Authorized Capital of Transferor Companies in to the Company, vide order passed by Hon'ble National Company Law Tribunal, Ahmedabad Bench in the matter of Scheme of Amalgamation of Sulabh Realty Private Limited, Malvika Estate Private Limited and Gitanjali Infrastructure Private Limited with Ganesh Housing Corporation Limited;

- ◆ The Company has issued and allotted 2460000 Equity Shares of ₹ 10/- (Rupees Ten Only) each at a price of ₹ 58/- (Rupees Fifty Eight only) (including premium of ₹ 48/- (Rupees Forty Eight Only) per Equity Share), aggregating to ₹ 14,26,80,000 (Rupees Fourteen Crores Twenty Six Lakhs Eighty Thousand Only) to the members of Promoter Group of the Company on a preferential basis;
- ◆ The Company has issued and allotted 31700000 (Three Crores Seventeen Lakhs) fully paid-up equity shares of face value ₹ 10/- (Rupees Ten Only) each at a premium of ₹ 54.01/- (Rupees Fifty Four and One Paise) per Equity Share, to eligible shareholders of Sulabh Realty Private Limited ("First Transferor Company") in the ratio of 7610000 equity shares of the Company against 10000 equity share held in First Transferor Company and Malvika Estate Private Limited ("Second Transferor Company") in the ratio of 13440000 equity shares of the Company against 10000 equity share held in Second Transferor Company and Gitanjali Infrastructure Private Limited ("Third Transferor Company") in the ratio of 10650000 equity shares of the Company against 10000 equity share held in Third Transferor Company;
- ◆ The Company has taken approval of Material Related Party Transactions, within the meaning of companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to be entered by the Company with few related parties; and
- ◆ The Company has obtained necessary approval / registration under the Real Estate (Regulation and Development) Act, 2016 and the Gujarat Real Estate (Regulation and Development) General Rules, 2017 for its new project "Malabar Exotica" located at Moje Village: Tragad, Ta: Ghatlodiya, Dist: Ahmedabad.

**Signature:**

**Name of Practicing Company Secretary:** Anand Lavingia

**ACS No.:** 26458 **C P No.:** 11410

**Peer Review Certificate Number:** 1589/2021

**UDIN:** A026458D000307442

**Place:** Ahmedabad

**Date:** 12/05/2022

**Note:** This Report is to be read with **Annexure I** and my letter of even date which is annexed as **Annexure II** and both Annexure form integral part of this report.

To,  
The Members,  
**GANESH HOUSING CORPORATION LIMITED**  
Ganesh Corporate House, 100 Feet Hebatpur – Thaltej Road,  
Near Sola Bridge, Off. S.G. Highway,  
Ahmedabad – 380 054

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis, on the records and documents provided by the Management of the Company, to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices followed by me provide a reasonable basis for my opinion.
3. In respect of laws, rules and regulations other than those specifically mentioned in my report above, I have limited my review, analysis and reporting up to process and system adopted by the Company for compliance with the same and have not verified detailed compliance, submissions, reporting under such laws etc. nor verified correctness and appropriateness thereof including financial records and books of accounts of the Company.
4. Wherever required, I 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 and its proper and adequate presentation and submission in prescribed formats is the responsibility of management. My examination was limited to the verification of procedures on test basis and not its one to one contents.
6. The Secretarial Audit report is neither an assurance as to compliance in totality or the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**Signature:**

**Name of Practicing Company Secretary:** Anand Lavingia

**ACS No.:** 26458 **C P No.:** 11410

**Peer Review Certificate Number:** 1589/2021

**UDIN:** A026458D000307442

**Place:** Ahmedabad

**Date:** 12/05/2022

**List of major Specific Acts/Rules applicable to the Company**

1. The Gujarat Town Planning and Urban Development Act, 1976
2. The Special Economic Zones Act, 2005
3. The Gujarat Special Economic Zone Act, 2004
4. The Environment (Protection) Act, 1986
5. The Gujarat Land Revenue Code, 1879
6. The Gujarat Tenancy & Agricultural Lands Act, 1948
7. The Registration Act, 1908
8. The Indian Stamp Act, 1899
9. The Transfer of Property Act, 1882
10. The Gujarat Stamp Act, 1958
11. The Gujarat Ownership Flats Act, 1973
12. The Indian Contract Act, 1872
13. The Contract Labour (Regulation and Abolition) Act, 1970
14. The Gujarat Shops and Establishments Act, 1948
15. The Building and other construction worker (Regulation of Employment and Conditions of Services) Act, 1996
16. The Real Estate (Regulation and Development) Act, 2016
17. The Gujarat Real Estate (Regulation and Development) General Rules, 2017

**Place:** Ahmedabad

**Date:** 12/05/2022

**Signature:**

**Name of Practicing Company Secretary:** Anand Lavingia

**ACS No.:** 26458 **C P No.:** 11410

**Peer Review Certificate Number:** 1589/2021

**UDIN:** A026458D000307442



## ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

**1. A BRIEF OUTLINE OF THE COMPANY’S CSR POLICY, INCLUDING OVERVIEW OF PROJECTS OR PROGRAMMES PROPOSED TO BE UNDERTAKEN AND A REFERENCE TO THE WEB-LINK TO THE CSR POLICY AND PROJECTS OR PROGRAMMES:**

Longevity and success for a company comes from living in harmony with the context, which is the community and society. The main objective of CSR policy encompasses the ideas of corporate governance, sustainable wealth creation, corporate philanthropy and advocacy for the goals of the community. The projects undertaken are within the broad framework of Schedule VII of the Companies Act, 2013, as amended from time to time. Our CSR initiatives focus on education, environment protection, sports, healthcare, sanitation etc. The Company has also undertaken CSR projects as provided under the said Schedule.

The Company has framed its CSR Policy in compliance with the provisions of the Companies Act, 2013 and the same is placed on the Company’s website at the web link: <https://ganeshhousing.com/assets/main/pdf/corporate-governance/policies/corporate-social-responsibility-policy.pdf>

**2. The Composition of CSR Committee:**

Sr. No.	Name of Director	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Dipakkumar G. Patel	Chairman & Whole-time Director	3	3
2.	Mr. Shekhar G. Patel	Managing Director	3	3
3.	Dr. Tarang M. Desai	Independent Director	3	3

**3. Provide the web-link where Composition of CSR committee and CSR Policy are disclosed on the website of the Company:**

Web-link for Composition of Committee: <https://ganeshhousing.com/composition-of-board> and Policy: <https://ganeshhousing.com/assets/main/pdf/corporate-governance/policies/corporate-social-responsibility-policy.pdf>

**4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report):**

Not Applicable

**5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:**

Sr. No.	Financial Year	Amount available for set off from preceding financial years (in ₹)	Amount required to be set-off for the financial year, if any (in ₹)
NIL			

**6. Average net profit of the Company for last three financial years: N.A\***

\* The Company has incurred net Loss during the last two years out of three immediately preceding financial years. There is average net loss of ₹32,90,57,060/- for the three immediately preceding financial years. Hence, the compulsory CSR spent during the financial year under review is not applicable.

**7. (a) Two percent of average net profit of The Company as per section 135(5): N.A**

**(b) Surplus arising out of the CSR projects or programme or activities of the previous financial years: N.A**

**(c) Amount required to be set off for the financial year, if any: N.A**

**(d) Total CSR obligation for the financial year (7a+7b- 7c): NIL**


**8. (a) CSR amount spent or unspent for the financial year:**

Total amount spent for the financial year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
Nil*	Nil	-	-	Nil	-

\*The Company has incurred net Loss during the last two years out of three immediately preceding financial years. There is average net loss of ₹32,90,57,060/- for the three immediately preceding financial years. Hence, the compulsory CSR spent during the financial year under review is not applicable.

**(b) Details of CSR amount spent against ongoing projects for the financial year:**

NOT APPLICABLE

(₹ in Lakh)

1	2	3	4	5		6	7	8	9	10	11	
Sr. No.	Name of Project	Item from the list of activities in Schedule VII to the Act	Local Area (Yes/No)	Location of the Project (State and District)		Project duration	Amount allocated for the project (in ₹)	Amount Spent in the current financial year (in ₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	Mode of Implementation-Direct (Yes/No)	Mode of Implementation through agency	
				State	District						Name	CSR Registration Number
NOT APPLICABLE												

**(c) Details of CSR amount spent against other than ongoing projects for the financial year:**

1	2	3	6	5		6	7	8	
Sr. No.	Name of Project	Item from the list of activities in Schedule VII to the Act	Local Area (Yes/No)	Location of the Project (State and District)		Amount Spent for the project (in ₹)	Mode of Implementation-Direct (Yes/No)	Mode of Implementation through agency	
				State	District			Name	CSR Registration Number
Not Applicable									

**(d) Amount spent in Administrative Overheads: NIL**
**(e) Amount spent on Impact Assessment, if applicable: NIL**
**(f) Total amount spent for the Financial Year (8b+8c+8d+8e): NIL**
**(g) Excess amount for set off, if any:**

Sr. No.	Particular	Amount (in ₹)
1.	Two percent of average net profit of The Company as per section 135(5)	N.A*
2.	Total amount spent for the Financial Year	N.A
3.	Excess amount spent for the financial year [(2)-(1)]	N.A
4.	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	
5.	Amount available for set off in succeeding financial years [(3)-(4)]**	N.A

\*The Company has incurred net Loss during the last two years out of three immediately preceding financial years. There is average net loss of ₹32,90,57,060/- for the three immediately preceding financial years. Hence, the compulsory CSR spent during the financial year under review is not applicable.

\*\* The Company has spent excess amount of ₹ 9,66,920/- during the financial year 2020-21 which is available for set off for succeeding financial years as per the provisions of the Act.

**9. (a) Details of Unspent CSR amount for the preceding three financial years: ₹23,36,453/-**

Sr. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Amount spent in the reporting Financial Year (in ₹).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years. (in ₹)
				Name of the Fund	Amount (in Rs)	Date of transfer	
1	2018-2019	NIL	NIL	NOT APPLICABLE			NOT APPLICABLE
2	2019-2020	NIL	NIL				
3	2020-2021	NIL	NIL				

**(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):**

Not applicable

**10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year:**

(a)	Date of creation or acquisition of the capital assets(s)	None
(b)	Amount of CSR spent for creation or acquisition of capital asset	Nil
(c)	Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc	Not Applicable
(d)	Provide details of the capital asset (s) created or acquired (including complete address and location of the capital asset)	Not Applicable

**11. Specify the reason(s), if The Company has failed to spend two percent of the average net profit as per Section 135(5):**

Not Applicable

**For Ganesh Housing Corporation Limited**

**Shekhar G. Patel**

Managing Director

(DIN: 00005091)

Date: 12<sup>th</sup> May, 2022

Place: Ahmedabad

**For Ganesh Housing Corporation Limited**

**Dipakkumar G. Patel**

Chairman of the Committee

(DIN: 00004766)

Date: 12<sup>th</sup> May, 2022

Place: Ahmedabad

# STANDALONE

## STATEMENTS

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# Independent Auditors' Report

To the Members of:

**GANESH HOUSING CORPORATION LIMITED,**

## REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

### Opinion

We have audited the accompanying standalone financial statements of GANESH HOUSING CORPORATION LIMITED ("the company"), which comprise the Balance Sheet as at 31st March, 2022, the Statement of Profit and Loss (including other Comprehensive Income), the Cash Flow Statement and the statement of changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Standalone financial statement").

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 Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and its profit (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 there under, 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 on the Standalone Financial Statements.

### 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. We have determined the matter described below to be the key audit matters to be communicated in our report.

The key audit matters	How our audit addressed the key audit matter
<p><b>Investment in subsidiaries - refer note 3 to the standalone financial statements</b></p> <p><b>Assessment of impairment of investment in subsidiaries:</b></p> <p>The carrying amount of the investments in subsidiaries held at cost less impairment represents 20.68% of the Company's total assets respectively.</p> <p>The Company has investments in subsidiaries. These investments are carried at cost less any diminution in value of such investments. The investments are analyzed for impairment at each reporting date by comparing the carrying value of investments in the Company's books with the net assets of the relevant subsidiaries' balance sheet. Further, the Company assesses the projected cash flows of the real estate projects in these underlying entities. This involve significant estimates and judgment, due to the inherent uncertainty involved in forecasting future cash flows. There is significant judgment in estimating the timing of the cash flows and the relevant discount rate.</p> <p>The company has three subsidiaries. One subsidiary is form during F.Y. 2021-2022 and has a negligible loss. However, accumulated loss of Madhukamal Infrastructure Private Limited is ₹ 8474.52 lakh.</p> <p>Considering the impairment assessment involves significant assumptions and judgement, this is considered as a key audit matter</p>	<p>Our audit procedures to assess recoverability included the following:</p> <ul style="list-style-type: none"> <li>Comparing the carrying amount of investments in the Company's books, with the net asset balance in the relevant audited / unaudited balance sheet of subsidiaries. This is to identify if their net assets (being an approximation of their minimum recoverable amount) were in excess of their carrying amount;</li> <li>For the investments where the carrying amount exceeded the Company's share in net asset value, we compared the carrying amount of the investment with the projected cash flows and profitability. This is based on approved business plans of the subsidiaries; and</li> <li>The loss of Madhukamal Infrastructure Private Limited has reduced from ₹ 15556.65 lakh to ₹ 8474.52 lakh during the year.</li> <li>Considering the adequacy of disclosures in respect of the investment in subsidiaries.</li> </ul>



## Independent Auditor’s Report (Contd.)

<b>The key audit matters</b>	<b>How our audit addressed the key audit matter</b>
<p><b>Inventories - refer note 8 to the standalone financial statements</b></p> <p><b>Assessment of net realisable value (NRV) of inventories:</b></p> <p>Inventories on construction of residential units comprising ongoing and completed projects, initiated but unlaunched projects and land stock, represents a significant portion of the Company's total assets. The Company recognises profit on the sale of each commercial &amp; residential unit with reference to the overall profit margin depending upon the total cost incurred on the project. A project comprises multiple units, the construction of which is carried out over a number of years. The recognition of profit for sale of a unit, is therefore dependent on the estimate of future selling prices and construction costs. Further, estimation uncertainty and exposure to cyclicalities exists within long- term projects.</p> <p>Forecasts of future sales are dependent on market conditions, which can be difficult to predict and be influenced by political and economic factors.</p> <p>Considering the significance of the amount of carrying value of inventories and the involvement of significant estimation and judgement in assessment of NRV, this is considered as a key audit matter.</p>	<p>Our audit procedures to assess the net realisable value (NRV) of inventories included the following:</p> <ul style="list-style-type: none"> <li>● Enquiry with the Company's personnel to understand the basis of computation and justification for the estimated recoverable amounts of the unsold units ("the NRV assessment");</li> <li>● Assessing the Company's valuation methodology for the key estimates, data inputs and assumptions adopted in the valuation. This involved comparing expected average selling prices with published data such as recently transacted prices for similar properties located in nearby vicinity of each project and the sales budget maintained by the Company;</li> <li>● While analyzing the expected average selling price, we have performed a sensitivity analysis on the selling price and compared this to the budgeted cost;</li> <li>● For our samples, obtained the fair valuation reports of such land parcels for assessing the valuation methodology, key estimates and assumptions adopted in the valuation; and</li> <li>● Verifying the NRV assessment and comparing the estimated construction costs to complete each development with the Company's updated budgets;</li> <li>● Obtaining a Register Valuer's certificate for a vast track of property becomes an extremely costly proposition for estimating NRV &amp; hence, other methods are used.</li> </ul>
<p><b>Land advances - refer note 12 to the standalone financial statements</b></p> <p>Assessment of recoverability of land advances Land advance represents a significant portion of the Company's total assets.</p> <p>Land advance represents the amount paid towards procurement of land parcels to be used in the future for construction of commercial &amp; residential projects. These advances are carried at cost less impairment losses. These land advances will be converted into land parcels as per the terms of the underlying contracts under which these land advances have been given.</p> <p>The carrying value of advances are tested for recoverability by the Company by comparing the valuation of land parcels in the same area for which land advances have been given.</p> <p>Considering the quantum of the amount of carrying value of land advances to total assets of the Company and significant estimates and judgements involved in assessing recoverability of land advances, this has been considered as a key audit matter</p>	<p>Our audit procedures to assess the recoverability of land advances included the following:</p> <ul style="list-style-type: none"> <li>● Enquiry with the Company's personnel on the process of providing land advances and test of key controls over such land advances paid during the year;</li> <li>● Enquiry with the Company's personnel also covered obtaining reasons on the long-standing land advances and understanding Company's plan for conversion of the land advances to land stock;</li> <li>● For our samples, verified the underlying agreements or Memorandum of understanding in possession of the Company, based on which land advances were given, to assess the Company's rights over the land parcels in subject;</li> <li>● For our samples, obtained the fair valuation reports of such land parcels for assessing the valuation methodology, key estimates and assumptions adopted in the valuation.; and</li> <li>● For our samples, verified the published guidelines values for the area in which these land parcels are situated</li> </ul>

## Independent Auditor's Report (Contd.)

<b>The key audit matters</b>	<b>How our audit addressed the key audit matter</b>
<p><b>Business Advances to Subsidiaries &amp; other companies (refer to note 12 and 45 to the standalone financial statements)</b></p> <p><b>Recoverability of business advances to subsidiaries and other companies:</b></p> <p>The carrying amount of the business advances &amp; other advances to subsidiaries, group companies &amp; others represents 27.12% of the Company's total assets respectively.</p> <p>The Company has extended business advances to subsidiaries &amp; group companies that are assessed for recoverability at each period end.</p> <p>The company has given total loans &amp; advances of ₹ 30200.10 lakh. Out of this ₹ 29443.38 lakh are business advances to subsidiaries companies, ₹ 22.45 lakh to other related parties &amp; ₹ 146.58 lakh to others. ₹ 435.51 lakh are business advances for purchase of land on behalf of the company given to related parties &amp; ₹ 50.00 lakh given to others and ₹ 102.18 lakh other miscellaneous advances at 31st March 2022.</p> <p>Due to the nature of the business in the real estate industry, the Company is exposed to risk in respect of the recoverability of the business advances granted to the aforementioned related parties.</p> <p>There is also judgment involved as to the recoverability of the working capital and project specific business advances, which rely on a number of property developments being completed over the time period specified in agreements.</p>	<p><b>Recoverability of business advances to subsidiaries and group companies:</b></p> <p>Our audit procedures included:</p> <ul style="list-style-type: none"> <li>● We reviewed the controls in place for issuing new business advances and evidenced the Board / CFO approval obtained. We obtained management's assessment of the recoverability of the business advances, which includes cash flow projections over the duration of the business advances. These projections are based on underlying property development appraisals;</li> <li>● We tested cash receipts received in relation to these business advances during the year through bank statement; and</li> <li>● We have obtained independent confirmations to ensure completeness and existence on test check basis of business advances held by related parties as on 31st March 2022.</li> </ul>
<p><b>Evaluation of uncertain tax positions</b></p> <p>The Company is subject to periodic challenges by local tax authorities on a range of tax matters during the normal course of business including direct and indirect tax matters. These involve significant management judgment to determine the possible outcome of the uncertain tax positions, consequently having an impact on related accounting and disclosures in the financial statements.</p> <p>Refer Note 46 to the financial statements.</p>	<p><b>Our audit procedures include the following substantive procedures:</b></p> <ul style="list-style-type: none"> <li>● Obtained understanding of key uncertain tax positions; and</li> <li>● We along with our internal tax experts – <ul style="list-style-type: none"> <li>➤ Read and analysed select key correspondences, external legal opinions / consultations by management for key uncertain tax positions;</li> <li>➤ Discussed with appropriate senior management and evaluated management's underlying key assumptions in estimating the tax provisions; and</li> <li>➤ Assessed management's estimate of the possible outcome of the disputed cases.</li> </ul> </li> </ul>

### 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 consolidated financial statement, 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

## Independent Auditor's Report (Contd.)

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.

### **Management's responsibility for the standalone financial statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act, read with relevant rules issued there under. This responsibility also includes 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 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 standalone 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.

## Independent Auditor's Report (Contd.)

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

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 (Auditor's Report) Order, 2020 ("the order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, We give in the **Annexure – A**, a statement on the matters specified in paragraphs 3 and 4 of the Order.
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 beliefs were necessary for the purposes of our audit;
  - b. In our opinion proper books of accounts as required by Law have been kept by the Company so far as it appears from our examinations of those books;
  - c. The Balance Sheet, Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow

Statement and Statement of Changes in Equity dealt with by this report are in agreement with the relevant books of account;

- d. In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under section 133 of the Act, read with relevant rules issued there under;
- e. On the basis of written representations received from the directors and on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 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 over financial reporting 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 Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h. 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, as amended, 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 31st March, 2022 on its financial position in its standalone financial statements as referred to in Note No. 46 [A to H] to the standalone financial statements.
  - ii. The company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31st March, 2022.
  - iv. (a) The Management has represented that, to the best of its knowledge and belief, no

## Independent Auditor's Report (Contd.)

funds, except note no. 51, (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of

the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, and based on the test checks carried out by the auditor, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement. (Refer note no. 51)
- v. During the year, the company has not declared or paid any interim or final dividend. Hence, the question of payment of dividend in accordance with section 123 of the Companies Act, 2013 does not arise.

FOR, **PURNESH R. MEHTA & CO.**  
Chartered Accountants  
FRN:- 142830W

**PURNESH MEHTA**  
Proprietor

Place:- Ahmedabad  
Date :- 12/05/2022

Membership No.:- 032812  
UDIN:- 22032812AIVFEA8441



## Annexure - A to the Independent Auditors' Report

To the Members of:

### GANESH HOUSING CORPORATION LIMITED,

**Referred to in paragraph (1) under the heading of "Report on Other Legal and Regulatory requirements" of our Report of even date to the standalone financial statements of the company for the year ended 31st March, 2022:**

To the best of our information and according to the explanations provided to us by the Company and the books of account and records

- (i) In respect of the Company's Property, Plant and Equipment and Intangible Assets:
- (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) All the assets have not been physically verified by the management during the year but there is a regular programme of verification, which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and based on our examination of the records of the Company, the title deeds of immovable properties disclosed in the standalone financial statements are held in the name of the Company. (Refer Note No. 66)
- (d) The Company has not revalued any of its Property, Plant and Equipment and intangible assets during the year.
- (a) A. Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has granted business advances and provided guarantee or security to subsidiaries as below:

Particulars	Amt. ₹ in Lakh		
	Business Advances	Security offered book value	Guarantee given book value
Aggregate amount during the year – Subsidiaries	25191.80	1073.37	3832.90
Balance outstanding as at balance sheet date – Subsidiaries	29443.38	1073.37	3832.90

## Independent Auditor’s Report (Contd.)

- B. Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has granted loans to parties other than subsidiaries, joint ventures and associates as below:

Particulars	Amt. ₹ in Lakh
	<b>Business Advances</b>
Aggregate amount during the year – Others	14591.85
Balance outstanding as at balance sheet date – Others	169.03

- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that the terms and conditions of the business advances given can be said to be, prima facie, prejudicial to the interest of the company, as the business advances are unsecured & interest free. However, the business advances, were given to group companies and hence in our opinion the terms of the business advances are not, prima facie, prejudicial to the interest of the company.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of business advances given are repayable on demand. Hence, the question of the repayment of principal and payment of interest has not been stipulated and the repayments or receipts have been regular does not arise.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, business advances given are repayable on demand. Hence, the question of overdue amount for more than ninety days and reasonable steps taken by the company for recovery of the principal and interest does not arise.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no business advances granted by the Company which has fallen due during the year, has been renewed or extended or fresh business advances granted to settle the over dues of existing business advances given to the same parties.
- (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any business advances either repayable on demand or without specifying any terms or period of repayment.
- (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 Companies Act, 2013 with respect to the loans, guaranties, securities and investments made. The company has passed general resolution for section 185 & 186.
- (v) The company has not accepted any public deposit within the meaning of provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under. No order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal. Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
- (vi) We have broadly reviewed the cost records maintained by the company pursuant to the rules made by the Central Government of India under sub-section (1) of section 148 of the Companies Act, 2013 and are of the opinion that prima facie the prescribed cost records have been maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) In respect of statutory dues:
- (a) According to the information and explanations given to us and based on our examination of the records of the company, undisputed statutory dues including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities, have been generally regularly deposited.

## Independent Auditor's Report (Contd.)

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2022 for a period of more than six months from the date they became payable.

- (b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2022 on account of disputes are given below:

Nature of Statute	Nature of Dues	Period to which the amount Relates A.Y.	Demand Raised Amt. ₹ in lakh	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	2015-2016	154.55	CIT-(A), Ahmedabad
Income Tax Act, 1961	Income Tax	2017-2018	83.32	CIT-(A), Ahmedabad
Income Tax Act, 1961	Income Tax	2018-2019	14.07	A.O., Ahmedabad

- (viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company is generally regular and has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender on the date of our report.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or other lender.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the term loan of the Company were prima facie, applied for the purpose for which the loans were obtained.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, during the year the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries. However, the company has given business advances to its subsidiaries from its own funds.
- (f) According to the information and explanations given to us and on the basis of our examination of the records

of the Company, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has made preferential allotment on private placement basis of 2460000 Equity Shares at ₹ 58/- per share [including premium of ₹ 48/- per share] during the year. The requirements of section 42 of the Companies Act, 2013 has complied and the funds raised has used for the purposes for which the funds were raised. The Company has not made any issue of fully or partly convertible debentures during the year under review.
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year and up to the date of this report.

## Independent Auditor's Report (Contd.)

- (c) According to the information and explanations given to us, during the year complain was received from person with fictitious address and most probably false name. The complainant had sent a letter alleging various issues with the accounts, without any proof. Hence, the company has decided to not term it as whistle blower complaint.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Sections 177 and 188 of the Companies Act, 2013, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable Indian Accounting Standards.
- (xiv) (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clause 3(xvi) (a), (b) and (c) of the Order are not applicable to the Company.
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016). Accordingly, reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.
- (xvii) The Company has not incurred cash losses in the financial year covered by our audit. The company has incurred cash losses of ₹ 4436.80 lakh in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.
- (xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor give any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) (a) There are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx) (a) of the Order is not applicable to the company.
- (b) There are no unspent amounts towards Corporate Social Responsibility (CSR) on ongoing projects under subsection (5) of section 135 of the Companies Act, has been transferred to special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause 3(xx) (b) of the Order is not applicable to the Company.

**FOR, PURNESH R. MEHTA & CO.**  
Chartered Accountants  
FRN:- 142830W

**PURNESH MEHTA**

Proprietor

Place:- Ahmedabad

Membership No.:- 032812

Date :- 12/05/2022

UDIN:- 22032812AIVFEA8441

## Annexure - B to the Independent Auditors' Report

To the Members of:

**GANESH HOUSING CORPORATION LIMITED,**

### **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 Ganesh Housing Corporation Limited ("the Company") as of March 31, 2022 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 Companies Act, 2013.

### **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 standalone 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.



## Independent Auditor's Report (Contd.)

### **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.

Place:- Ahmedabad  
Date :- 12/05/2022

### **OPINION**

In our opinion, 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, 2022, 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, **PURNESH R. MEHTA & CO.**  
Chartered Accountants  
FRN:- 142830W

**PURNESH MEHTA**  
Proprietor  
Membership No.:- 032812  
UDIN:- 22032812AIVFEA8441

# Balance Sheet

As at 31st March 2022

[Amt. ₹ in Lakh]

Particulars	Note	As at the end of Current Reporting Period 31-03-22	As at the end of Previous Reporting Period 31-03-21
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, Plant and Equipment	1	19199.22	19084.20
Other Intangible assets	2	2.22	5.71
Financial Assets:			
Investments	3	22658.48	22763.04
Trade Receivables	4	143.57	5838.50
Other Financial Assets	5	74.62	106.29
Deferred Tax Assets (Net)	6	2856.21	2882.33
Current Tax Assets (Net)	7	115.97	30.32
		<b>45050.30</b>	<b>50710.39</b>
<b>Current assets</b>			
Inventories	8	21766.20	1835.72
Financial Assets:			
Trade Receivables	9	11484.37	0.28
Cash and Cash Equivalents	10	460.96	258.27
Bank balances other than above	11	158.55	798.11
Loans	12	30200.10	44004.72
Other Current Assets	13	429.65	460.91
		<b>64499.84</b>	<b>47358.01</b>
<b>TOTAL ASSETS</b>		<b>109550.14</b>	<b>98068.40</b>
<b>EQUITY</b>			
Equity Share capital	14	8338.71	4922.71
Other Equity	15	78800.18	60494.11
		<b>87138.89</b>	<b>65416.82</b>
<b>Non-current Liabilities</b>			
Financial Liabilities:			
Borrowings	16	5866.15	11084.62
Trade payables	17		
-Total outstanding dues of micro enterprises and small enterprises		0.00	0.00
-Total outstanding dues of creditors other than micro enterprises and small enterprises		950.00	950.00
Other financial liabilities	18	92.65	92.15
		<b>6908.80</b>	<b>12126.77</b>
<b>Current Liabilities</b>			
Financial Liabilities:			
Borrowings	19	4072.40	17107.41
Trade payables	20		
-Total outstanding dues of micro enterprises and small enterprises		75.45	5.69
-Total outstanding dues of creditors other than micro enterprises and small enterprises		1122.03	830.25
Other current financial liabilities	21	64.77	296.54
Other current liabilities	22	10167.79	2284.92
		<b>15502.45</b>	<b>20524.82</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>109550.14</b>	<b>98068.40</b>
Significant Accounting Policies & Notes Forming Part of Accounts	1 to 66		

As per our Report of even date  
For **PURNESH R. MEHTA & CO.**  
Chartered Accountants  
FRN: 142830W

**Purnesh Mehta**  
Proprietor  
Mem. No. 032812  
UDIN:- 22032812AIVFEA8441

Place : Ahmedabad  
DATE : 12/05/2022

On behalf of the Board of Directors

**Dipakkumar G. Patel**  
Chairman & Whole-time Director  
[DIN: 00004766]

**Rajendra Shah**  
Chief Financial Officer

Place : Ahmedabad  
DATE : 12/05/2022

**Shekhar G. Patel**  
Managing Director  
[DIN: 00005091]

**Jasmin Jani**  
Company Secretary



# Statement of Profit & Loss

For the year ended on 31st March 2022

[Amt. ₹ in Lakh]

Particulars	Note	For the Current Reporting Period 2021-2022	For the Previous Reporting Period 2020-2021
<b>I INCOME:-</b>			
Revenue from Operations	23	12511.95	422.44
Other Income	24	57.85	1008.30
<b>TOTAL INCOME</b>		<b>12569.80</b>	<b>1430.74</b>
<b>II EXPENSES :-</b>			
Project Expenses	25	27159.89	799.94
Changes in Inventories	26	(19828.94)	(1153.97)
Employee Benefits Expenses	27	1251.93	999.31
Finance Cost	28	2544.51	4448.84
Other Expenses	29	1208.54	759.77
Depreciation and Amortisation Expenses		196.14	172.46
<b>TOTAL EXPENSES</b>		<b>12532.07</b>	<b>6026.35</b>
<b>III Profit / (Loss) Before Tax</b>		<b>37.72</b>	<b>(4595.61)</b>
<b>IV Less: Tax Expenses:</b>			
Current Tax		(7.50)	(1095.38)
Deferred Tax		(26.12)	998.92
		<b>(33.62)</b>	<b>(96.46)</b>
<b>V Profit / (Loss) for the period</b>		<b>4.11</b>	<b>(4692.07)</b>
<b>VI Other Comprehensive Income</b>		0.00	0.00
<b>Total of Other Comprehensive Income</b>		0.00	0.00
<b>VII Total Comprehensive Income for the period</b>		<b>(33.62)</b>	<b>(96.46)</b>
<b>VIII Earning Per share [In ₹]</b>	32		
(Face value of ₹10 per share)			
- Basic		0.01	(9.53)
- Diluted		0.01	(9.53)
<b>IX Significant Accounting Policies &amp; Notes Forming Part of Accounts</b>	1 to 66		

As per our Report of even date  
For **PURNESH R. MEHTA & CO.**  
Chartered Accountants  
FRN: 142830W

**Purnesh Mehta**  
Proprietor  
Mem. No. 032812  
UDIN:- 22032812AIVFEA8441

Place : Ahmedabad  
DATE : 12/05/2022

On behalf of the Board of Directors

**Dipakkumar G. Patel**  
Chairman & Whole-time Director  
[DIN: 00004766]

**Rajendra Shah**  
Chief Financial Officer

Place : Ahmedabad  
DATE : 12/05/2022

**Shekhar G. Patel**  
Managing Director  
[DIN: 00005091]

**Jasmin Jani**  
Company Secretary

# Cash Flow Statement

For the year 2021-22

[Amt. ₹ in Lakh]

Particulars	Note	2021-2022	2020-2021
<b>A CASH FLOW FROM OPERATING ACTIVITIES:</b>			
Profit / (Loss) Before Tax		37.72	(4595.61)
Provision For Taxation		(7.50)	(1095.38)
		<b>(7.50)</b>	<b>(1095.38)</b>
Net Profit / (Loss) After Tax		30.22	(5690.99)
Add/Less Adjustments For			
Depreciation & Amortisation		196.14	172.46
Finance Cost		2544.51	4448.84
Interest Income		(57.85)	(1008.30)
		<b>2682.80</b>	<b>3613.00</b>
<b>Operating Profit Before Working Capital Changes</b>		<b>2713.03</b>	<b>(2077.99)</b>
Add/Less Adjustments For			
Inventories		(19930.48)	(1153.78)
Trade & Other Receivables		(5789.16)	2451.32
Other Current Assets		(22.72)	3260.61
Trade Payables		361.54	(1097.69)
Other Current Liabilities		7775.07	(2508.08)
		(17605.76)	952.38
Taxes Paid (Net)		(123.47)	(30.32)
<b>Net Cash Generated From Operations</b>		<b>(17729.23)</b>	<b>922.05</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES :</b>			
Purchase of Fixed Assets		(503.80)	(272.86)
Capital Work In Progress		0.00	229.48
Sale of Fixed Assets		196.12	1601.20
Movement In Investments		104.56	(2219.57)
Movement In Loans & Advances		13804.62	6491.78
Interest Received		57.85	1008.30
<b>Net Cash Used In Investing Activities</b>		<b>13659.35</b>	<b>6838.33</b>
<b>C CASH FLOW FROM FINANCING ACTIVITIES :</b>			
Changes in Share Capital		3416.00	0.00
Changes in Security Premium		18301.97	0.00
Changes in Borrowings		(18253.47)	(1396.21)
Finance Cost Paid		(2544.51)	(4448.84)
<b>Net Cash Used In Financing Activities</b>		<b>919.99</b>	<b>(5845.05)</b>
<b>Net Increase In Cash And Cash Equivalents</b>		<b>(436.86)</b>	<b>(162.66)</b>
<b>Opening Balance of Cash And Cash Equivalents</b>		<b>1056.38</b>	<b>1219.04</b>
<b>Closing Balance of Cash And Cash Equivalents*</b>		<b>619.52</b>	<b>1056.38</b>
<b>Components of Cash and Cash Equivalents</b>			
Cash on hand		7.50	5.54
Balances with Banks*		453.46	252.73
Other Balances other than above		158.55	798.11
<b>Total</b>		<b>619.52</b>	<b>1056.38</b>

\* Include towards Unclaimed Dividend of ₹ 3412251/- (Pre. Yr. ₹ 3978832/-)

# Cash Flow Statement

For the year 2021-22

**Note:** Effective April 1, 2017, the Company adopted the amendment to Ind AS 7, which require the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement. The adoption of the amendment did not have any material impact on the financial statements.

**Note 2: Disclosure under para 44A as set out in IND AS 7 on cash flow statement under companies (Indian Accounting Standards)**

**Rules, 2015:**

Reconciliation of liabilities arising from financing activities	31-03-21	Net Cash Flow	Non Cash Changes	31-03-22
Non Current Borrowings	11084.62	(5218.47)	0.00	5866.15
Current Borrowings	17107.41	(13035.00)	0.00	4072.40
<b>Total</b>	<b>28192.02</b>	<b>(18253.47)</b>	<b>0.00</b>	<b>9938.55</b>

As per our Report of even date  
For **PURNESH R. MEHTA & CO.**  
Chartered Accountants  
FRN: 142830W

**Purnesh Mehta**  
Proprietor  
Mem. No. 032812  
UDIN:- 22032812AIVFEA8441

Place : Ahmedabad  
DATE : 12/05/2022

On behalf of the Board of Directors

**Dipakkumar G. Patel**  
Chairman & Whole-time Director  
[DIN: 00004766]

**Rajendra Shah**  
Chief Financial Officer

Place : Ahmedabad  
DATE : 12/05/2022

**Shekhar G. Patel**  
Managing Director  
[DIN: 00005091]

**Jasmin Jani**  
Company Secretary



## Statement of Changes in Equity

For the year ended on 31 March 2022

### A. EQUITY SHARE CAPITAL

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
Balance at the beginning of the year	4922.71	4922.71
Changes in Equity Share capital During the year	3416.00	0.00
<b>Balance at the end of the reporting period</b>	<b>8338.71</b>	<b>4922.71</b>

### B. OTHER EQUITY

[Amt. ₹ in Lakh]

PARTICULARS	Share application money pending allotment	Equity component of compound financial instruments	Reserves and Surplus				Total
			Capital Reserve	Securities Premium Reserve	General Reserves	Retained Earnings/ profit & loss	
Balance as at 01 April 2020	0.00	0.00	0.00	23294.57	5875.86	36015.75	65186.17
Total Comprehensive Income for the year	0.00	0.00	0.00	0.00	0.00	(4692.07)	(4692.07)
Addition during the year	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Balance as at 01 April 2021	0.00	0.00	0.00	23294.57	5875.86	31323.68	60494.11
Total Comprehensive Income for the year	0.00	0.00	0.00	0.00	0.00	4.11	4.11
Addition/(Deduction) during the year	0.00	0.00	0.00	18301.97	0.00	0.00	18301.97
<b>Balance as at 31 March 2022</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>41596.54</b>	<b>5875.86</b>	<b>31327.78</b>	<b>78800.18</b>

# Notes to Standalone Financial Statements

For the year ended 31 March 2022

## NOTE - 1 PROPERTY, PLANT & EQUIPMENT

### As at 31 March 2022

[Amt. ₹ in Lakh]

Description of Assets	Gross Block			Depreciation / Amortisation			Net Block		
	As at 01-04-2021	Addition During Year	Deductions During Year	As at 31-03-2022	As at 01-04-2021	During the Year	Deductions During Year	As at 31-03-2022	As at 31-03-2021
<b>Tangible Assets:</b>									
Land	17695.36	17.54	183.04	17529.86	0.00	0.00	0.00	0.00	17695.36
Office Premises	1483.55	0.00	0.00	1483.55	396.86	56.01	0.00	452.86	1030.68
Plant & Machinery	26.70	12.69	1.50	37.89	18.50	2.41	0.90	20.01	17.88
Furniture & Fixtures	363.44	1.30	0.00	364.73	240.56	28.89	0.00	269.46	95.28
Vehicles	667.74	464.48	121.16	1011.05	551.17	85.53	108.75	527.95	483.10
Office Equipments	233.57	5.18	0.00	238.75	192.36	12.95	0.00	205.30	33.44
Computer	71.52	1.54	1.37	71.69	58.22	5.79	1.30	62.71	8.98
<b>Total</b>	<b>20541.87</b>	<b>502.72</b>	<b>307.07</b>	<b>20737.52</b>	<b>1457.67</b>	<b>191.58</b>	<b>110.95</b>	<b>1538.30</b>	<b>19199.22</b>

### As at 31 March 2021

Description of Assets	Gross Block			Depreciation / Amortisation			Net Block		
	As at 01-04-2020	Addition During Year	Deductions During Year	As at 31-03-2021	As at 01-04-2020	During the Year	Deductions During Year	As at 31-03-2021	As at 31-03-2020
<b>Tangible Assets:</b>									
Land	19275.32	13.08	1593.05	17695.36	0.00	0.00	0.00	0.00	17695.36
Office Premises	1323.29	167.68	7.43	1483.55	341.00	55.92	0.06	396.86	1086.69
Plant & Machinery	26.21	0.49	0.00	26.70	16.84	1.66	0.00	18.50	8.20
Furniture & Fixtures	289.39	74.04	0.00	363.44	212.49	28.07	0.00	240.56	122.87
Vehicles	672.20	0.00	4.46	667.74	503.24	51.60	3.67	551.17	116.57
Office Equipments	216.10	17.47	0.00	233.57	176.53	15.83	0.00	192.36	39.58
Computer	71.43	0.09	0.00	71.52	43.32	14.90	0.00	58.22	13.29
<b>Total</b>	<b>21873.95</b>	<b>272.86</b>	<b>1604.93</b>	<b>20541.87</b>	<b>1293.42</b>	<b>167.98</b>	<b>3.73</b>	<b>1457.67</b>	<b>20580.53</b>

- 1.1. Acquisition of new assets through business combinations during the year was ₹ NIL.
- 1.2. During the year company has not revalued any of its assets.
- 1.3. Title deeds of all plant, property and equipment are in the name of the company.
- 1.4. The details of plant, property and equipment pledged as security for a liabilities during any part of the current and comparative period is given Note 40.
- 1.5. No Borrowing cost is capitalised in Property, Plant & Equipment during the current and comparative period.
- 1.6. There are no assets under lease during the current and comparative period.

Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE - 2 OTHER INTANGIBLE ASSETS**

**As at 31 March 2022**

[Amt. ₹ in Lakh]

Description of Assets	Gross Block			Depreciation / Amortisation			Net Block		
	As at 01-04-2021	Addition During Year	Deductions During Year	As at 31-03-2022	As at 01-04-2021	During the Year	Deductions During Year	As at 31-03-2022	As at 31-03-2021
<b>Intangible Assets:</b>									
Software	13.12	1.08	0.14	14.06	7.41	4.56	0.14	11.84	2.22
<b>Total</b>	<b>13.12</b>	<b>1.08</b>	<b>0.14</b>	<b>14.06</b>	<b>7.41</b>	<b>4.56</b>	<b>0.14</b>	<b>11.84</b>	<b>2.22</b>

**As at 31 March 2021**

Description of Assets	Gross Block			Depreciation / Amortisation			Net Block		
	As at 01-04-2020	Addition During Year	Deductions During Year	As at 31-03-2021	As at 01-04-2020	During the Year	Deductions During Year	As at 31-03-2021	As at 31-03-2020
<b>Intangible Assets:</b>									
Software	13.62	0.00	0.50	13.12	3.44	4.48	0.50	7.41	5.71
<b>Total</b>	<b>13.62</b>	<b>0.00</b>	<b>0.50</b>	<b>13.12</b>	<b>3.44</b>	<b>4.48</b>	<b>0.50</b>	<b>7.41</b>	<b>10.19</b>

Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE - 3 INVESTMENTS**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
<b>A. Investments in Equity Instruments:- [At Cost]</b>		
<b>Unquoted &amp; Fully paid up:-</b>		
Non Current Investments in Equity Shares of Subsidiary Companies:		
92,12,074 (Previous year 92,12,074) Equity Shares of ₹ 10/- each in Gatil Properties Pvt Ltd.	21318.79	21318.79
15,000 (Previous year 15,000) Equity Shares of ₹10/- each in Madhukamal Infrastructure Private Limited	1338.69	1444.25
10,000 (Previous year NIL) Equity Shares of ₹ 10/- each in Million Minds Techspace Pvt Ltd.	1.00	0.00
<b>TOTAL</b>	<b>22658.48</b>	<b>22763.04</b>

**NOTE - 4 TRADE RECEIVABLES [NON CURRENT] [CONSIDERED GOOD]**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
-Considered Good - Secured	0.00	0.00
-Considered Good - Unsecured [Refer Note No. 49]	143.57	5838.50
<b>TOTAL</b>	<b>143.57</b>	<b>5838.50</b>

**NOTE - 5 OTHER FINANCIAL ASSETS**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
Service Tax recoverable from members	8.55	8.55
Electricity, AUDA, Legal charges receivable for projects	62.58	59.04
Corporate Guarantee Assets	3.50	38.70
<b>TOTAL</b>	<b>74.62</b>	<b>106.29</b>

**NOTE - 6 DEFERRED TAX ASSETS (NET)**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Deferred Tax Assets:-</b>		
<b>Temporary Difference :-</b>		
Related to Income Tax Act, 1961 - Unabsorbed losses and Provision u/s. 40A(7)	2874.17	2927.45
<b>Total - A</b>	<b>2874.17</b>	<b>2927.45</b>
<b>Deferred Tax Liabilities:-</b>		
<b>Temporary Difference :-</b>		
Related to Fixed Assets	2.12	2.60
Related to Income Tax Act, 1961 -Finance cost as per EIR method	15.85	42.52
<b>Total - B</b>	<b>17.97</b>	<b>45.13</b>
<b>Net Deferred Tax Assets = Total A - B</b>	<b>2856.21</b>	<b>2882.33</b>

Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE - 7 CURRENT TAX ASSETS [NET]**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
Advance payment of Income Tax & TDS	123.47	30.32
Less:- Provision for Income Tax	7.50	0.00
<b>TOTAL</b>	<b>115.97</b>	<b>30.32</b>

**NOTE - 8 INVENTORIES**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
<b>INVENTORIES (As taken, valued &amp; certified by Management)</b>		
Raw-materials	101.76	0.22
Work-In-Process (Construction Projects)	7782.53	1835.50
Finished Goods (Construction Projects)	13881.91	0.00
<b>TOTAL</b>	<b>21766.20</b>	<b>1835.72</b>

**8.1** There are no goods in transit at the end of the year.

**8.2** Valuation of the inventory is disclosed in note no. 30.

**NOTE - 9 TRADE RECEIVABLES [CURRENT] [CONSIDERED GOOD]**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
-Considered Good - Secured	0.00	0.00
-Considered Good - Unsecured [Refer Note No. 49]	11484.37	0.28
<b>TOTAL</b>	<b>11484.37</b>	<b>0.28</b>

**NOTE - 10 CASH & CASH EQUIVALENTS**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
Cash on hand	7.50	5.54
<b>Balances with Banks :</b>		
-In escrow accounts	59.76	96.40
-In other accounts	393.70	156.33
<b>TOTAL</b>	<b>460.96</b>	<b>258.27</b>

**10.1** There are no bank accounts with repatriation restriction.

Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE - 11 OTHER BANK BALANCES**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Balances with Banks &amp; NBFCs<sup>1</sup> :</b>		
-In FD Accounts >12 months	124.43	758.32
-In unpaid dividend account	34.12	39.79
<b>TOTAL</b>	<b>158.55</b>	<b>798.11</b>

**NOTE - 12 LOANS [CURRENT] [UNSECURED, CONSIDERED GOOD]**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Short Term Loans &amp; Advances:-</b>		
<b>Business Advances to related parties:-</b>		
- Subsidiary Companies	29443.38	21682.08
- Other Related Parties [Refer Note No. 45 for details]	22.45	15079.74
	<b>29465.83</b>	<b>36761.82</b>
Business Advances to Others [Refer Note No. 45 for details]	<b>146.58</b>	<b>6863.25</b>
<b>Advances for Purchase of land to:</b>		
- Related Party	435.51	0.00
- Others	50.00	50.16
	<b>485.51</b>	<b>50.16</b>
Advances to Others #	<b>102.18</b>	<b>329.49</b>
<b>TOTAL</b>	<b>30200.10</b>	<b>44004.72</b>

# Includes staff loan, prepaid expenses & reimbursement.

**NOTE - 13 OTHER CURRENT ASSETS**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
Advance to Suppliers	32.04	0.29
Registration deposit	21.90	15.99
GST & Service Tax (Input)	155.00	176.07
Interest Income Accrued but not due	1.07	83.34
Advance payment of Income Tax & TDS	719.64	685.22
Less:- Provision for Income Tax	(500.00)	(500.00)
<b>TOTAL</b>	<b>429.65</b>	<b>460.91</b>

**NOTE - 14 EQUITY SHARE CAPITAL :**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Authorised:-</b>		
10,00,30,000 (Previous year 5,00,00,000) Equity Shares of ₹10/- each	10003.00	5000.00
	<b>10003.00</b>	<b>5000.00</b>
<b>Issued, Subscribed and Paid Up Capital:-</b>		
8,33,87,090 (Previous year 4,92,27,090) Equity shares of ₹10/- each fully paid up [Refer note no. 31 for Additional details]	8338.71	4922.71
<b>TOTAL</b>	<b>8338.71</b>	<b>4922.71</b>



Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE - 15 OTHER EQUITY**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
<b>(A) Security Premium</b>		
Balance As Per Last Balance Sheet	23294.57	23294.57
Add: Addition during the year	18301.97	0.00
	<b>41596.54</b>	<b>23294.57</b>
<b>(B) General Reserve</b>		
Balance As Per Last Balance Sheet	5875.86	5875.86
	<b>5875.86</b>	<b>5875.86</b>
<b>(C) Profit &amp; Loss</b>		
Balance As Per Last Balance Sheet	31323.68	36015.75
Add : Transfer from Statement of Profit & Loss	4.11	(4692.07)
	<b>31327.78</b>	<b>31323.68</b>
<b>TOTAL</b>	<b>78800.18</b>	<b>60494.11</b>

**NOTE - 16 BORROWINGS [NON CURRENT]**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Secured:-</b>		
<b>A) Term Loans:</b>		
(I) From Banks	1261.11	2071.38
(II) From Others - [NBFC]	4318.16	5123.23
	<b>5579.27</b>	<b>7194.62</b>
<b>B) Vehicle Loans:-</b>		
(I) From Banks	286.88	0.00
<b>C) Debentures:-</b>		
-Asia Real Estate II India Opportunity Trust		
694 (Pre. Yr. 694) 15.85% Non Convertible Debentures of ₹ 361304/- each	0.00	3890.00
<b>TOTAL</b>	<b>5866.15</b>	<b>11084.62</b>

**Maturity Profile of Secured Term Loans are as set out below:**

PARTICULARS	Current	Non Current		
	2022-23	2023-24	2024-25	2025-26 & Beyond
Term Loans from Banks	1258.72	451.70	368.82	727.47
Term Loans from Others	290.50	1659.11	2441.17	217.88
15.85% Non Convertible Debentures [Rate of Interest is Variable]	2523.19	0.00	0.00	0.00

**NOTE - 17 TRADE PAYABLES [NON CURRENT]**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
- Total outstanding dues of micro enterprises and small enterprises	0.00	0.00
- Total outstanding dues of creditors other than micro enterprises and small enterprises [Refer Note No. 35 & 48 ]	950.00	950.00
<b>TOTAL</b>	<b>950.00</b>	<b>950.00</b>

Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE - 18 OTHER FINANCIAL LIABILITIES**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
Customer Booking Refundable	92.65	92.15
<b>TOTAL</b>	<b>92.65</b>	<b>92.15</b>

**NOTE - 19 CURRENT BORROWINGS**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Secured:-</b>		
-From Bank : Cash Credit Facility From Banks	0.00	384.14
	<b>0.00</b>	<b>384.14</b>
<b>Unsecured &amp; Repayable On Demand:-</b>		
<b>Intercorporate loan:-</b>		
-From Related Party	0.00	107.19
-From others	0.00	6560.60
	<b>0.00</b>	<b>6667.79</b>
<b>Current maturities of Secured long term debts:</b>		
-Term Loans from Banks	1258.72	1976.01
-Term Loans from Others	290.50	5714.87
-15.85% Non Convertible Debentures	2523.19	2364.59
	<b>4072.40</b>	<b>10055.48</b>
<b>TOTAL</b>	<b>4072.40</b>	<b>17107.41</b>

Note:- All unsecured loans are repayable on demand. As they are repayable on demand, they are shown as current borrowing.

**NOTE - 20 TRADE PAYABLES [CURRENT]**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
-Total outstanding dues of micro enterprises and small enterprises	75.45	5.69
-Total outstanding dues of creditors other than micro enterprises and small enterprises [Refer Note No. 35 & 48 ]	1122.03	830.25
<b>TOTAL</b>	<b>1197.48</b>	<b>835.94</b>

**NOTE - 21 OTHER CURRENT FINANCIAL LIABILITIES**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
Unpaid / Unclaimed Dividends	34.19	39.85
Customer Booking Refundable	11.59	86.68
Corporate Guarantee Liability	18.99	170.01
<b>TOTAL</b>	<b>64.77</b>	<b>296.54</b>

Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE - 22 OTHER CURRENT LIABILITIES**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
Other Payables *	245.31	1410.18
Statutory Liabilities	145.01	103.57
Booking advance received from customers	9777.47	771.18
<b>TOTAL</b>	<b>10167.79</b>	<b>2284.92</b>

\* Includes Retention money of Suppliers, Unpaid Expenses & credit balance of bank due to reconciliation.

**NOTE:- 23 REVENUE FROM OPERATIONS**

[Amt. ₹ in Lakh]

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Sales from Land & construction related activities	12175.94	117.65
<b>Other Operating Income:-</b>		
Stock Transfer From Fixed Assets	0.00	7.43
Construction & Land related Professional Fees Income	233.05	0.00
Profit on sale of Fixed Assets	5.86	13.65
Miscellaneous Income	2.83	95.70
Notional Corporate Guarantee Fees Income	40.26	102.66
Sundry Balances written off [Refer Note No. 43 for details]	54.01	85.36
<b>TOTAL</b>	<b>12511.95</b>	<b>422.44</b>

**NOTE:- 24 OTHER INCOME**

[Amt. ₹ in Lakh]

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
<b>Interest income :-</b>		
-from Banks	1.39	3.62
-from Others	56.46	1004.68
<b>TOTAL</b>	<b>57.85</b>	<b>1008.30</b>

Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE - 25 PROJECT EXPENSES**

[Amt. ₹ in Lakh]

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Carting Exp	7.67	8.81
Electric Exp.	28.91	8.36
F.S.I. Charges	145.12	26.89
Labour Exp.	132.50	18.18
Land Exp.	301.15	182.38
Land Purchase	21131.32	0.00
Land Revenue Exp.	0.00	0.81
Machinery Rent	250.56	13.57
Municipal Corporation Charges	51.63	42.27
Professional Charges	70.19	34.93
Raw Material Consumptions	567.73	17.67
Repairs & Maintenance Exp.	3.71	1.22
Royalty & Mining Expenses	10.35	0.00
Site Exp.	7.37	3.57
Site Office Exp.	4.76	1.66
Site Security Exp.	14.76	7.61
UGVCL Charges	0.54	0.98
Works Contract Expenses	4431.61	431.03
<b>TOTAL</b>	<b>27159.89</b>	<b>799.94</b>

**NOTE:- 26 CHANGES IN INVENTORIES**

[Amt. ₹ in Lakh]

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
<b>Closing Stock:-</b>		
Stock of WIP & Finished Goods	21664.44	1835.50
	<b>21664.44</b>	<b>1835.50</b>
<b>Less: Opening Stock:-</b>		
Stock of WIP & Finished Goods	1835.50	681.53
	<b>1835.50</b>	<b>681.53</b>
<b>(Increase) / Decrease in stock = TOTAL</b>	<b>(19828.94)</b>	<b>(1153.97)</b>

**NOTE - 27 EMPLOYEE BENEFIT EXPENSES**

[Amt. ₹ in Lakh]

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Salary, Allowances & Bonus Expenses	1157.16	966.37
Directors' Remuneration	60.00	0.00
Contribution to Provident Fund & ESIC	12.16	12.86
Staff Welfare Expenses	22.61	20.08
<b>TOTAL</b>	<b>1251.93</b>	<b>999.31</b>

Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE - 28 FINANCE COST**

[Amt. ₹ in Lakh]

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Bank Charges	1.68	0.80
Loan Prepayment Charges	1.32	0.00
Amortisation of finance cost as per EIR method	162.61	155.21
	<b>165.61</b>	<b>156.01</b>
<b>Interest to:-</b>		
-Banks	467.44	789.82
-Others	1879.15	3364.56
-Late payment of taxes	18.46	132.62
Finance Charges	13.86	5.84
	<b>2378.90</b>	<b>4292.83</b>
<b>TOTAL</b>	<b>2544.51</b>	<b>4448.84</b>

**NOTE - 29 OTHER EXPENSES**

[Amt. ₹ in Lakh]

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
<b>Administrative &amp; Other Expenses:-</b>		
Appeal Fees	0.01	0.00
Audit Fees	1.00	1.00
Miscellaneous Exp.	0.25	0.09
Computer Consumable	5.89	7.64
Conveyance Expenses	3.03	2.80
C.S.R. Expenses	0.00	19.28
Postage & Courier Charges	7.93	0.49
Depository & Share Transfer Agent Exp.	18.71	7.28
Donation	59.00	5.00
Electric Expenses	44.63	40.87
Filing Fees	0.51	0.26
GST Expenses	88.14	23.61
Insurance Expenses	6.65	3.05
Internet & Website Expenses	7.81	5.72
Legal Expenses	34.11	68.33
Loss on sale of Fixed assets	0.37	0.00
Mobile Phone Exp.	3.35	5.38
Motor-Car Exp.	30.57	34.09
Municipal Tax	31.47	33.47
Office & Office Maintenance Expenses	48.91	34.14
Penalty	0.48	1.50
Preliminary Expenses W/off.	38.07	0.00
Professional Fees	391.06	110.90
Professional Tax	0.02	0.02
Rent & Maintenance Exp.	1.86	0.00
Repair & Maintenance Expenses	35.52	17.43
Site Maintenance Expenses	6.38	0.00

Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE - 29 OTHER EXPENSES (Contd.)**

[Amt. ₹ in Lakh]

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Security Service Charges	31.12	31.31
Service Tax , SBC & KKC Exp.	0.00	8.24
Sitting Fees - Directors	1.46	1.05
Stationery,Printing, Typing & Xerox Expenses	17.52	7.03
Sundry balances written off	10.11	260.24
Telephone Exp.	1.93	2.42
Travelling Exp.	5.73	2.85
	<b>933.60</b>	<b>735.49</b>
<b>Marketing Expenses:-</b>		
Advertisement Expenses	32.38	8.59
Brochure Exp.	11.32	9.97
Brokerage Exp.	13.08	0.00
Registration Expenses (RERA)	1.92	1.54
Sales Promotion Exp	185.20	3.94
Corporate Environment Responsibility Expenses	6.03	0.24
Sponsorship Charges	25.00	0.00
	<b>274.93</b>	<b>24.28</b>
<b>TOTAL</b>	<b>1208.54</b>	<b>759.77</b>

**NOTE-30 SIGNIFICANT ACCOUNTING POLICIES:**

**COMPANY OVERVIEW:**

**1.1 NATURE OF OPERATIONS:**

The Company was incorporated in 1991. The company is a public limited company incorporated and domiciled in India has its registered office at Ganesh Corporate House, 100 feet Hebatpur-Thaltej Road, Nr. Sola bridge, off. S.G. Highway, Ahmedabad-380054, Gujarat, India. The company has its primary listings on the BSE Limited and National Stock Exchange of India Limited in India. The company's main business is real estate promotion and development in residential and commercial segment and infrastructure projects.

**1.2 BASIS OF PREPARATION OF FINANCIAL STATEMENTS:**

**Statement of Compliance:**

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as specified under section 133 of the Companies Act 2013 read together with the Rules notified there under to the extent applicable and the other relevant provisions of the Act, pronouncements of the regulatory bodies applicable to the company.

The financial statements have been prepared on going concern and accrual basis. The accounting policies are applied consistently to all the periods presented in the financial statements.

The financial statements of the Company for the year ended March 31, 2022 were approved by the Board of Directors on 12/05/2022.

**1.3. BASIS OF MEASUREMENT:**

The Ind AS Financial Statements have been prepared on a going concern basis using historical cost convention and fair value measurement, wherever applicable and on an accrual method of accounting, except for certain financial assets and liabilities as specified and defined benefit plans which have been measured at actuarial valuation as required by relevant Ind AS.

**1.4 BASIS FOR CLASSIFICATION OF ASSETS & LIABILITIES:**

All the 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 Schedule III to the Companies Act, 2013. Based on the nature of products and the time between



## Notes to Standalone Financial Statements For the year ended 31 March 2022 (Contd.)

the acquisition of assets or processing and their realization in cash and cash equivalent, project related assets and liabilities have been classified into current and non-current based on operating cycle of respective projects. The Company has ascertained its operating cycle to be 12 months for the purpose of current – non current classification for all other assets and liabilities.

### 1.5 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS:

The preparation of financial statements in conformity with Generally Accepted Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Revisions to accounting estimates are recognised prospectively.

The areas involving critical estimates or judgments are:

- Estimation of Useful life of Property, plant and equipment and intangibles (Note 1.6/1.7)
- Estimation of impairment (Note 1.9, 1.13)
- Estimation of taxes (Note 1.10)
- Estimation of cost of project for revenue recognition (Note 1.11)
- Estimation of defined benefit obligation (Note 1.12)
- Estimation of provision and contingent liabilities (Note 1.17)
- Estimation of Share based payments to employees (Note 1.18)

### SIGNIFICANT ACCOUNTING POLICIES:

#### 1.6. PROPERTY, PLANT & EQUIPMENT:

- A.** Property, Plant & Equipment are stated at cost of acquisition or construction net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises the purchase price and other directly attributable costs. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

#### **B. Depreciation on fixed assets:**

Depreciation is provided based on a pro-rata basis on the useful life of the assets as prescribed in Schedule II of the Companies Act, 2013 on the "Written down value" method in respect of all assets.

- C.** The company had elected to consider the carrying value of all its property, plant and equipment appearing in the financial statements prepared in accordance with Accounting Standards notified under section 133 of the Companies Act 2013 read together with the Rules notified there under and used the same as deemed cost on transition to Ind AS.

### 1.7 INTANGIBLE ASSET

Intangible Assets are recognized when it is probable that the future economic benefits that are attributable to the assets will flow to the company and the cost of asset can be measured reliably.

Intangible Assets are stated at cost, net of accumulated amortization and accumulated impairment loss, if any. Cost includes any expenditure directly attributable on making the asset ready for its intended use.

Intangible assets with finite lives are amortized over their useful economic life. The amortisation period and the amortisation method for finite-life intangible assets is reviewed at each financial year end and adjusted prospectively, if appropriate.

### 1.8. BORROWING COST:

Borrowing costs attributable to the acquisition, construction or production of qualifying assets (i.e. assets that necessarily take substantial period of time to get ready for their intended use or sale) are capitalised as part of the cost of such asset up to the date when such asset is ready for its intended use or sale. Other borrowing costs are recognised as an expense in the period in which they are incurred. Further, interest earned out of borrowed funds from temporary investments is reduced from the borrowing cost.

### 1.9 FINANCIAL INSTRUMENT:

A financial instrument is any contract that gives rise to a financial asset of one entity and financial liability or equity instrument of another entity.

## Notes to Standalone Financial Statements For the year ended 31 March 2022 (Contd.)

### I). **Financial Asset:-**

#### **Initial recognition and measurement:**

All financial instruments are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit & Loss, transaction costs that are attributable to the acquisition of the financial asset, purchase or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place are recognized on the trade date i.e. the date that the company commits to purchase or sell the asset.

#### **Subsequent Measurement:**

For the purpose of subsequent measurement financial assets are classified as measured at:

- Amortised cost
  - Fair value through profit and loss (FVTPL)
  - Fair value through other comprehensive income (FVOCI)
- (a) Financial Asset measured at amortized cost:  
Financial Assets held within a business model whose objective is to hold financial assets in order 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 are measured at amortized cost using effective interest rate (EIR) method. The EIR amortization is recognized as finance income in the statement of Profit & Loss. The company while applying above criteria has classified the following at amortized cost:
- (a) Trade receivables
  - (b) Investment in Subsidiaries
  - (c) Loans
  - (d) Other financial assets
- (b) Financial Assets Measured at fair value through other comprehensive income:  
Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair

value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognized in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to 'other income' in the Statement of Profit and Loss.

- (c) Financial Assets at fair value through profit & loss (FVTPL):

Financial Asset are measured at Fair value through Profit & Loss if it does not meet the criteria for classification as measured at amortized cost or at FVTOCI. All fair value changes are recognized in the statement of Profit & Loss.

#### **Equity Instruments:-**

All investments in equity instruments classified under financial assets are initially measured at fair value, the group may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL.

#### **De-recognition of Financial Assets:-**

Financial assets are derecognized when the contractual rights to the cash flows from the financial asset expire or the financial asset is transferred and the transfer qualifies for Derecognition. On Derecognition of a financial asset in its entirety, the difference between the carrying amount (measured on the date of recognition) and the consideration received (including any new asset obtained less any new liability assumed) shall be recognized in the statement of Profit & Loss.

#### **Impairment of Financial Assets:-**

In accordance with Ind AS 109, the company applies expected credit loss (ECL) model by adopting the simplified approach using a provision matrix reflecting current condition and forecasts of future economic conditions for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- (a) Financial Assets that are debt instruments, and are measured at amortized cost e.g. loans, debt securities, deposits, trade receivables and bank balance

## Notes to Standalone Financial Statements For the year ended 31 March 2022 (Contd.)

- (b) Financial Assets that are debt instruments and are measured at FVTOCI.
- (c) Lease receivables under Ind AS 116.
- (d) Trade receivables or any contractual right to receive cash or another financial asset
- (e) Loan commitments which are not measured at FVTPL
- (f) Financial guarantee contracts which are not measured at FVTPL

### II). **Financial Liability:**

#### **Initial recognition and measurement:**

Financial liabilities are recognized initially at fair value plus any transaction cost that are attributable to the acquisition of the financial liability except financial liabilities at FVTPL that are measured at fair value.

#### **Subsequent measurement:**

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

#### **Financial Liabilities at amortized cost:**

Amortized cost for financial liabilities represents amount at which financial liability is measured at initial recognition minus the principal repayments, plus or minus the cumulative amortization using the effective interest method of any difference between the initial amount and the maturity amount.

The company is classifying the following under amortized cost

- Borrowings from banks
- Borrowings from others
- Trade payables
- Other Financial Liabilities

#### **Derecognition:**

A financial liability shall be derecognized when, and only when, it is extinguished i.e. when the obligation specified in the contract is discharged or cancelled or expires.

### **1.10. INCOME TAXES:**

Income tax expense for the year comprises of current tax and deferred tax. Provision for Current Tax is computed as per Total

Income Returnable under the Income Tax Act, 1961 taking into account available deductions and exemptions.

Deferred tax is recognised in respect of temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised.

### **1.11. REVENUE RECOGNITION:**

- A. The Company derives revenues primarily from sale of properties comprising of both commercial and residential units. The Company recognises revenue when it determines the satisfaction of performance obligations at a point in time and subsequently over time when the Company has enforceable right for payment for performance completed to date. Revenue is recognised upon transfer of control of promised products to customer in an amount that reflects the consideration which the Company expects to receive in exchange for those products.

In arrangements for sale of units the Company has applied the guidance given in IND AS 115, on "Revenue from contracts with customers", by applying the revenue recognition criteria for each distinct performance obligation. The arrangements with customers generally meet the criteria for considering sale of units as distinct performance obligations. For allocating the transaction price, the Company has measured the revenue in respect of each performance obligation of a contract at its relative standalone selling price. The price that is regularly charged for an item when sold separately is the best evidence of its standalone selling price. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer.

The full revenue is recognized on sale of property when the company has transferred to the buyer all significant risks & rewards of ownership and when the seller has not to perform any substantial acts to complete the contract.

## Notes to Standalone Financial Statements For the year ended 31 March 2022 (Contd.)

- B. Lease of land of SEZ project: Land given on perpetual lease is treated as actual sale of land.
- C. Interest income is recognized on accrual basis using the effective interest rate (EIR) method.

### 1.12. RETIREMENT & OTHER EMPLOYEE BENEFITS:-

#### A. Defined Contribution Plans:-

The company's contribution paid / payable for the year to Provident Fund are recognized in the Profit & Loss Statement. The company has no obligation other than the contribution payable to the Government.

The company funds a post-employment benefit obligation by contributing to an insurance policy under which the entity is not obliged to pay any future liability arising, which is directly paid by insurance company and hence treats the same as defined contribution plan as per para 46 of Ind AS 19.

#### B. Defined Benefit Plans:-

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation denominated in INR is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

- C. The company has a system of providing accumulating compensating absences non-vesting and hence no provision is made in the books of accounts for the leaves.
- D. In respect of employees' stock options, the excess of fair price on the date of grant over the exercise price is recognized as deferred compensation cost amortised over the vesting period.

### 1.13. IMPAIRMENT OF ASSETS:

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. Recoverable value is being higher of value in use and net selling price. Value in use is computed at net present value of cash flow expected over the balance useful life of the assets. An impairment loss is recognized in the year in which an asset is identified as impaired as an expense in the Profit and Loss Account.

### 1.14. INVENTORY:

Inventories are valued at the lower of cost and net realisable value.

- A. In case of the inventory of Raw-materials, they are valued at cost using FIFO method.
- B. The Closing stock of WIP has been valued at cost.
- C. The closing stock of finished goods is valued at cost or net realisable value, whichever is less.

### 1.15. TRANSACTIONS IN FOREIGN CURRENCY:

- A. Foreign currency transactions are translated into the functional currency using exchange rates at the date of the transaction.
- B. Monetary items denominated in foreign currencies at the period end are restated at year end rates.
- C. Non monetary foreign currency items are carried at cost.
- D. Any income or expense on account of exchange difference either on settlement or on transaction is recognised in the statement of profit and loss.

### 1.16 LEASES:

Policy applicable before April 01, 2019:-

Finance Lease - Agreements are classified as finance leases, if substantially all the risks and rewards incidental to ownership of the leased asset is transferred to the lessee.

Operating Lease - Agreements which are not classified as finance leases are considered as operating lease.

Operating lease payments/income are recognised as an expense/income in the standalone statement of profit and loss on a straight line basis over the lease term unless there is another systematic basis which is more representative of the time pattern of the lease.

#### Policy applicable after April 01, 2019:-

At the inception of a contract, the Company assesses whether a contract is or contains, a lease. A contract is, or contains a

## Notes to Standalone Financial Statements For the year ended 31 March 2022 (Contd.)

lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange of consideration.

### **As a Lessee:**

#### Right of use Asset

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. At the commencement date, a lessee shall measure the right-of-use asset at cost which comprises initial measurement of the lease liability, any lease payments made at or before the commencement date, less any lease incentives received, any initial direct costs incurred by the lessee; and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

### **Lease Liability:**

At the commencement date, a lessee shall measure the lease liability at the present value of the lease payments that are not paid at that date. The lease payments shall be discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the lessee shall use the lessee's incremental borrowing rate.

### **Short-term lease and leases of low-value assets:**

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of less than 12 months or less and leases of low-value assets, including IT Equipment. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

The election for short-term leases shall be made by class of underlying asset to which the right of use relates. A class of underlying asset is a grouping of underlying assets of a similar nature and use in Company's operations. The election for leases for which the underlying asset is of low value can be made on a lease-by-lease basis.

At present there is no lease contract in the company.

### **1.17.PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS:**

Provisions involving substantial degree of estimation in measurement are recognized when there is a present

obligation as a result of past events, it is probable that there will be an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date. If the effect of the time value of money is material, provisions are discounted to reflect its present value using a current pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation.

Contingent liabilities are disclosed when there is a possible obligation arising from past event, the existence of which will be confirmed only by occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arise from past event where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount can not be made.

### **1.18.SHARE BASED PAYMENT:**

Under the equity settled share based payment, the fair value on the grant date of the awards given to employees is recognised as 'employee benefit expenses' with a corresponding increase in equity over the vesting period. The fair value of the options at the grant date is calculated by an independent valuer basis Black Scholes model. When the options are exercised, the Company issues fresh equity shares.

For cash-settled share based payments, the fair value of the amount payable to employees is recognised as 'employee benefit expenses' with a corresponding increase in liabilities, over the period of non market vesting conditions getting fulfilled. The liability is remeasured at each reporting period up to, and including the settlement date, with changes in fair value recognised in employee benefits expenses.

### **1.19.EARNINGS PER SHARE:**

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

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

## Notes to Standalone Financial Statements For the year ended 31 March 2022 (Contd.)

### 1.20.CASH FLOW STATEMENT:

Cash flows are reported using the indirect method, whereby 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 payment and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated.

### NOTE-31 THE RECONCILIATION OF NUMBER OF SHARES AT THE BEGINNING OF THE YEAR AND AT THE END OF THE YEAR IS SET OUT BELOW:

Particulars	As at 31 March 2022	As at 31 March 2021
Equity shares at the beginning of the year	49227090	49227090
Add: Shares issued during the year	34160000	0
Equity shares at the end of the year	83387090	49227090

### The Statement of Shareholders Holding More Than 5% Equity Shares of The Company:-

Particulars	As at 31 March 2022		As at 31 March 2021	
	No. Of Shares	% Of Holding	No. Of Shares	% Of Holding
Dipakkumar G. Patel	27608752	33.11	11758752	23.89
Shekhar G. Patel	29156662	34.97	13306662	27.03

### The statement of Shareholding of Promoters as below:

Name of Promoter	As at 31 March 2022			As at 31 March 2021		
	No. of Shares	% of total Shares	% Change during the year	No. of Shares	% of total Shares	% Change during the Year
Dipakkumar G. Patel	27608752	33.11	9.22	11758752	23.89	0.00
Shekhar G. Patel	29156662	34.97	7.94	13306662	27.03	0.00

### Right, Preferences and Restrictions attached to shares:

- The company has one class of equity shares having a par value of ₹ 10/- each. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.
- 16334273 Equity shares of ₹ 10/- each are allotted, in the ratio of 1 equity share to the holder of 2 equity shares, as fully paid up Bonus Shares by capitalisation of profits in F.Y. 2016-17.
- 224271 Equity shares of ₹ 10/- each fully paid up are allotted during F.Y. 2017-18 on conversion of options under ESOP 2010 Scheme.
- 2460000 Equity shares of ₹ 10/- each are allotted during F.Y. 2021-22 by way of preferential issue to the persons belonging to Promoter Group.
- 31700000 Equity shares of ₹ 10/- each are allotted during F.Y. 2021-22 by way of Scheme of Amalgamation to the eligible shareholders.

### NOTE-32 EARNINGS PER SHARE:

Basic EPS amounts are calculated by dividing the profit for the year attributable to Equity Shareholders by the weighted average number of Equity Shares outstanding during the year, including effect of shares issued pursuant to Scheme of Arrangement.

Diluted EPS amounts are calculated by dividing the profit for the year attributable to Equity Shareholders by the weighted average of Equity Shares outstanding during the year plus potential Equity Shares.



Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)

**The following reflects the Income and Share used in the Basic and Diluted EPS computation:**

Sr. No.	Particulars	2021-2022	2020-2021
<b>A</b>	<b>Basic &amp; Diluted EPS (IN ₹) From Continuing Operations attributable to equity share holders</b>		
	-Basic	0.01	(9.53)
	-Diluted	0.01	(9.53)
<b>B</b>	<b>Reconciliation of earnings used in calculation of Basic &amp; Diluted EPS</b>		
	Profit attributable to equity shareholders used in calculation of Basic EPS from continuing operations (₹ In Lakh)	4.11	(4692.07)
<b>C</b>	<b>Weighted Average number of shares as denominator</b>		
	Weighted average number of shares used in calculation of Basic EPS	56560423	49227090
	Weighted average number of equity shares and potential equity shares used as denominator in calculation of Diluted EPS	56560423	49227090

**NOTE-33** Corresponding figures of the previous year have been regrouped to confirm with this year's classification wherever necessary.

**NOTE-34 PAYMENT TO AUDITORS:**

[Amt. ₹ in Lakh]

Sr. No.	Particulars	2021-2022	2020-2021
1	As Auditors	1.00	1.00
	<b>TOTAL</b>	<b>1.00</b>	<b>1.00</b>

**NOTE-35 DETAILS OF DUES TO MICRO AND SMALL ENTERPRISES AS DEFINED UNDER THE MICRO, SMALL AND MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006\***

[Amt. ₹ in Lakh]

Sr. No.	Particulars	2021-2022	2020-2021
A	The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year:		
	Principal amount due to micro and small enterprises (Not overdue)	75.45	5.69
	Interest due on above	NIL	NIL
B	The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	NIL	NIL
C	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006.	NIL	NIL
D	The amount of interest accrued and remaining unpaid at the end of each accounting year.	NIL	NIL
E	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of Micro, Small and Medium Enterprises Development Act, 2006.	NIL	NIL

\* This information has been determined to the extent such parties have been identified on the basis intimation received from the "suppliers" regarding their status under the Micro, Small and Medium Enterprises Development by the management.

Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE-36 FINANCIAL INSTRUMENT BY CATEGORY:**

[Amt. ₹ in Lakh]

PARTICULARS	2021-2022			2020-2021		
	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI	Amortised Cost
<b>Financial Assets</b>						
- Investment	0	0	22658.48	0	0	22763.04
- Loans	0	0	30200.10	0	0	44004.72
- Trade Receivable	0	0	11627.94	0	0	5838.78
- Cash & cash equivalents	0	0	460.96	0	0	258.27
- Other bank balances	0	0	158.55	0	0	798.11
- Other financial Assets	0	0	74.62	0	0	106.29
<b>Financial Liabilities</b>						
- Borrowings	0	0	9938.55	0	0	28192.02
- Trade Payables	0	0	2147.48	0	0	1785.94
- Other financial liabilities	0	0	157.42	0	0	388.70

\*Since all the financial Assets and Financial liabilities are measured at amortised cost, disclosure of fair value hierarchy is not being made

**NOTE-37 FAIR VALUE OF FINANCIAL ASSETS & LIABILITIES MEASURED AT AMORTIZED COST:**

[Amt. ₹ in Lakh]

Particulars	2021-2022		2020-2021	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
<b>Financial Assets:</b>				
Investment in Subsidiary	22658.48	22658.48	22763.04	22763.04
Loans	30200.10	30200.10	44004.72	44004.72
Trade Receivable	11627.94	11627.94	5838.78	5838.78
Cash & cash equivalents	460.96	460.96	258.27	258.27
Other bank balances	158.55	158.55	798.11	798.11
- Other financial Assets	74.62	74.62	106.29	106.29
<b>Financial Liabilities:</b>				
Borrowings	9938.55	9938.55	28192.02	28192.02
Trade Payables	2147.48	2147.48	1785.94	1785.94
Other financial liabilities	157.42	157.42	388.70	388.70

- A. The carrying amounts of trade receivables, trade payables, current loans, capital creditors and cash and cash equivalents, other financial assets, other financial liabilities are considered to be the same as their fair values, due to their short-term nature.
- B. The fair values of non-current borrowings and non current Loans are same as their amortised cost since the borrowings are interest bearing at the prevalent market rate.

**NOTE-38 FINANCIAL RISK MANAGEMENT:-**

The Company's activities expose it to market risk, liquidity risk and credit risk. In order to minimize any adverse effects on the financial performance of the company, derivative financial instruments, such as foreign exchange forward contracts, foreign currency option contracts are entered to hedge certain foreign currency risk exposures and interest rate swaps to hedge variable interest rate exposures. Derivatives are used exclusively for hedging purposes and not as trading or speculative instruments.

## Notes to Standalone Financial Statements For the year ended 31 March 2022 (Contd.)

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the impact of hedge accounting in the financial statements

Risk	Exposure	Measurement	Management
Credit Risk	Financial Assets measured at amortised cost	-Ageing Analysis -Credit Ratings	Diversification, Credit Limits
Liquidity Risk	Borrowing and other liabilities	Rolling Cash flow forecasts	Availability of committed borrowing facilities
Market Risk - Interest Rates	Variable Rate Borrowings	Sensitivity Analysis	Conversion of loan from higher interest rate to lower interest rate

### Credit Risk Management

Credit risk is managed on a company basis. For banks and financial institutions, only high rated banks/institutions are accepted.

For other financial assets, the company assesses and manages credit risk based on internal credit rating system. The finance function consists of a separate team who assess and maintain an internal credit rating system. Internal credit rating is performed on a company basis for each class of financial instruments with different characteristics.

### Liquidity Risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, company treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors rolling forecasts of the company's liquidity position and cash and cash equivalents on the basis of expected cash flows. This is generally carried out at local level in the operating companies of the company in accordance with practice and limits set by the company. These limits vary by location to take into account the liquidity of the market in which the entity operates. In addition, the company's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

### Financing Arrangements:

[Amt. ₹ in Lakh]

Particulars	2021-2022	2020-2021
<b>Floating Rate:</b>		
Expiring within 1 year	4072.40	10439.62
Expiring beyond 1 year	5504.80	11051.83

### Maturities of financial liabilities (except current maturity of long term debts) as on:

[Amt. ₹ in Lakh]

Financial Liabilities	2021-2022			2020-2021		
	<3 month	3 to 12 month	Total	<3 month	3 to 12 month	Total
<b>Non Derivative</b>						
Unclaimed Dividend	0.00	34.19	34.19	0.00	39.85	39.85
Customer bookings refundable	0.00	104.24	104.24	0.00	178.83	178.83
Trade payable	0.00	2147.48	2147.48	0.00	1785.94	1785.94

## Notes to Standalone Financial Statements For the year ended 31 March 2022 (Contd.)

### Market Risk Management

#### Cash flow and fair value interest rate risk

The Company's main interest rate risk arises from long-term borrowings with variable rates, which expose the Company to cash flow interest rate risk.

The Company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

The Company manages its cash flow interest rate risk by converting higher rate interest loan to lower rate interest loan.

#### Interest rate risk exposure

[Amt. ₹ in Lakh]

Particulars	2021-2022	2020-2021
Variable Rate borrowings	9577.21	21491.45
Fixed Rate Borrowings	361.35	6700.57

#### At the end of reporting period the Company had the following variable rate borrowings.

[Amt. ₹ in Lakh]

Particulars	2021-2022			2020-2021		
	Average Interest Rate %	Balance	% of Total Loan	Average Interest Rate %	Balance	% of Total Loan
Cash credit From Bank	0.00%	0.00	0	13.25%	384.14	1
Term Loan From Bank & NBFC	11.99%	7054.02	71	14.25%	14852.71	53
Debentures	15.85%	2523.19	25	15.85%	6254.59	22
<b>Net Exposure</b>		<b>9577.21</b>	<b>96</b>		<b>21491.45</b>	<b>76</b>

#### Sensitivity Analysis

[Amt. ₹ in Lakh]

Particulars	Impact on PBT		Impact on other Components of Equity	
	31.03.2022	31.03.2021	31.03.2022	31.03.2021
Interest Rate increase by 50 basis points	(90.75)	(141.49)	0	0

#### Price Risk

The Company's exposure to equity securities price risk does not arise since company has measured investments at amortised cost.

#### NOTE-39 CAPITAL MANAGEMENT:

The Company's objectives when managing capital are to

- safeguard their ability to continue as a going concern, so that they can continue to provide returns to shareholders and benefits to other stakeholders, and
- Maintain an optimal capital structure to reduce the cost of capital.

Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)

**Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:**

**Net debt (total borrowings net of cash and cash equivalents & Other Bank Balances) divided by Total Equity**

[Amt. ₹ in Lakh]

Particulars	2021-2022	2020-2021
Net Debt	9319.04	27135.64
Total Equity	87138.89	65416.82
Debt Equity Ratio	0.11	0.41

**Dividends recognized as distributed to owners**

[Amt. ₹ in Lakh]

Particulars	2021-2022	2020-2021
Final Dividend	0	0
Tax on Dividend	0	0

**NOTE-40 INFORMATION CONCERNING CLASSIFICATION OF SECURITIES:**

**Assets Mortgaged as security**

[Amt. ₹ in Lakh]

Particulars	2021-2022	2020-2021
<b>Current</b>		
<b>Financial Asset:</b>		
- First Charge	0.00	0.00
- Floating Charge	0.00	59.51
<b>Non-Financial Asset:</b>		
- First Charge	0.00	0.00
- Floating Charge	0.00	966.77
<b>Non-Current</b>		
First Charge	1073.37	1132.66
<b>Total assets mortgaged as security</b>	<b>1073.37</b>	<b>2158.93</b>

The details of security offered for the secured loans taken are as follows:

**A. Loans from Tamilnad Mercantile Bank Ltd.:**

Charge secured by mortgage of immovable property and interest thereon of the company and subsidiary company and personal guarantee of two promoter directors of the company & corporate guarantee of subsidiary company.

**B. Loan from Axis Finance Ltd.:**

Charge secured by mortgage of immovable property and interest thereon of the company & group companies of the company and personal guarantee of two promoter directors of the companies & corporate guarantee of group companies.

**C. Loan from Kotak Mahindra Investments Limited:**

Charge secured by mortgage of immovable property and interest thereon of the company, maintenance of F.D. with lien and hypothecation of receivables, book debts, outstanding moneys and claims, escrow accounts of projects, etc of the company and personal guarantee of two promoter directors of the company.

**D. The details of security offered for the secured Debentures are as follows:**

Asia Real Estate II India opportunity Trust NCD: Charge secured by mortgage of immovable property and interest thereon of the company and subsidiary company, maintenance of F.D. with lien and hypothecation of receivables, book debts, movable assets, outstanding

## Notes to Standalone Financial Statements For the year ended 31 March 2022 (Contd.)

moneys and claims, escrow accounts of projects, etc of the company and its subsidiary company, pledge of shares of promoter of the subsidiary company, personal guarantee of promoter directors of the company and corporate guarantee of subsidiary company. The trustee for the said debentures is IDBI Trusteeship Services Limited in whose name the necessary charge is created.

- E.** Loans in respect of Vehicles are secured by the hypothecation of the vehicles financed through the loan agreement. viz. Motor Cars.

### NOTE-41 INCOME TAXES:

#### A. Tax (Credit)/Expense recognised in profit or loss

	[Amt. ₹ in Lakh]	
Particulars	2021-2022	2020-2021
Current Tax	7.50	1095.38
Deferred Tax	26.12	(998.92)
<b>Total Income Tax Expenses</b>	<b>33.62</b>	<b>96.46</b>

#### B. Reconciliation of tax expenses and the accounting profit multiplied by Tax Rate

	[Amt. ₹ in Lakh]	
Particulars	2021-2022	2020-2021
Profit Before Tax	37.72	(4595.61)
Statutory Tax Rate (%)	26.00%	26.00%
Tax at statutory tax rate	9.81	(1194.86)
Tax effects of amounts which are not deductible in calculating taxable income due to adjustments as per income tax act	23.81	1291.31
Tax effects of difference between current tax rate and deferred tax rate	0	0
<b>Income Tax Expense</b>	<b>33.62</b>	<b>96.46</b>

#### C. Current Tax Asset / (Liability)

	[Amt. ₹ in Lakh]	
Particulars	2021-2022	2020-2021
Income Tax asset at the beginning of the reporting period	30.32	27.33
Income Tax liability at the beginning of the reporting period	0.00	0.00
Increase / (Decrease) in liability as per income tax adjustment	0.02	(0.77)
Income Tax paid	0.00	0.00
Income Tax Refund	30.35	26.56
Current income tax payable for the year	33.62	96.46
<b>Income Tax Asset at the end of the period</b>	<b>115.97</b>	<b>30.32</b>
<b>Income Tax Liability at the end of the period</b>	<b>0.00</b>	<b>0.00</b>

#### D. Deferred Tax Assets/ (Liabilities)

	[Amt. ₹ in Lakh]	
Particulars	2021-2022	2020-2021
<b>The balances comprises temporary differences attributable to :</b>	<b>2882.33</b>	<b>1883.40</b>
<b>Deferred Tax Assets</b>		
Difference of WDV of fixed assets	0.00	(5.27)
Disallowances under the Income Tax Act, 1961	(53.28)	982.99
<b>Deferred Tax Liabilities</b>		
Disallowances under the Income Tax Act, 1961	(26.68)	(23.81)
Difference of WDV of fixed assets	(0.48)	2.60
<b>Net Deferred Tax Asset/(liability)</b>	<b>2856.21</b>	<b>2882.33</b>



Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)

**MOVEMENT IN DEFERRED TAX**

For the year ended on March 31, 2021

[Amt. ₹ in Lakh]

Particulars	As at April 1, 2020	Credit/ (charge) in the Statement of Profit and Loss	Credit/(charge) in Other Comprehensive Income	As at March 31, 2021
<b>Deferred tax assets/(liabilities)</b>				
Related to Fixed Assets	5.27	(7.87)	0.00	(2.60)
Related to Income Tax Act, 1961	1944.47	982.99	0.00	2927.45
Related to Income Tax Act, 1961	(66.33)	23.81	0.00	(42.52)
<b>TOTAL</b>	<b>1883.40</b>	<b>998.92</b>	<b>0.00</b>	<b>2882.33</b>

For the year ended on March 31, 2022

[Amt. ₹ in Lakh]

Particulars	As at April 1, 2021	Credit/ (charge) in the Statement of Profit and Loss	Credit/(charge) in Other Comprehensive Income	As at March 31, 2022
<b>Deferred tax assets/(liabilities)</b>				
Related to Fixed Assets	(2.60)	0.48	0.00	(2.12)
Related to Income Tax Act, 1961	2927.45	(53.28)	0.00	2874.17
Related to Income Tax Act, 1961	(42.52)	26.68	0.00	(15.85)
<b>TOTAL</b>	<b>2882.33</b>	<b>(26.12)</b>	<b>0.00</b>	<b>2856.21</b>

**NOTE-42 SEGMENT REPORTING:**

**Factors used to identify the entity's reportable segments, including the basis of organization:**

For management purposes, the Company has only one reportable segment namely, Development of real estate property. The Managing Director of the Company acts as the Chief Operating Decision Maker ("CODM"). The CODM evaluates the Company's performance and allocates resources based on an analysis of various performance indicators.

**1. Information about Products and Services:**

[Amt. ₹ in Lakh]

Particulars	2021-2022	2020-2021
Real Estate Promotion & Development	12511.95	422.44

**2. Information about Geographical Areas:**

[Amt. ₹ in Lakh]

Particulars	2021-2022	2020-2021
Revenues	12511.95	422.44
Non Current Assets	45050.30	50710.39

**3. Information about Major Customers:**

Revenue from transactions with a single customer does not amount to 10 percent or more of entity's revenues with any customer.

Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE-43 REVENUE FROM CONTRACTS WITH CUSTOMERS:**

**Disaggregated Revenue Information:**

[Amt. ₹ in Lakh]

Particulars	Revenue from the product	
	2021-2022	2020-2021
<b>Types of Product/Service</b>		
Real Estate Promotion & Development	12511.95	422.44
<b>Geographical Disaggregation:</b>		
Revenues within India	12511.95	422.44
<b>Timing of revenue recognition wise</b>		
- At a point in time	12511.95	422.44
- Over the period of time	0.00	0.00

**Contract balances:**

The following table provides information about receivables, contracts assets and contract liabilities from contracts with customers:

[Amt. ₹ in Lakh]

Particulars	2021-2022	2020-2021
<b>Contract assets</b>		
Trade Receivables	11627.94	5838.78
<b>Contract liabilities</b>		
Booking advance received from customers	9777.47	771.18
Customer Booking Refundable	104.24	178.83

**Revenue recognised in relation to contract liabilities**

[Amt. ₹ in Lakh]

Particulars	2021-2022	2020-2021
Revenue recognised that was included in the contract liability balance at the beginning of the period	0	0

**NOTE-44 RELATED PARTY TRANSACTIONS:**

**Subsidiaries**

Gatil Properties Private Limited  
Madhukamal Infrastructure Private Limited  
Million Mind Techspace Private Limited

**Other Related Parties**

Starnet Software (I) Limited	Archanaben Patel
Homelab Designs Pvt. Ltd.	Tarang Desai
Shaily Infrastructure Private Limited	Aneri Patel
Mahavir (Thaltej) Complex Pvt Ltd	Bharat Patel
Rohini Realty Private limited	Ashish Modi - A.Mody Construction Co.
Anmol Patel	Urbanaac Infrastructures Pvt. Ltd.

**Key Managerial Personnel**

Shri Shekhar G. Patel  
Shri Dipakkumar G. Patel

Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)

**Key Managerial Personnel Compensation:**

[Amt. ₹ in Lakh]

Particulars	2021-2022	2020-2021
Short term employee benefits	60.00	0

(Related parties as identified by the company and relied upon by the auditors)

**Nature of transactions with related parties and aggregate amount of such transactions for each class of related party balance outstanding as on 31 March 2022:-**

[Amt. ₹ in Lakh]

Particulars	2021-2022			2020-2021		
	Subsidiary	Other Related Parties	Key Managerial Person	Subsidiary	Other Related Parties	Key Managerial Person
<b>BUSINESS ADVANCES:-</b>						
MADHUKAMAL INFRASTRUCTURE PRIVATE LIMITED (FORMERLY KNOWN AS ESSEM INFRA PRIVATE LIMITED)	13745.89			21682.08		
GATIL PROPERTIES PVT LTD.	15696.49					
MILLION MINDS TECHSPACE PVT. LTD.	1.00					
STARNET SOFTWARE (INDIA) LTD					15065.43	
SHAILY INFRASTRUCTURE PVT LTD.		20.94			14.31	
MAHAVIR (THALTEJ) COMPLEX PVT LTD		1.50				
<b>ADVANCES FOR PURCHASE OF LAND:-</b>						
SHEKHAR G. PATEL			435.51			
<b>SHORT TERM UNSECURED LOAN REPAYABLE ON DEMAND:-</b>						
GATIL PROPERTIES PVT LTD.				107.19		
<b>INVESTMENT:-</b>						
GATIL PROPERTIES PVT LTD.	21318.79			21318.79		
MADHUKAMAL INFRASTRUCTURE PRIVATE LIMITED (FORMERLY KNOWN AS ESSEM INFRA PRIVATE LIMITED)	1338.69			1444.25		
MILLION MINDS TECHSPACE PVT. LTD.	1.00					
<b>TRADE RECEIVABLES:-</b>						
MAHAVIR (THALTEJ) COMPLEX PVT LTD		9941.77				

Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)

[Amt. ₹ in Lakh]

Particulars	2021-2022			2020-2021		
	Subsidiary	Other Related Parties	Key Managerial Person	Subsidiary	Other Related Parties	Key Managerial Person
<b>TRADE PAYABLES:-</b>						
ASHISH MODI - SITING FEES			0.28			0.36
BHARAT J PATEL - SITING FEES			0.24			0.37
TARANG M DESAI - SITING FEES			0.27			0.37
ANERI D PATEL - SITTING FEES			0.10			0.21
SHEKHAR GOVINDBHAI PATEL - UNPAID REMUNERATION			7.25			
DIPAKKUMAR GOVINDBHAI PATEL - UNPAID REMUNERATION			7.51			
ANMOL DIPAKKUMAR PATEL		1.24			1.46	
A. MODY CONSTRUCTION CO.			0.47			1.36
URBANAAC INFRASTRUCTURES PVT. LTD.		175.60				
<b>REMUNERATION TO DIRECTORS:-</b>						
DIPAKKUMAR G. PATEL			30.00			
SHEKHAR G. PATEL			30.00			
<b>INCOME:-</b>						
MAHAVIR (THALTEJ) COMPLEX PVT LTD - LAND SALE		10041.77				
<b>EXPENSES :-</b>						
SITTING FEE			1.46			1.05
WORKS CONTRACT EXPENSES - ASHISH H. MODI - A. MODY CONSTRUCTION CO.			8.18		20.75	
PURCHASE OF LAND - DIPAKKUMAR G. PATEL			121.57			
PURCHASE OF LAND - SHEKHAR G. PATEL			101.62			
PURCHASE OF LAND – ARCHANABEN PATEL		92.00				
SALARY TO ANMOL DIPAKKUMAR PATEL		26.00			19.60	
PURCHASE OF FURNITURES & FIXTURES- HOMELAB DESIGNS PVT. LTD.		1.30			2.25	
WORKS CONTRACT EXPENSES - URBANAAC INFRASTRUCTURES PVT. LTD.		3347.53				

Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE-45 DISCLOSURE AS PER REGULATION 34(3) READ WITH PARA A OF SCHEDULE V OF THE SEBI (LISTING OBLIGATION AND DISCLOSURES REQUIREMENTS) REGULATION, 2015 AND SECTION 186(4) OF COMPANIES ACT, 2013.**

The details of business advances & loans given for business purposes are as follows:-

Particulars	Balance As On 31 March 2022			Balance As On 31 March 2021		
	Amt. ₹ in Lakh	% of total Loan	Maximum Amount Outstanding during the Year	Amt. ₹ in Lakh	% of total Loan	Maximum Amount Outstanding during the Year
<b>Current Financial Assets – Loan</b>						
Business Advances to Subsidiary Companies:						
Madhukamal Infrastructure Private Limited	13745.89	45.52	21690.83	21682.08	49.27	26380.49
Gatil Properties Private Limited	15696.49	51.97	19412.24	0.00	0.00	0.00
Million Minds Techspace Pvt. Ltd.	1.00	0.00	1.00	0.00	0.00	0.00
<b>TOTAL</b>	<b>29443.38</b>			<b>21682.08</b>		
<b>Short Term Business Advances to Other Related Companies:</b>						
Shaily Infrastructure Private Limited						
	20.94	0.07	20.94	14.31	0.03	14.31
Mahavir (Thaltej) Complex Pvt. Ltd.						
	1.50	0.00	1.50	0.00	0.00	0.00
Sarnet Software (India) Limited						
	0.00	0.00	15065.43	15065.43	34.24	16290.99
<b>TOTAL</b>	<b>22.45</b>			<b>15079.74</b>		
<b>Short Term Business Advances to Others:</b>						
Shangrila Funworld Private Limited						
	0.00	0.00	6863.25	6863.25	15.60	6893.25
Ganesh Plantations Ltd.						
	52.07	0.17	1319.71	0.00	0.00	0.00
Shreekala Infrastructure Pvt. Ltd.						
	62.90	0.21	62.90	0.00	0.00	0.00
Maheshwari (Thaltej) Complex Pvt. Ltd.						
	31.62	0.10	31.62	0.00	0.00	0.00
<b>TOTAL</b>	<b>146.58</b>			<b>6863.25</b>		

**NOTE-46 CONTINGENT LIABILITIES:**

- For the Asst. Year 2015-16 the assessee was under scrutiny assessment under the Income-tax Act 1961 and the A.O. has passed the order dated 21.12.2019 u/s. 143(3) r.w.s. 264 of the I.T. Act, 1961 and has raised the demand of ₹ 154.55 lakh. The Company has filed an appeal before CIT(A) for the addition made in the assessment order. The addition made is a covered matter and covered by the decision in the case of Company itself of the Hon'ble ITAT in favour of the company. The Company has filed stay application before the Assessing Officer and the stay application is pending for disposal and the appeal filed by the Company before the CIT(A) is also pending for disposal.
- For the Asst. Year 2017-18 the assessee was under scrutiny assessment under the Income-tax Act 1961 and the A.O. has passed the order dated 18.12.2019 u/s. 143(3) of the I.T. Act, 1961 and has raised the demand of ₹ 83.32 lakh. The Company has filed an appeal before CIT(A) for the addition made in the assessment order. The addition made is a covered matter and covered by the decision in the case of company itself of the Hon'ble ITAT in favour of the company. The Company has filed stay application before the Assessing Officer and the stay application is pending for disposal and the appeal filed by the Company before the CIT(A) is also pending for disposal.
- For the Asst. Year 2018-19 scrutiny assessment is completed and demand of ₹14.07 lakh raised by the Assessing Officer. The company has filed appeal before National Faceless Appeal Centre (NFAC) and the said appeal is pending for disposal.
- The Income-tax Department has issued notice u/s.148 of the Act for A.Y.2018-19. The company has filed Return against the said notice and the assessment is pending.
- For the Asst. Years 2007-08 to 2012-13 assessment order were passed under the Income-tax Act, 1961 and various demands were raised by the Income-tax Department, against which the company had filed appeal before the CIT(A), Ahmedabad and the CIT(A) had given

**Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)**

relief by giving the decision majority of the issues in favour of the company and for some issues against the company. Hence, the Income-tax department and the company had filed appeal before the Income-tax Appellate Tribunal, Ahmedabad. The ITAT, Ahmedabad had passed the order for all the years in favour of the company. Against the order of ITAT, the department has filed appeal before the Hon'ble Gujarat High Court at Ahmedabad and the Gujarat High Court at Ahmedabad has given relief for many issues and for few issues appeal of the income-tax department admitted and pending before Gujarat High Court. The income-tax department has filed Special Civil Application before the Hon'ble Supreme Court for relief granted by Gujarat High Court in favour of company. The said issues are pending before Hon'ble Supreme Court.

- F. The Company has given security & guarantee for Non Convertible Debentures of ₹ 17710.00 lakh issued by Madhukamal Infrastructure Private Limited. The trustees for the said NCD are IDBI Trusteeship Services Limited in whose favour the guarantee is given. The outstanding balance of NCD as on 31st March, 2022 is ₹ 3832.90 lakh.
- G. There are several cases being fought at various statutes level pertaining to taxation both direct & indirect, where the company has won the matter at lower level statutes and the concerned department has preferred an appeal.
- H. There are several cases filed by the company and against the company pertains to land disputes which are being fought at various statutes level. The no. of cases keeps on changing.

**NOTE-47 EMPLOYEE BENEFITS: DEFINED CONTRIBUTION PLAN:**

**A. Define Contribution Plans:**

Contribution to defined Contribution Plans recognised as expenses for the year are as under:

	[Amt. ₹ in Lakh]	
<b>Particulars</b>	<b>2021-2022</b>	<b>2020-2021</b>
Employer's contribution to Provident Funds	11.18	11.69
Employer's contribution to ESIC	0.99	1.16

**B. Defined Benefit Plan:**

The employees' gratuity fund scheme managed by a Trust (Life Insurance Corporation of India) is a defined benefit plan. The present value of obligation is determined on actuarial valuation, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

**Gratuity Disclosure Statement as Per Indian Accounting Standard 19 (Ind AS 19) :**

	[Amt. ₹ in Lakh]	
<b>Particulars</b>	<b>2021-2022</b>	<b>2020-2021</b>
Type of Benefit	Gratuity	Gratuity
Country	India	India
Reporting Currency	INR	INR
Reporting Standard	Indian Accounting Standard 19 (Ind AS 19)	Indian Accounting Standard 19 (Ind AS 19)
Funding Status	Funded	Funded
Starting Period	01-Apr-21	01-Apr-20
Date of Reporting	31-Mar-22	31-Mar-21
Period of Reporting	12 Months	12 Months
Reference ID	638077	532504



**Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)**

[Amt. ₹ in Lakh]

Particulars	2021-2022	2020-2021
<b>Assumptions (Previous Period)</b>		
Expected Return on Plan Assets	6.80%	6.87%
Rate of Discounting	6.80%	6.87%
Rate of Salary Increase	7.00%	7.00%
Rate of Employee Turnover	5.00%	5.00%
Mortality Rate During Employment	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2006-08) Ultimate
<b>Assumptions (Current Period)</b>		
Expected Return on Plan Assets	7.23%	6.80%
Rate of Discounting	7.23%	6.80%
Rate of Salary Increase	7.00%	7.00%
Rate of Employee Turnover	5.00%	5.00%
Mortality Rate During Employment	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality (2006-08) Ultimate
<b>Table Showing Change in the Present Value of Defined Benefit Obligation</b>		
<b>Present Value of Benefit Obligation at the Beginning of the Period</b>	<b>469.29</b>	<b>454.34</b>
Interest Cost	31.91	31.21
Current Service Cost	32.48	32.74
Past Service Cost	0.00	0.00
Liability Transferred In/ Acquisitions	0.00	0.00
(Liability Transferred Out/ Divestments)	0.00	0.00
(Gains)/ Losses on Curtailment	0.00	0.00
(Liabilities Extinguished on Settlement)	0.00	0.00
(Benefit Paid Directly by the Employer)	0.00	0.00
(Benefit Paid From the Fund)	(34.04)	(22.95)
The Effect Of Changes in Foreign Exchange Rates	-	-
Actuarial (Gains)/Losses on Obligations - Due to Change in Demographic Assumptions	0.09	0.00
Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	(19.57)	3.31
Actuarial (Gains)/Losses on Obligations - Due to Experience	(32.49)	(29.36)
<b>Present Value of Benefit Obligation at the End of the Period</b>	<b>447.68</b>	<b>469.29</b>
<b>Table Showing Change in the Fair Value of Plan Assets</b>		
<b>Fair Value of Plan Assets at the Beginning of the Period</b>	<b>89.59</b>	<b>105.68</b>
Interest Income	6.09	7.26
Contributions by the Employer	5.00	1.46
Expected Contributions by the Employees	0.00	0.00
Assets Transferred In/Acquisitions	0.00	0.00
(Assets Transferred Out/ Divestments)	0.00	0.00
(Benefit Paid from the Fund)	(34.04)	(22.95)
(Assets Distributed on Settlements)	0.00	0.00
Effects of Asset Ceiling	0.00	0.00
The Effect of Changes In Foreign Exchange Rates	0.00	0.00
Return on Plan Assets, Excluding Interest Income	(2.80)	(1.86)
<b>Fair Value of Plan Assets at the End of the Period</b>	<b>63.84</b>	<b>89.59</b>

Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)

[Amt. ₹ in Lakh]

Particulars	2021-2022	2020-2021
<b>Amount Recognized in the Balance Sheet</b>		
(Present Value of Benefit Obligation at the end of the Period)	(447.68)	(469.29)
Fair Value of Plan Assets at the end of the Period	63.84	89.59
Funded Status (Surplus/ (Deficit))	(383.83)	(379.70)
<b>Net (Liability)/Asset Recognized in the Balance Sheet</b>	<b>(383.83)</b>	<b>(379.70)</b>
<b>Net Interest Cost for Current Period</b>		
Present Value of Benefit Obligation at the Beginning of the Period	469.29	454.34
(Fair Value of Plan Assets at the Beginning of the Period)	(89.59)	(105.68)
<b>Net Liability/(Asset) at the Beginning</b>	<b>379.70</b>	<b>348.66</b>
	0.00	0.00
Interest Cost	31.91	31.21
(Interest Income)	(6.09)	(7.26)
<b>Net Interest Cost for Current Period</b>	<b>25.82</b>	<b>23.95</b>
<b>Expenses Recognized in the Statement of Profit or Loss for Current Period</b>		
Current Service Cost	32.48	32.74
Net Interest Cost	25.82	23.95
Past Service Cost	0.00	0.00
(Expected Contributions by the Employees)	0.00	0.00
(Gains)/Losses on Curtailments And Settlements	0.00	0.00
Net Effect of Changes in Foreign Exchange Rates	0.00	0.00
<b>Expenses Recognized</b>	<b>58.30</b>	<b>56.69</b>
<b>Expenses Recognized in the Other Comprehensive Income (OCI) for Current Period</b>		
Actuarial (Gains)/Losses on Obligation For the Period	(51.96)	(26.05)
Return on Plan Assets, Excluding Interest Income	2.80	1.86
Change in Asset Ceiling	0.00	0.00
<b>Net (Income)/Expense For the Period Recognized in OCI</b>	<b>(49.17)</b>	<b>(24.19)</b>
<b>Balance Sheet Reconciliation</b>		
Opening Net Liability	379.70	348.66
Expenses Recognized in Statement of Profit or Loss	58.30	56.69
Expenses Recognized in OCI	(49.17)	(24.19)
Net Liability/(Asset) Transfer In	0.00	0.00
Net (Liability)/Asset Transfer Out	0.00	0.00
(Benefit Paid Directly by the Employer)	0.00	0.00
(Employer's Contribution)	(5.00)	(1.46)
<b>Net Liability/(Asset) Recognized in the Balance Sheet</b>	<b>383.83</b>	<b>379.70</b>
<b>Category of Assets</b>		
Government of India Assets	0.00	0.00
State Government Securities	0.00	0.00
Special Deposits Scheme	0.00	0.00
Debt Instruments	0.00	0.00
Corporate Bonds	0.00	0.00
Cash And Cash Equivalents	0.00	0.00
Insurance fund	63.84	89.59
Asset-Backed Securities	0.00	0.00
Structured Debt	0.00	0.00
Other	0.00	0.00
<b>Total</b>	<b>63.84</b>	<b>89.59</b>

Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)

[Amt. ₹ in Lakh]

Particulars	2021-2022	2020-2021
<b>Other Details</b>		
No of Members in Service	0.00	0.00
Per Month Salary For Members in Service	80.85	85.12
Weighted Average Duration of the Defined Benefit Obligation	0.00	0.00
Average Expected Future Service	0.00	0.00
Defined Benefit Obligation (DBO) - Total	447.68	469.29
Defined Benefit Obligation (DBO) - Due but Not Paid	2.52	0.00
<b>Expected Contribution in the Next Year</b>	<b>80.85</b>	<b>85.12</b>
<b>Net Interest Cost for Next Year</b>		
Present Value of Benefit Obligation at the End of the Period	447.68	469.29
(Fair Value of Plan Assets at the End of the Period)	(63.84)	(89.59)
<b>Net Liability/(Asset) at the End of the Period</b>	<b>383.83</b>	<b>379.70</b>
	0.00	0.00
Interest Cost	32.18	31.91
(Interest Income)	(4.43)	(6.09)
<b>Net Interest Cost for Next Year</b>	<b>27.75</b>	<b>25.82</b>
<b>Expenses Recognized in the Statement of Profit or Loss for Next Year</b>		
Current Service Cost	28.61	32.48
Net Interest Cost	27.75	25.82
(Expected Contributions by the Employees)	0.00	0.00
<b>Expenses Recognized</b>	<b>56.36</b>	<b>58.30</b>
<b>Maturity Analysis of the Benefit Payments</b>		
Projected Benefits Payable in Future Years From the Date of Reporting		
1st Following Year	50.66	47.91
2nd Following Year	23.88	24.42
3rd Following Year	24.47	25.22
4th Following Year	30.68	38.49
5th Following Year	74.06	30.77
Sum of Years 6 To 10	118.27	165.17
Sum of Years 11 and above	856.87	856.47
<b>Sensitivity Analysis</b>		
Defined Benefit Obligation on Current Assumptions	447.68	469.29
Delta Effect of +1% Change in Rate of Discounting	0.00	0.00
Delta Effect of -1% Change in Rate of Discounting	(40.05)	(43.53)
Delta Effect of +1% Change in Rate of Salary Increase	48.04	52.48
Delta Effect of -1% Change in Rate of Salary Increase	47.67	51.84
Delta Effect of +1% Change in Rate of Employee Turnover	(40.48)	(43.83)
Delta Effect of -1% Change in Rate of Employee Turnover	0.76	(1.23)

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the Defined Benefit Obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the Defined Benefit Obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the Defined Benefit Obligation as recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

## Notes to Standalone Financial Statements For the year ended 31 March 2022 (Contd.)

### Notes

Gratuity is payable as per entity's scheme as detailed in the report.

Actuarial gains/losses are recognized in the period of occurrence under Other Comprehensive Income (OCI). All above reported figures of OCI are gross of taxation.

Salary escalation & attrition rate are considered as advised by the entity; they appear to be in line with the industry practice considering promotion and demand & supply of the employees.

Maturity Analysis of Benefit Payments is undiscounted cashflows considering future salary, attrition & death in respective year for members as mentioned above.

Average Expected Future Service represents Estimated Term of Post - Employment Benefit Obligation.

Weighted Average Duration of the Defined Benefit Obligation is the weighted average of cash flow timing, where weights are derived from the present value of each cash flow to the total present value.

Any benefit payment and contribution to plan assets is considered to occur end of the year to depict liability and fund movement in the disclosures.

Value of asset provided by the entity is not audited by us and the same is considered as unaudited fair value of plan asset as on the reporting date.

In absence of specific communication as regards contribution by the entity, Expected Contribution in the Next Year is considered as the sum of net liability/assets at the end of the current year and current service cost for next year, subject to maximum allowable contribution to the Plan Assets over the next year as per the Income Tax Rules.

### Qualitative Disclosures

#### Para 139 (a) Characteristics of defined benefit plan

The entity has a defined benefit gratuity plan in India (funded). The entity's defined benefit gratuity plan is a final salary plan for employees, which requires contributions to be made to a separately administered fund. The fund is managed by a trust which is governed by the Board of Trustees. The Board of Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy.

#### Para 139 (b) Risks associated with defined benefit plan

Gratuity is a defined benefit plan and entity is exposed to the Following Risks:

**Interest rate risk:** A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

**Salary Risk:** The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

**Investment Risk:** The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

**Asset Liability Matching Risk:** The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.

**Mortality risk:** Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

**Concentration Risk:** Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very low as insurance companies have to follow stringent regulatory guidelines which mitigate risk.

Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)

**Para 139 (c) Characteristics of defined benefit plans**

During the year, there were no plan amendments, curtailments and settlements.

**Para 147 (a)**

A separate trust fund is created to manage the Gratuity plan and the contributions towards the trust fund is done as guided by rule 103 of Income Tax Rules, 1962.

**NOTE-48 TRADE PAYABLES AGEING SCHEDULE:**

[Amt. ₹ in Lakh]

Sr. No.	Particulars	Outstanding for following periods from due date of payment					Total
		Not Due For Payment	Less Than 01 Year	1-2 Years	2-3 Years	More Than 03 Years	
<b>As at 31 March 2022</b>							
<b>A</b>	<b>NON CURRENT:</b>						
1	MSME	0.00	0.00	0.00	0.00	0.00	0.00
2	Others	0.00	0.00	950.00	0.00	0.00	950.00
3	Disputed dues MSME	0.00	0.00	0.00	0.00	0.00	0.00
4	Disputed dues Others	0.00	0.00	0.00	0.00	0.00	0.00
<b>B</b>	<b>CURRENT:</b>						
1	MSME	0.00	75.45	0.00	0.00	0.00	75.45
2	Others	0.00	702.97	50.01	15.99	353.06	1122.03
3	Disputed dues MSME	0.00	0.00	0.00	0.00	0.00	0.00
4	Disputed dues Others	0.00	0.00	0.00	0.00	0.00	0.00
<b>As at 31 March 2021</b>							
<b>A</b>	<b>NON CURRENT:</b>						
1	MSME	0.00	0.00	0.00	0.00	0.00	0.00
2	Others	0.00	950.00	0.00	0.00	0.00	950.00
3	Disputed dues MSME	0.00	0.00	0.00	0.00	0.00	0.00
4	Disputed dues Others	0.00	0.00	0.00	0.00	0.00	0.00
<b>B</b>	<b>CURRENT:</b>						
1	MSME	0.00	5.69	0.00	0.00	0.00	5.69
2	Others	0.00	255.91	132.21	95.40	346.73	830.25
3	Disputed dues MSME	0.00	0.00	0.00	0.00	0.00	0.00
4	Disputed dues Others	0.00	0.00	0.00	0.00	0.00	0.00

\* There are no unbilled Trade payables.

Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE-49 TRADE RECEIVABLES AGEING SCHEDULE:**

[Amt. ₹ in Lakh]

Sr. No.	Particulars	Outstanding for following periods from due date of payment					Total	
		Not due for Payment	Less than 06 Months to 01 Year	1-2 Years	2-3 Years	More than 03 Years		
<b>As at 31 March 2022</b>								
<b>A</b>	<b>NON CURRENT:</b>							
1	Undisputed-Considered Good	0.00	0.00	0.00	0.00	19.72	123.85	143.57
2	Undisputed-Considered Doubtful	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3	Disputed-Considered Good	0.00	0.00	0.00	0.00	0.00	0.00	0.00
4	Disputed-Considered Doubtful	0.00	0.00	0.00	0.00	0.00	0.00	0.00
<b>B</b>	<b>CURRENT:</b>							
1	Undisputed-Considered Good	0.00	10029.27	1455.10	0.00	0.00	0.00	11484.37
2	Undisputed-Considered Doubtful	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3	Disputed-Considered Good	0.00	0.00	0.00	0.00	0.00	0.00	0.00
4	Disputed-Considered Doubtful	0.00	0.00	0.00	0.00	0.00	0.00	0.00
<b>As at 31 March 2021</b>								
<b>A</b>	<b>NON CURRENT:</b>							
1	Undisputed-Considered Good	0.00	0.00	0.00	19.72	2752.62	3066.15	5838.50
2	Undisputed-Considered Doubtful	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3	Disputed-Considered Good	0.00	0.00	0.00	0.00	0.00	0.00	0.00
4	Disputed-Considered Doubtful	0.00	0.00	0.00	0.00	0.00	0.00	0.00
<b>B</b>	<b>CURRENT:</b>							
1	Undisputed-Considered Good	0.00	0.28	0.00	0.00	0.00	0.00	0.28
2	Undisputed-Considered Doubtful	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3	Disputed-Considered Good	0.00	0.00	0.00	0.00	0.00	0.00	0.00
4	Disputed-Considered Doubtful	0.00	0.00	0.00	0.00	0.00	0.00	0.00

\* There are no unbilled Trade receivables.

**NOTE-50 RATIOS:**

[Amt. ₹ in Lakh]

Sr. No.	Ratios	As at 31 March 2022	As at 31 March 2021	Variance In %	Explanation	Numerator	Denominator
1	Current Ratio	4.16	2.31	80.32	Due to increase in current assets & decrease in current liabilities	Current assets	Current liabilities
2	Debt-Equity Ratio	0.26	0.50	(48.47)	Due to reduction in debt	Total debt	Shareholders' equity
3	Debt Service Coverage Ratio	0.40	(0.02)	(2629.80)	Due to repayment of loans	Earning available for debt service	Debt service
4	Return on Equity Ratio	0.00	(0.07)	(100.08)	Due to increase in profit	Net profit after tax less preference dividend	Average shareholders' equity
5	Inventory Turnover Ratio	0.62	(0.28)	(320.89)	Due to increase in sales	Cost of goods sold for sales	Average inventory



Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)

[Amt. ₹ in Lakh]

Sr. No.	Ratios	As at 31 March 2022	As at 31 March 2021	Variance In %	Explanation	Numerator	Denominator
6	Trade Receivables Turnover Ratio	1.39	0.02	8271.43	Due to increase in sales	Net credit sales	Average trade receivables
7	Trade Payables Turnover Ratio	11.03	0.01	113210.12	Due to increase in purchases	Net credit purchase	Average trade payables
8	Net Capital Turnover Ratio	0.25	0.00	5567.65	Due to increase in Sales	Net sales	Average working capital
9	Net Profit Ratio	0.00	(39.88)	(100.00)	Due to increase in profit	Net profit after tax	Net sales
10	Return on Capital Employed	0.02	(0.00)	(814.46)	Due to increase in profit	Earning before interest and tax	Capital employed
11	Return on Investments	0.01	0.005	134.15	Due to Interest on Bank FD	Income from Investments	Cost of investments

**NOTE-51 DETAILS OF LOANS AND ADVANCES GIVEN BY THE COMPANY TO THE ULTIMATE BENEFICIARIES DURING F.Y. 2021-2022:**

Sr. No.	Particulars	Date Of Payment	₹ In Lakh Amt. Paid	Name Of Intermediary	Name Of Ultimate Beneficiaries
1	Advance for purchase of Land	27/12/2021	1.00	Shekhar G. Patel	Vinat Complex Private Limited
		24/01/2022	84.51	Shekhar G. Patel	Vinat Complex Private Limited
		28/03/2022	1.00	Shekhar G. Patel	Jagdishkumar shah
		31/03/2022	349.00	Shekhar G. Patel	Vinat Complex Private Limited
2	Loans to others	08/03/2022	52.07	Ganesh Plantations Ltd	Gatil Properties Pvt Ltd
3	Loans to others	31/03/2022	62.90	Shreekala Infrastructure Pvt Ltd	Ganeshsagar Infrastructure Private limited

**Notes:-**

- In the above table loans given during the year have been considered. The opening balance of loans given is not considered.
- If the company has given loans to intermediaries during the year and intermediary has fully repaid the loan during the year than such transactions are not included. If intermediary has partly repaid the loan, than only the net loan given is taken into consideration.
- Loans given by the company to any entity and used by the same entity for its own purposes are not shown here.
- In case of all the entities shown as ultimate intermediary, the data regarding further utilisation was not made available and hence they are treated as ultimate beneficiaries. Whether the funds have further flown through other entity or not can not be commented as trail of such transactions were not available to auditors.
- The company has not given any funds to any foreign entities.

**NOTE-52 CORPORATE SOCIAL RESPONSIBILITY:**

The Company has spent ₹ NIL during the year (Previous Year: ₹ 19.28 Lakh) as per the provisions of Section 135 of the Companies Act, 2013 towards Corporate Social Responsibility (CSR) activities grouped under 'Other Expenses'.

- Gross amount required to be spent by the Company during the year ₹NIL (Previous Year: ₹ 19.28 Lakh)

**Notes to Standalone Financial Statements  
For the year ended 31 March 2022 (Contd.)**

(b) Amount spent during the year on:

[Amt. ₹ in Lakh]

Particulars	Amount Spent in Cash	Amount yet to be paid in Cash	Total Amount
<b>Year ended March 31, 2022</b>			
(i) Construction / Acquisition of any Asset	0	0	0
(ii) On purposes other than (i) above	0	0	0
<b>Year ended March 31, 2021</b>			
(i) Construction / Acquisition of any Asset	0	0	0
(ii) On purposes other than (i) above	19.28	0	19.28

**NOTE-53**

There are no proceeding initiated or pending against the Company for holding any Benami Property under the Benami Transactions (Prohibitions) Act, 1988.

**NOTE-54**

There are no transactions recorded in the books of accounts but disclosed as income during the income tax assessment or survey which have now been recovered in the books of accounts during the year.

**NOTE-55**

During the year Company has not traded or invested in Crypto Currency.

**NOTE-56**

The company has subsidiaries Company and hence section 2(87) read with Companies (Restriction on Number of Layers) Rules, 2017 is complied with.

**NOTE-57**

There is no transaction with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 by the company.

**NOTE-58**

The company does not have any immovable property in Property, Plant & Equipment for which the title deeds of immovable property not held in name of the company.

**NOTE-59 STANDARD ISSUED BUT NOT YET EFFECTIVE**

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from April 01, 2022.

**NOTE-60**

The company has not taken any insurance policy for leave encashment payable to employees.

**NOTE-61**

No provision for Bonus is made in the accounts of the company.

## Notes to Standalone Financial Statements For the year ended 31 March 2022 (Contd.)

### NOTE-62

No provision for gratuity is made as gratuity already provided for is in excess of amount calculated at year end as per calculation given by LIC Group Gratuity Scheme. The company has not paid outstanding amount payable to LIC for gratuity of ₹ 242.29 lakh as on 31 March 2022.

### NOTE-63

Ministry of Corporate affairs vide notification dated March 24, 2021 has amended Schedule III to the Companies Act, 2013 in respect of certain disclosures, which are applicable from April 01, 2021. The Company has incorporated the changes as per the said amendment in the annual report and has also changed comparative numbers wherever applicable.

### NOTE-64

On April 2, 2021, the Board of Directors of the Company approved preferential issue of 2460000 Equity Shares at ₹ 58/- per share [including premium of ₹ 48/- per share] aggregating to ₹ 1426.80 lakh to the persons belonging to Promoter Group and the same was approved by the members by way of Postal Ballot on May 4, 2021.

### NOTE-65

The Board of Directors of the Company, at its meeting held on May 31, 2021 had approved the Scheme of Amalgamation of Sulabh Realty Private Limited and Malvika Estate Private Limited and Gitanjali Infrastructure Private Limited with the Company ("Scheme"). The Hon'ble National Company Law Tribunal, Ahmedabad Bench ('NCLT') had pronounced the order approving the aforesaid Scheme on January 24, 2022 and the certified copy of the said order was received on January 25, 2022. Pursuant to the Scheme, the Authorised Share Capital of the Company increased to ₹ 10003.00 lakh. In accordance with the Scheme, the Board of Directors of the Company has allotted 31700000 fully paid up equity shares to the eligible shareholders. The merger of these three companies shall be effective from 01 April 2021.

### NOTE-66

Land bearing survey no.313/3 and 313/2/2 was originally purchased by Nachiket Co.op.Housing Society Ltd. in the year 1993. In the year 2002 the said society was converted in to a private limited company called Nachiket Properties Private Limited. The said company was amalgamated with the Ganesh Housing Corporation Limited in the year 2007 pursuant to orders passed by Hon'ble High Court of Gujarat. Due to the above mentioned transactions which are perfectly legitimate the auditors are of the opinion that the titles of the land are in the name of company.

As per our Report of even date  
For **PURNESH R. MEHTA & CO.**  
Chartered Accountants  
FRN: 142830W

**Purnesh Mehta**  
Proprietor  
Mem. No. 032812  
UDIN:- 22032812AIVFEA8441

Place : Ahmedabad  
DATE : 12/05/2022

On behalf of the Board of Directors

**Dipakkumar G. Patel**  
Chairman & Whole-time Director  
[DIN: 00004766]

**Rajendra Shah**  
Chief Financial Officer

Place : Ahmedabad  
DATE : 12/05/2022

**Shekhar G. Patel**  
Managing Director  
[DIN: 00005091]

**Jasmin Jani**  
Company Secretary

# CONSOLIDATED

## STATEMENTS



# Independent Auditors' Report

To the Members of:

**GANESH HOUSING CORPORATION LIMITED,**

## **REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS**

### **Opinion**

We have audited the accompanying consolidated financial statements of GANESH HOUSING CORPORATION LIMITED ("the company"), and its subsidiaries (together referred to as 'the Group') which comprise the Consolidated Balance Sheet as at 31st March, 2022, 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 significant accounting policies and other explanatory information (hereinafter referred to as "Consolidated financial statement").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2022, the consolidated profit (including other consolidated comprehensive

income), consolidated changes in equity and its consolidated 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 Consolidated Financial Statements section of our report. We are independent of the group 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 consolidated financial statements under the provisions of the Act and the Rules there under, 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 on the consolidated financial statement.

### **Key audit matters**

Key audit matters ('KAM') are those matters that, in our professional judgment, 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. We have determined the matter described below to be the key audit matters to be communicated in our report.

## Independent Auditor’s Report (Contd.)

<b>The key audit matters</b>	<b>How our audit addressed the key audit matter</b>
<p><b>Inventories - refer note 8 to the consolidated financial statements</b></p> <p><b>Assessment of net realisable value (NRV) of inventories:</b></p> <p>Inventories on construction of residential units comprising ongoing and completed projects, initiated but unlaunched projects and land stock, represents a significant portion of the Group total assets.</p> <p>The Group recognises profit on the sale of each commercial &amp; residential unit with reference to the overall profit margin depending upon the total cost incurred on the project. A project comprises multiple units, the construction of which is carried out over a number of year. The recognition of profit for sale of a unit, is therefore dependent on the estimate of future selling prices and construction costs. Further, estimation uncertainty and exposure to cyclicalities exists within long- term projects.</p> <p>Forecasts of future sales are dependent on market conditions, which can be difficult to predict and be influenced by political and economic factors.</p> <p>Considering the significance of the amount of carrying value of inventories and the involvement of significant estimation and judgement in assessment of NRV, this is considered as a key audit matter.</p>	<p>Our audit procedures to assess the net realisable value (NRV) of inventories included the following:</p> <ul style="list-style-type: none"> <li>● Enquiry with the Group personnel to understand the basis of computation and justification for the estimated recoverable amounts of the unsold units (“the NRV assessment”);</li> <li>● Assessing the Group valuation methodology for the key estimates, data inputs and assumptions adopted in the valuation. This involved comparing expected average selling prices with published data such as recently transacted prices for similar properties located in nearby vicinity of each project and the sales budget maintained by the Company;</li> <li>● While analyzing the expected average selling price, we have performed a sensitivity analysis on the selling price and compared this to the budgeted cost;</li> <li>● For our samples, obtained the fair valuation reports of such land parcels for assessing the valuation methodology, key estimates and assumptions adopted in the valuation; and</li> <li>● Verifying the NRV assessment and comparing the estimated construction costs to complete each development with the Group updated budgets;</li> </ul>
<p><b>Business Advances to group companies &amp; Other Advances (refer to note 4,12 and 43 to the consolidated financial statements)</b></p> <p>The carrying amount of the advances represents 27.32% of the Group total assets respectively.</p> <p>The Group has extended other advances to enterprises that are assessed for recoverability at each period end.</p> <p>The Group has given total advances of ₹ 32223.65 lakh. Out of this ₹ 22.45 lakh are given to related parties &amp; ₹ 30688.71 lakh to others as business advances. ₹ 435.51 lakh are given for purchase of land on behalf of the Group. ₹ 974.80 lakh are given to others as business advances for purchase of land on behalf of the Group and other miscellaneous advances at 31st March 2022.</p> <p>Due to the nature of the business in the real estate industry, the Group is exposed to risk in respect of the recoverability of the business advances granted to the aforementioned related parties.</p> <p>There is also judgment involved as to the recoverability of the working capital and project specific business advances, which rely on a number of property developments being completed over the time period specified in agreements.</p>	<p><b>Recoverability of business advances to subsidiaries and group companies:</b></p> <p>Our audit procedures included:</p> <ul style="list-style-type: none"> <li>● We reviewed the controls in place for issuing new business advances and evidenced the Board/ CFO approval obtained. We obtained management’s assessment of the recoverability of the business advances, which includes cash flow projections over the duration of the business advances. These projections are based on underlying property development appraisals;</li> <li>● We tested cash receipts received in relation to these business advances during the year through bank statement; and</li> <li>● We have obtained independent confirmations to ensure completeness and existence of business advances held by related parties as on 31st March 2022.</li> </ul>

### Other information

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 consolidated financial statements and our auditors’ 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.



## Independent Auditor's Report (Contd.)

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.

### **Management's responsibility for the consolidated 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 and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Boards of Directors 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 of the Group 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, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

In preparing the consolidated financial statements, management and Board of Directors are responsible for assessing the Group'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 Group or to cease operations, or has no realistic alternative but to do so.

The respective Boards of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

### **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 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 consolidated 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 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 company and its subsidiary companies which are companies incorporated in India, has adequate internal financial controls with reference to consolidated 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 Group 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

## Independent Auditor's Report (Contd.)

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 auditors' 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of such entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial statements.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Holding Company and its subsidiaries included in the consolidated financial statements of which we are the independent auditors 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 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 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 beliefs were necessary for the purposes of our audit of the aforesaid consolidated financial statements;
  - b. In our opinion proper books of accounts as required by Law relating to preparation of aforesaid consolidated financial statements have been kept so far as it appears from our examinations of those books;
  - c. The Consolidated Balance Sheet, Consolidated Statement of Profit and Loss including Consolidated Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
  - d. In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under section 133 of the Act, read with relevant rules issued there under;
  - e. On the basis of written representations received from the directors as on 31st March, 2022, taken on record by the Board of Directors of the companies and its subsidiary companies incorporated in India, none of the directors of the Group is disqualified as on 31st March, 2022 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 over financial reporting of the Company and its subsidiary companies and the operating effectiveness of such controls, refer to our separate report in **Annexure – A**.

## Independent Auditor's Report (Contd.)

- g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h. 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 consolidated financial statements disclose the impact of pending litigations as at 31 March 2022 on the consolidated financial position of the Group. Refer Note No. 46 [A to E] to the consolidated financial statements.
  - ii. The Company and its subsidiary companies did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company and its subsidiary companies during the year ended 31st March, 2022.
  - iv. (a) The Managements of the Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds, except note no. 51, (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company or any of such subsidiaries to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - (b) The Managements of the Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company or any of such subsidiaries from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us on the Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, and based on the test checks carried out by the auditor, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. During the year, the company or subsidiaries companies has not declared or paid any interim or final dividend. Hence, the question of payment of dividend in accordance with section 123 of the Companies Act, 2013 does not arise.

## Independent Auditor's Report (Contd.)

2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/"CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and its subsidiaries included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

FOR, **PURNESH R. MEHTA & CO.**

Chartered Accountants

FRN:- 142830W

**PURNESH MEHTA**

Proprietor

Membership No.:- 032812

UDIN:- 22032812AIVFPY2650

Place:- Ahmedabad

Date :- 12/05/2022

# Annexure - A to the Independent Auditors' Report on Consolidated Financial Statements

To the Members of:

**GANESH HOUSING CORPORATION LIMITED,**

## **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 Ganesh Housing Corporation Limited ("the Company") and its subsidiaries which are companies incorporated in India (together referred to as 'the Group') as of March 31, 2022 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 respective Board of Directors of the Group are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Group 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 Companies Act, 2013.

## **AUDITORS' RESPONSIBILITY**

Our responsibility is to express an opinion on the Group 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 Group internal financial controls system over financial reporting.

## **MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING**

The Group 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. The Group 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 Group; (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 Group are being made only in accordance with authorisations of management and directors of the Group; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Group 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.

## Independent Auditor's Report (Contd.)

### **OPINION**

In our opinion, the Group have, 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, 2022, based on the internal control over financial reporting criteria established by the Group 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, **PURNESH R. MEHTA & CO.**

Chartered Accountants

FRN:- 142830W

**PURNESH MEHTA**

Proprietor

Membership No.:- 032812

UDIN:- 22032812AIVFPY2650

Place:- Ahmedabad

Date :- 12/05/2022



# Consolidated Balance Sheet

As at 31st March 2022

[Amt. ₹ in Lakh]

Particulars	Note	As at the end of Current Reporting Period 31-03-22	As at the end of Previous Reporting Period 31-03-21
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, Plant and Equipment	1	19199.22	19084.20
Goodwill		1576.90	1687.65
Other Intangible assets	2	2.22	5.71
Financial Assets			
Trade Receivables	3	149.37	5850.97
Loans	4	31296.93	12327.59
Other Financial Assets	5	71.13	67.59
Deferred Tax Assets (Net)	6	7684.58	10343.00
Current Tax Assets (Net)	7	354.02	170.74
		<b>60334.37</b>	<b>49537.45</b>
<b>Current assets</b>			
Inventories	8	42880.47	37033.55
Financial Assets:			
Trade Receivables	9	11606.33	2.98
Cash and Cash Equivalents	10	671.54	519.39
Bank balances other than above	11	821.35	1457.30
Loans	12	926.72	24017.47
Other Current Assets	13	696.07	553.42
		<b>57602.48</b>	<b>63584.12</b>
<b>TOTAL ASSETS</b>		<b>117936.85</b>	<b>113121.57</b>
<b>EQUITY</b>			
Equity Share capital	14	8338.71	4922.71
Other Equity	15	70642.27	45277.55
		<b>78980.98</b>	<b>50200.26</b>
Non-controlling Interest		8701.02	8708.45
<b>Total Equity</b>		<b>87682.00</b>	<b>58908.71</b>
<b>Non-current Liabilities</b>			
Financial Liabilities:			
Borrowings	16	6719.05	23491.07
Trade payables	17		
-Total outstanding dues of micro enterprises and small enterprises		0.00	183.49
-Total outstanding dues of creditors other than micro enterprises and small enterprises		1048.26	1565.90
Other non-current financial liabilities	18	134.28	133.78
		<b>7901.60</b>	<b>25374.24</b>
<b>Current Liabilities</b>			
Financial Liabilities:			
Borrowings	19	7470.44	17421.19
Trade payables	20		
-Total outstanding dues of micro enterprises and small enterprises		75.45	5.69
-Total outstanding dues of creditors other than micro enterprises and small enterprises		1216.28	1014.94
Other current financial liabilities	21	118.61	470.61
Other current liabilities	22	13472.47	9926.20
		<b>22353.25</b>	<b>28838.63</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>117936.85</b>	<b>113121.57</b>
Significant Accounting Policies & Notes Forming Part of Accounts	1 to 65		

As per our Report of even date  
For **PURNESH R. MEHTA & CO.**  
Chartered Accountants  
FRN: 142830W

**Purnesh Mehta**  
Proprietor  
Mem. No. 032812  
UDIN:- 22032812AIVFPY2650

Place : Ahmedabad  
DATE : 12/05/2022

On behalf of the Board of Directors

**Dipakkumar G. Patel**  
Chairman & Whole-time Director  
[DIN: 00004766]

**Rajendra Shah**  
Chief Financial Officer

Place : Ahmedabad  
DATE : 12/05/2022

**Shekhar G. Patel**  
Managing Director  
[DIN: 00005091]

**Jasmin Jani**  
Company Secretary



# Consolidated Statement of Profit & Loss

For the year ended on 31st March 2022

[Amt. ₹ in Lakh]

Particulars	Note	For the Current Reporting Period 2021-2022	For the Previous Reporting Period 2020-2021
<b>I INCOME:-</b>			
Revenue from Operations	23	38361.03	17156.71
Other Income	24	125.01	1047.20
<b>TOTAL INCOME</b>		<b>38486.05</b>	<b>18203.91</b>
<b>II EXPENSES :-</b>			
Project Expenses	25	27912.66	2705.88
Changes in Inventories	26	(5749.39)	16650.33
Employee Benefits Expenses	27	1259.35	1006.40
Finance Cost	28	3629.68	7475.66
Other Expenses	29	1514.56	1614.28
Depreciation and Amortisation Expenses		196.14	172.46
<b>TOTAL EXPENSES</b>		<b>28763.00</b>	<b>29625.00</b>
<b>III Profit / (Loss) Before Tax</b>		<b>9723.05</b>	<b>(11421.09)</b>
<b>IV Less: Tax Expenses:</b>			
Current Tax		(9.30)	(1755.62)
Deferred Tax		(2658.42)	2651.42
		<b>(2667.72)</b>	<b>895.80</b>
<b>V Profit / (Loss) for the period</b>		<b>7055.33</b>	<b>(10525.29)</b>
<b>VI Other Comprehensive Income</b>		0.00	0.00
<b>Total of Other Comprehensive Income</b>		<b>0.00</b>	<b>0.00</b>
<b>VII Total Comprehensive Income for the period</b>		<b>7055.33</b>	<b>(10525.29)</b>
<b>Total Comprehensive Income attributable to</b>			
Owners of the Company		7062.75	(10523.61)
Non-Controlling Interests		(7.42)	(1.67)
		<b>7055.33</b>	<b>(10525.29)</b>
<b>VIII Earning Per share [In ₹]</b>	32		
(Face value of ₹10 per share)			
- Basic		12.47	(21.38)
- Diluted		12.47	(21.38)
<b>IX Significant Accounting Policies &amp; Notes Forming Part of Accounts</b>	1 to 65		

As per our Report of even date  
For **PURNESH R. MEHTA & CO.**  
Chartered Accountants  
FRN: 142830W

**Purnesh Mehta**  
Proprietor  
Mem. No. 032812  
UDIN:- 22032812AIVFPY2650

Place : Ahmedabad  
DATE : 12/05/2022

On behalf of the Board of Directors

**Dipakkumar G. Patel**  
Chairman & Whole-time Director  
[DIN: 00004766]

**Rajendra Shah**  
Chief Financial Officer

Place : Ahmedabad  
DATE : 12/05/2022

**Shekhar G. Patel**  
Managing Director  
[DIN: 00005091]

**Jasmin Jani**  
Company Secretary

# Consolidated Cash Flow Statement

For the year 2021-22

[Amt. ₹ in Lakh]

Particulars	Note	2021-2022	2020-2021
<b>A CASH FLOW FROM OPERATING ACTIVITIES:</b>			
Profit / (Loss) Before Tax		9723.05	(11421.09)
Provision For Taxation		(9.30)	(1755.62)
Net Profit / (Loss) After Tax		<b>9713.74</b>	<b>(13176.71)</b>
Add/Less Adjustments For			
Depreciation & Amortisation		196.14	172.46
Finance Cost		3629.68	7475.66
Interest Income		(125.01)	(1047.20)
		<b>3700.80</b>	<b>6600.92</b>
<b>Operating Profit Before Working Capital Changes</b>		<b>13414.55</b>	<b>(6575.79)</b>
Add/Less Adjustments For			
Inventories		(5846.92)	16725.61
Trade & Other Receivables		(5901.75)	2576.21
Other Current Assets		(329.46)	4207.21
Trade Payables		(430.02)	(1727.67)
Other Current Liabilities		3556.28	(1811.86)
		<b>(8951.88)</b>	<b>19969.50</b>
Taxes Paid (Net)		(361.52)	(170.74)
<b>Net Cash Generated From Operations</b>		<b>(9313.40)</b>	<b>19798.76</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES :</b>			
Purchase of Fixed Assets		(503.80)	(272.86)
Capital Work In Progress		0.00	229.48
Sale of Fixed Assets		196.12	1601.20
Movement In Loans & Advances		4121.42	1732.39
Interest Received		125.01	1047.20
<b>Net Cash Used In Investing Activities</b>		<b>3938.76</b>	<b>4337.41</b>
<b>C CASH FLOW FROM FINANCING ACTIVITIES :</b>			
Changes in Share Capital		3416.00	0.00
Changes in Security Premium		18301.97	0.00
Changes in Borrowings		(26722.76)	(7512.55)
Finance Cost Paid		(3629.68)	(7475.66)
Changes due to Non Controlling Interest		0.00	(601.17)
Changes due to Subsidiary		110.75	(1667.07)
<b>Net Cash Used In Financing Activities</b>		<b>(8523.71)</b>	<b>(17256.45)</b>
<b>Net Increase In Cash And Cash Equivalents</b>		<b>(483.80)</b>	<b>303.94</b>
<b>Opening Balance of Cash And Cash Equivalents</b>		<b>1976.69</b>	<b>1672.76</b>
<b>Closing Balance of Cash And Cash Equivalents*</b>		<b>1492.89</b>	<b>1976.69</b>
<b>Components of Cash and Cash Equivalents</b>			
Cash on hand		12.56	8.32
Balances with Banks*		658.99	511.07
Other Balances other than above		821.35	1457.30
<b>Total</b>		<b>1492.89</b>	<b>1976.69</b>

\* Include towards Unclaimed Dividend of ₹ 3412251/- (Pre. Yr. ₹ 3978832/-)

# Cash Flow Statement

For the year 2021-22

**Note:** Effective April 1, 2017, the Company adopted the amendment to Ind AS 7, which require the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement. The adoption of the amendment did not have any material impact on the financial statements.

**Note 2: Disclosure under para 44A as set out in IND AS 7 on cash flow statement under companies (Indian Accounting Standards)**

**Rules, 2015:**

Reconciliation of liabilities arising from financing activities	31-03-21	Net Cash Flow	Non Cash Changes	31-03-22
Non Current Borrowings	23491.07	(16772.02)	0.00	6719.05
Current Borrowings	17421.19	(9950.74)	0.00	7470.44
<b>Total</b>	<b>40912.26</b>	<b>(26722.76)</b>	<b>0.00</b>	<b>14189.50</b>

As per our Report of even date  
For **PURNESH R. MEHTA & CO.**  
Chartered Accountants  
FRN: 142830W

**Purnesh Mehta**  
Proprietor  
Mem. No. 032812  
UDIN:- 22032812AIVFPY2650

Place : Ahmedabad  
DATE : 12/05/2022

On behalf of the Board of Directors

**Dipakkumar G. Patel**  
Chairman & Whole-time Director  
[DIN: 00004766]

**Rajendra Shah**  
Chief Financial Officer

Place : Ahmedabad  
DATE : 12/05/2022

**Shekhar G. Patel**  
Managing Director  
[DIN: 00005091]

**Jasmin Jani**  
Company Secretary

# Consolidated Statement of Changes in Equity

For the year ended on 31 March 2022

## A. EQUITY SHARE CAPITAL

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
Balance at the beginning of the year	4922.71	4922.71
Changes in Equity Share capital During the year	3416.00	0.00
<b>Balance at the end of the reporting period</b>	<b>8338.71</b>	<b>4922.71</b>

## B. OTHER EQUITY

[Amt. ₹ in Lakh]

PARTICULARS	Share application money pending allotment	Equity component of compound financial instruments	Reserves and Surplus				Debenture Redemption Reserve	Total
			Capital Reserve	Securities Premium Reserve	General Reserves	Retained Earnings/profit & loss		
Balance as at 01/04/2020	0.00	0.00	1696.76	23294.57	9205.86	23302.38	0.00	57499.56
Total Comprehensive Income for the year	0.00	0.00	0.00	0.00	0.00	(10523.61)	0.00	(10523.61)
Adjustments relating to IND AS	0.00	0.00	0.00	0.00	0.00	(48.68)	0.00	(48.68)
Adjustment during the year	0.00	0.00	(1649.72)	0.00	0.00	0.00	0.00	(1649.72)
Balance as at 01/04/2021	0.00	0.00	47.03	23294.57	9205.86	12730.09	0.00	45277.55
Total Comprehensive Income for the year	0.00	0.00	0.00	0.00	0.00	7062.75	0.00	7062.75
Addition/(Deduction) during the year	0.00	0.00	0.00	18301.97	0.00	(400.00)	400.00	18301.97
<b>Balance as at 31/03/2022</b>	<b>0.00</b>	<b>0.00</b>	<b>47.03</b>	<b>41596.54</b>	<b>9205.86</b>	<b>19392.84</b>	<b>400.00</b>	<b>70642.27</b>

As per our Report of even date  
For **PURNESH R. MEHTA & CO.**  
Chartered Accountants  
FRN: 142830W

**Purnesh Mehta**  
Proprietor  
Mem. No. 032812  
UDIN:- 22032812AIVFPY2650

Place : Ahmedabad  
DATE : 12/05/2022

On behalf of the Board of Directors

**Dipakkumar G. Patel**  
Chairman & Whole-time Director  
[DIN: 00004766]

**Rajendra Shah**  
Chief Financial Officer

Place : Ahmedabad  
DATE : 12/05/2022

**Shekhar G. Patel**  
Managing Director  
[DIN: 00005091]

**Jasmin Jani**  
Company Secretary

# Notes to Consolidated Financial Statements

For the year ended 31 March 2022

## NOTE - 1 PROPERTY, PLANT & EQUIPMENT

As at 31 March 2022

[Amt. ₹ in Lakh]

Description of Assets	Gross Block			Depreciation / Amortisation			Net Block	
	As at 01-04-2021	Addition During Year	Deductions During Year	As at 01-04-2021	Depreciation / Amortisation During the Year	Deductions During Year	As at 31-03-2022	As at 31-03-2021
<b>Tangible Assets:</b>								
Land	17695.36	17.54	183.04	0.00	0.00	0.00	0.00	17529.86
Office Premises	1483.55	0.00	0.00	396.86	56.01	0.00	452.86	1030.68
Plant & Machinery	26.70	12.69	1.50	18.50	2.41	0.90	20.01	17.88
Furniture & Fixtures	363.44	1.30	0.00	240.56	28.89	0.00	269.46	95.28
Vehicles	667.74	464.48	121.16	551.17	85.53	108.75	527.95	483.10
Office Equipments	233.57	5.18	0.00	192.36	12.95	0.00	205.30	33.44
Computer	71.52	1.54	1.37	58.22	5.79	1.30	62.71	8.98
<b>Total</b>	<b>20541.87</b>	<b>502.72</b>	<b>307.07</b>	<b>1457.67</b>	<b>191.58</b>	<b>110.95</b>	<b>1538.30</b>	<b>19199.22</b>
<b>19084.20</b>								
<b>As at 31 March 2021</b>								
Description of Assets	Gross Block			Depreciation / Amortisation			Net Block	
	As at 01-04-2020	Addition During Year	Deductions During Year	As at 01-04-2020	Depreciation / Amortisation During the Year	Deductions During Year	As at 31-03-2021	As at 31-03-2020
<b>Tangible Assets:</b>								
Land	19275.32	13.08	1593.05	0.00	0.00	0.00	0.00	17695.36
Office Premises	1323.29	167.68	7.43	341.00	55.92	0.06	396.86	1086.69
Plant & Machinery	26.21	0.49	0.00	16.84	1.66	0.00	18.50	8.20
Furniture & Fixtures	289.39	74.04	0.00	212.49	28.07	0.00	240.56	122.87
Vehicles	672.20	0.00	4.46	503.24	51.60	3.67	551.17	116.57
Office Equipments	216.10	17.47	0.00	176.53	15.83	0.00	192.36	39.58
Computer	71.43	0.09	0.00	43.32	14.90	0.00	58.22	13.29
<b>Total</b>	<b>21873.95</b>	<b>272.86</b>	<b>1604.93</b>	<b>1293.42</b>	<b>167.98</b>	<b>3.73</b>	<b>1457.67</b>	<b>20580.53</b>

1.1. Acquisition of new assets through business combinations during the year was ₹ NIL.

1.2. During the year company has not revalued any of its assets.

1.3. Title deeds of all Property, Plant & Equipment are in the name of the company.

1.4. The details of Property, Plant & Equipment pledged as security for a liabilities during any part of the current and comparative period is given Note 38.

1.5. No Borrowing cost is capitalised in Property, Plant & Equipment during the current and comparative period.

1.6. There are no assets under lease during the current and comparative period.



Notes to Consolidated Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE - 2 OTHER INTANGIBLE ASSETS**

[Amt. ₹ in Lakh]

Description of Assets	Gross Block			Depreciation / Amortisation			Net Block	
	As at 01-04-2021	Addition During Year	Deductions During Year	As at 31-03-2022	As at 01-04-2021	Depreciation / Amortisation During the Year	As at 31-03-2022	As at 31-03-2021
<b>Intangible Assets:</b>								
Software	13.12	1.08	0.14	14.06	7.41	4.56	11.84	5.71
<b>Total</b>	<b>13.12</b>	<b>1.08</b>	<b>0.14</b>	<b>14.06</b>	<b>7.41</b>	<b>4.56</b>	<b>11.84</b>	<b>5.71</b>
<b>As at 31 March 2021</b>								
Description of Assets	Gross Block			Depreciation / Amortisation			Net Block	
	As at 01-04-2020	Addition During Year	Deductions During Year	As at 31-03-2021	As at 01-04-2020	Depreciation / Amortisation During the Year	As at 31-03-2021	As at 31-03-2020
<b>Intangible Assets:</b>								
Software	13.62	0.00	0.50	13.12	3.44	4.48	7.41	10.19
<b>Total</b>	<b>13.62</b>	<b>0.00</b>	<b>0.50</b>	<b>13.12</b>	<b>3.44</b>	<b>4.48</b>	<b>7.41</b>	<b>10.19</b>

Notes to Consolidated Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE - 3 TRADE RECEIVABLES [NON CURRENT] [CONSIDERED GOOD]**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
-Considered Good - Secured	0.00	0.00
-Considered Good - Unsecured [Refer Note No. 49]	149.37	5850.97
<b>TOTAL</b>	<b>149.37</b>	<b>5850.97</b>

**NOTE - 4 LOANS [NON CURRENT] [UNSECURED, CONSIDERED GOOD]**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
Advances for Purchase of land to Others	754.80	754.80
Business Advances to Others [Refer Note No. 43 for details]	30542.13	11572.79
<b>TOTAL</b>	<b>31296.93</b>	<b>12327.59</b>

**NOTE - 5 OTHER FINANCIAL ASSETS**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
Service Tax recoverable from members	8.55	8.55
Electricity, AUDA, Legal charges receivable for projects	62.58	59.04
<b>TOTAL</b>	<b>71.13</b>	<b>67.59</b>

**NOTE - 6 DEFERRED TAX ASSETS (NET)**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Deferred Tax Assets:-</b>		
<b>Temporary Difference :-</b>		
Related to Income Tax Act, 1961 - Unabsorbed losses and Provision u/s. 40A(7)	7702.55	10388.13
<b>Total - A</b>	<b>7702.55</b>	<b>10388.13</b>
<b>Deferred Tax Liabilities:-</b>		
<b>Temporary Difference :-</b>		
Related to Fixed Assets	2.12	2.60
Related to Income Tax Act, 1961 -Finance cost as per EIR method	15.85	42.52
<b>Total - B</b>	<b>17.97</b>	<b>45.13</b>
<b>Net Deferred Tax Assets = Total A - B</b>	<b>7684.58</b>	<b>10343.00</b>

**NOTE - 7 CURRENT TAX ASSETS [NET]**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
Advance payment of Income Tax & TDS	361.52	170.74
Less:- Provision for Income Tax	7.50	0.00
<b>TOTAL</b>	<b>354.02</b>	<b>170.74</b>

Notes to Consolidated Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE - 8 INVENTORIES**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
<b>INVENTORIES (As taken, valued &amp; certified by Management)</b>		
Raw-materials	111.51	13.98
Work-In-Process (Construction Projects)	7782.53	0.00
Finished Goods (Land & Construction Projects)	34986.43	37019.57
<b>TOTAL</b>	<b>42880.47</b>	<b>37033.55</b>

**8.1** There are no goods in transit at the end of the year.

**8.2** Valuation of the inventory is disclosed in note no. 30.

**NOTE - 9 TRADE RECEIVABLES [CURRENT] [CONSIDERED GOOD]**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
-Considered Good - Secured	0.00	0.00
-Considered Good - Unsecured [Refer Note No. 49]	11606.33	2.98
<b>TOTAL</b>	<b>11606.33</b>	<b>2.98</b>

**NOTE - 10 CASH & CASH EQUIVALENTS**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
Cash on hand	12.56	8.32
<b>Balances with Banks :</b>		
-In escrow accounts	120.69	233.66
-In other accounts	538.29	277.41
<b>TOTAL</b>	<b>671.54</b>	<b>519.39</b>

**10.1** There are no bank accounts with repatriation restriction.

**NOTE - 11 OTHER BANK BALANCES**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Balances with Banks &amp; NBFCs' :</b>		
-In FD Accounts >12 months	787.22	1417.51
-In unpaid dividend account	34.12	39.79
<b>TOTAL</b>	<b>821.35</b>	<b>1457.30</b>



## Notes to Consolidated Financial Statements For the year ended 31 March 2022 (Contd.)

### NOTE - 12 LOANS [CURRENT] [UNSECURED, CONSIDERED GOOD]

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Short Term Loans &amp; Advances:-</b>		
<b>Business Advances to related parties:-</b>		
- Other Related Parties [Refer Note No. 43 for details]	22.45	15079.74
	<b>22.45</b>	<b>15079.74</b>
Business Advances to Others [Refer Note No. 43 for details]	<b>146.58</b>	<b>8175.21</b>
<b>Advances for Purchase of land to:</b>		
- Related Party	435.51	358.97
- Others	220.00	50.16
	<b>655.51</b>	<b>409.13</b>
Advances to Others #	<b>102.18</b>	<b>353.40</b>
<b>TOTAL</b>	<b>926.72</b>	<b>24017.47</b>

# Includes staff loan, prepaid expenses &amp; reimbursement.

### NOTE - 13 OTHER CURRENT ASSETS

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
Advance to Suppliers	35.45	7.47
Registration deposit	22.81	16.89
GST & Service Tax (Input)	255.07	252.94
Interest Income Accrued but not due	22.78	89.10
Advance payment of Income Tax & TDS	859.97	725.02
Less:- Provision for Income Tax	(500.00)	(538.00)
<b>TOTAL</b>	<b>696.07</b>	<b>553.42</b>

### NOTE - 14 EQUITY SHARE CAPITAL :

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Authorised:-</b>		
10,00,30,000 (Previous year 5,00,00,000) Equity Shares of ₹10/- each	10003.00	5000.00
	<b>10003.00</b>	<b>5000.00</b>
<b>Issued, Subscribed and Paid Up Capital:-</b>		
8,33,87,090 (Previous year 4,92,27,090) Equity shares of ₹10/- each fully paid up [Refer note no. 31 for Additional details]	8338.71	4922.71
<b>TOTAL</b>	<b>8338.71</b>	<b>4922.71</b>

Notes to Consolidated Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE - 15 OTHER EQUITY**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
<b>(A) Security Premium</b>		
Balance As Per Last Balance Sheet	23294.57	23294.57
Add: Addition during the year	18301.97	0.00
	<b>41596.54</b>	<b>23294.57</b>
<b>(B) General Reserve</b>		
Balance As Per Last Balance Sheet	9205.86	9205.86
	<b>9205.86</b>	<b>9205.86</b>
<b>(c) Debentures Redemption Reserve</b>		
Balance As Per Last Balance Sheet	0.00	0.00
Add : Transfer from Statement of Profit & Loss	400.00	0.00
	<b>400.00</b>	<b>0.00</b>
<b>(D) Capital Reserve</b>		
Balance As Per Last Balance Sheet	47.03	1696.76
Add : Adjustment due to subsidiary	0.00	(1649.72)
	<b>47.03</b>	<b>47.03</b>
<b>(E) Profit &amp; Loss</b>		
Balance As Per Last Balance Sheet	12730.09	23302.38
Less : Adjustments related to Ind As	0.00	(48.68)
Less: Transferred to Debentures Redemption Reserve	(400.00)	0.00
Add : Transfer from Statement of Profit & Loss	7062.75	(10523.61)
	<b>19392.84</b>	<b>12730.09</b>
<b>TOTAL</b>	<b>70642.27</b>	<b>45277.55</b>

**NOTE - 16 BORROWINGS [NON CURRENT]**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Secured:-</b>		
<b>A) Term Loans:</b>		
(I) From Banks	1261.11	2071.38
(II) From Others - [NBFC]	4318.16	5123.23
	<b>5579.27</b>	<b>7194.62</b>
<b>B) Vehicle Loans:-</b>		
(I) From Banks	286.88	0.00
<b>C) Debentures:-</b>		
-Asia Real Estate II India Oportunity Trust		
694 (Pre. Yr. 694) 15.85% NCD of ₹ 361304/- each	0.00	3890.00
775 (Pre. Yr. 775) 15.15% NCD of ₹ 1000000/- each	0.00	3442.55
996 (Pre. Yr. 996) 15.85% NCD of ₹ 384496/- each	852.90	8963.90
	<b>852.90</b>	<b>16296.45</b>
<b>TOTAL</b>	<b>6719.05</b>	<b>23491.07</b>

[Refer note no. 38 for security details]

Notes to Consolidated Financial Statements  
For the year ended 31 March 2022 (Contd.)

**Maturity Profile of Secured Term Loans are as set out below:**

PARTICULARS	Current	Non Current		
	2022-23	2023-24	2024-25	2025-26 & Beyond
Term Loans from Banks	1258.72	451.70	368.82	727.47
Term Loans from Others	290.50	1659.11	2441.17	217.88
15.85% Non Convertible Debentures [Rate of Interest is Variable]	5503.19	852.90	0.00	0.00

**NOTE - 17 TRADE PAYABLES (NON CURRENT)**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
- Total outstanding dues of micro enterprises and small enterprises	0.00	183.49
- Total outstanding dues of creditors other than micro enterprises and small enterprises [Refer Note No. 35 & 48.]	1048.26	1565.90
<b>TOTAL</b>	<b>1048.26</b>	<b>1749.39</b>

**NOTE - 18 OTHER NON-CURRENT FINANCIAL LIABILITIES**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
Customer Booking Refundable	134.28	133.78
<b>TOTAL</b>	<b>134.28</b>	<b>133.78</b>

**NOTE - 19 CURRENT BORROWINGS**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Secured:-</b>		
-From Bank : Cash Credit Facility From Banks	0.00	384.14
	<b>0.00</b>	<b>384.14</b>
<b>Unsecured &amp; Repayable On Demand:-</b>		
<b>Intercorporate loan:-</b>		
-From Related Party	0.00	2.93
-From others	418.04	6978.64
	<b>418.04</b>	<b>6981.57</b>
<b>Current maturities of Secured long term debts:</b>		
-Term Loans from Banks	1258.72	1976.01
-Term Loans from Others	290.50	5714.87
-15.85% Non Convertible Debentures	5503.19	2364.59
	<b>7052.40</b>	<b>10055.48</b>
<b>TOTAL</b>	<b>7470.44</b>	<b>17421.19</b>

Note:- All unsecured loans are repayable on demand. As they are repayable on demand, they are shown as current borrowing.

Notes to Consolidated Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE - 20 TRADE PAYABLES [CURRENT]**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
-Total outstanding dues of micro enterprises and small enterprises	75.45	5.69
-Total outstanding dues of creditors other than micro enterprises and small enterprises [Refer Note No. 35 & 48 ]	1216.28	1014.94
<b>TOTAL</b>	<b>1291.73</b>	<b>1020.63</b>

**NOTE - 21 OTHER CURRENT FINANCIAL LIABILITIES**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
Unpaid / Unclaimed Dividends	34.19	39.85
Customer Booking Refundable	65.43	260.74
Corporate Guarantee Liability	18.99	170.01
<b>TOTAL</b>	<b>118.61</b>	<b>470.61</b>

**NOTE - 22 OTHER CURRENT LIABILITIES**

[Amt. ₹ in Lakh]

Particulars	As at 31 March 2022	As at 31 March 2021
Other Payables *	290.11	1720.23
Statutory Liabilities	167.94	118.08
Booking advance received from customers	13014.42	8087.89
<b>TOTAL</b>	<b>13472.47</b>	<b>9926.20</b>

\* Includes Retention money of suppliers, unpaid expenses & credit balance of bank due to reconciliation.

**NOTE:- 23 REVENUE FROM OPERATIONS**

[Amt. ₹ in Lakh]

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Sales from Land & construction related activities	37031.06	13504.41
<b>Other Operating Income:-</b>		
Electricity, Auda & Legal Charges Income	720.38	2687.04
Stock Transfer From Fixed Assets	0.00	7.43
Construction & Land related Professional Fees Income	233.05	0.00
Profit on sale of Fixed Assets	5.86	13.65
Miscellaneous Income	248.15	754.65
Notional Corporate Guarantee Fees Income	40.26	102.66
Sundry Balances written off [Refer Note No. 41 for details]	82.28	86.89
<b>TOTAL</b>	<b>38361.03</b>	<b>17156.71</b>



Notes to Consolidated Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE:- 24 OTHER INCOME**

[Amt. ₹ in Lakh]

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
<b>Interest income :-</b>		
-from Banks	23.12	22.83
-from Others	101.89	1024.37
<b>TOTAL</b>	<b>125.01</b>	<b>1047.20</b>

**NOTE - 25 PROJECT EXPENSES**

[Amt. ₹ in Lakh]

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Carting Exp	7.67	8.81
Electric Exp.	28.91	8.36
F.S.I. Charges	145.12	26.89
Labour Exp.	132.50	18.18
Land Exp.	301.15	182.38
Land Purchase	20819.52	0.00
Land Revenue Exp.	0.00	0.81
Machinery Rent	250.56	13.57
Municipal Corporation Charges	51.63	42.27
Professional Charges	70.19	34.93
Raw Material Consumptions	567.73	17.67
Repairs & Maintenance Exp.	3.71	1.22
Royalty & Mining Expenses	10.35	0.00
Site Exp.	7.37	3.57
Site Office Exp.	4.76	1.66
Site Security Exp.	14.76	7.61
UGVCL Charges	0.54	0.98
Works Contract Expenses	4431.61	431.03
Residential & Commercial center Project construction Expenses	1150.19	1406.56
Township Project Construction Expenses	(85.62)	499.37
<b>TOTAL</b>	<b>27912.66</b>	<b>2705.88</b>

**NOTE:- 26 CHANGES IN INVENTORIES**

[Amt. ₹ in Lakh]

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
<b>Closing Stock:-</b>		
Stock of WIP & Finished Goods	42768.96	37019.57
	<b>42768.96</b>	<b>37019.57</b>
<b>Less: Opening Stock:-</b>		
Stock of WIP & Finished Goods	37019.57	53669.90
	<b>37019.57</b>	<b>53669.90</b>
<b>(Increase) / Decrease in stock = TOTAL</b>	<b>(5749.39)</b>	<b>16650.33</b>

Notes to Consolidated Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE - 27 EMPLOYEE BENEFIT EXPENSES**

[Amt. ₹ in Lakh]

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Salary, Allowances & Bonus Expenses	1164.58	973.46
Directors' Remuneration	60.00	0.00
Contribution to Provident Fund & ESIC	12.16	12.86
Contribution to Gratuity Fund	0.00	0.00
Staff Welfare Expenses	22.61	20.08
<b>TOTAL</b>	<b>1259.35</b>	<b>1006.40</b>

**NOTE - 28 FINANCE COST**

[Amt. ₹ in Lakh]

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Bank Charges	2.15	1.40
Loan Prepayment Charges	1.32	0.00
Amortisation of finance cost as per EIR method	162.61	155.21
	<b>166.08</b>	<b>156.61</b>
<b>Interest to:-</b>		
-Banks	467.44	789.82
-Others	2963.83	6334.35
-Late payment of taxes	18.47	189.04
Finance Charges	13.86	5.84
	<b>3463.60</b>	<b>7319.05</b>
<b>TOTAL</b>	<b>3629.68</b>	<b>7475.66</b>

**NOTE - 29 OTHER EXPENSES**

[Amt. ₹ in Lakh]

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
<b>Administrative &amp; Other Expenses:-</b>		
Appeal Fees	0.02	0.00
Audit Fees	2.01	2.01
Miscellaneous Exp.	0.25	0.09
Computer Consumable	5.89	7.64
Conveyance Expenses	3.03	2.80
C.S.R. Expenses	0.00	19.28
Postage & Courier Charges	7.93	0.49
Depository & Share Transfer Agent Exp.	18.71	7.28
Donation	59.00	5.00
Electric Expenses	45.04	40.87
Filing Fees	0.67	0.45
GST Expenses	88.63	340.85
Insurance Expenses	8.87	5.32
Internet & Website Expenses	7.99	6.17
Legal Expenses	54.21	68.45
Loss on sale of Fixed assets	0.37	0.00

Notes to Consolidated Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE - 29 OTHER EXPENSES (Contd.)**

[Amt. ₹ in Lakh]

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Mobile Phone Exp.	3.35	5.38
Motor-Car Exp.	30.57	34.09
Municipal Tax	31.47	33.47
Office & Office Maintenance Expenses	49.32	40.57
Penalty	0.59	2.98
Preliminary Expenses W/off.	38.09	0.00
Professional Fees	424.50	152.81
Professional Tax	0.05	0.05
Rent & Maintenance Exp.	1.86	0.00
Repair & Maintenance Expenses	35.52	17.43
Site Maintenance Expenses	241.29	393.61
Security Service Charges	31.12	31.31
Service Tax , SBC & KKC Exp.	2.72	9.20
Sitting Fees - Directors	1.46	1.05
Stationery,Printing, Typing & Xerox Expenses	17.60	8.26
Sundry balances written off	11.62	260.26
Telephone Exp.	1.93	2.42
Travelling Exp.	5.79	2.87
	<b>1231.48</b>	<b>1502.45</b>
<b>Marketing Expenses:-</b>		
Advertisement Expenses	36.52	34.26
Brochure Exp.	11.32	12.19
Brokerage Exp.	13.08	0.00
Registration Expenses (RERA)	1.92	1.54
Sales Promotion Exp	189.22	59.47
Corporate Environment Responsibility Expenses	6.03	0.24
Sponsorship Charges	25.00	4.13
	<b>283.08</b>	<b>111.84</b>
<b>TOTAL</b>	<b>1514.56</b>	<b>1614.28</b>

**NOTE-30 SIGNIFICANT ACCOUNTING POLICIES ON CONSOLIDATED ACCOUNTS:**

**COMPANY OVERVIEW:**

**1.1 NATURE OF OPERATIONS:**

The parent company is engaged in the business of construction of Residential, commercial and infrastructure projects.

**1.2 BASIS OF PREPARATION OF FINANCIAL STATEMENTS:**

**Statement of Compliance:**

The consolidated financial statements relate to Ganesh Housing Corporation limited, and its subsidiaries namely Gatil Properties Private Limited, Madhukamal Infrastructure Private

Limited and Million Minds Techspace Private Limited. These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as specified under section 133 of the Companies Act 2013 read together with the Rules notified there under to the extent applicable and the other relevant provisions of the Act, pronouncements of the regulatory bodies applicable to the company.

These consolidated financial statements have been prepared on going concern and accrual basis.

These consolidated financial statements of the group for the year ended March 31, 2022 were approved by the Board of Directors on 12/05/2022.

## Notes to Consolidated Financial Statements For the year ended 31 March 2022 (Contd.)

### 1.3. PRINCIPLES OF CONSOLIDATION:-

The Consolidated Financial Statements have been prepared on the following basis:

Subsidiaries are all entities (including special purpose entities) that are controlled by the Company. Control exists when the Company is exposed to, or has rights, to variable returns from its involvement with the entity, and has the ability to affect those returns through power over the entity. The net assets and results of acquired businesses are included in the consolidated financial statements from their respective dates of acquisition, being the date on which the Group obtains control. The results of disposed businesses are included in the consolidated financial statements up to their date of disposal, being the date control ceases.

The group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances.

The excess of cost to the Group of its investment in subsidiaries, on the acquisition dates over and above the Group's share of equity in the subsidiaries, is recognised as 'Goodwill on Consolidation' being an asset in the consolidated financial statements. The said Goodwill is not amortised,

List of the Domestic Subsidiaries considered for consolidation.

Sr No	Name of Company	Nature of Relationship	Country of Incorporation	Extent of Holding/Voting Power (%) as on March 31,2022.
1.	Gatil Properties Private Limited	Subsidiary	India	71.09%
2.	Madhukamal Infrastructure Private Limited	Subsidiary	India	100%
3.	Million Minds TechSpace Private Limited	Subsidiary	India	100%

### SIGNIFICANT ACCOUNTING POLICIES:

#### 1.4. SIGNIFICANT ACCOUNTING POLICIES:

These are set out under "Significant Accounting Policies" as given in the Company's separate financial statements.

however, it is tested for impairment at each Balance Sheet date and the impairment loss, if any, is provided for. On the other hand, where the share of equity in subsidiaries as on the date of investment is in excess of cost of investments of the Group, it is recognised as 'Capital Reserve' and shown under the head 'Reserves and Surplus' in the consolidated financial statements.

Non-controlling interests in the net assets of consolidated subsidiaries is identified and presented in the consolidated Balance Sheet separately within equity. Non-controlling interests in the net assets of consolidated subsidiaries consists of:

- The amount of equity attributable to non-controlling interests at the date on which investment in a subsidiary is made; and
- The non-controlling interests share of movements in equity since the date parent subsidiary relationship came into existence.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and balance sheet respectively.

## Notes to Consolidated Financial Statements For the year ended 31 March 2022 (Contd.)

### NOTE-31 THE RECONCILIATION OF NUMBER OF SHARES AT THE BEGINNING OF THE YEAR AND AT THE END OF THE YEAR IS SET OUT BELOW:

Particulars	As at 31 March 2022	As at 31 March 2021
Equity shares at the beginning of the year	49227090	49227090
Add: Shares issued during the year	34160000	0
Equity shares at the end of the year	83387090	49227090

### The Statement of Shareholders Holding More Than 5% Equity Shares of The Company:-

Particulars	As at 31 March 2022		As at 31 March 2021	
	No. Of Shares	% Of Holding	No. Of Shares	% Of Holding
Dipakkumar G. Patel	27608752	33.11	11758752	23.89
Shekhar G. Patel	29156662	34.97	13306662	27.03

### The statement of Shareholding of Promoters as below:

Name of Promoter	As at 31 March 2022			As at 31 March 2021		
	No. of Shares	% of total Shares	% Change during the year	No. of Shares	% of total Shares	% Change during the Year
Dipakkumar G. Patel	27608752	33.11	9.22	11758752	23.89	0.00
Shekhar G. Patel	29156662	34.97	7.94	13306662	27.03	0.00

### Right, Preferences and Restrictions attached to shares:

- The company has one class of equity shares having a par value of ₹ 10/- each. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.
- 16334273 Equity shares of ₹ 10/- each are allotted, in the ratio of 1 equity share to the holder of 2 equity shares, as fully paid up Bonus Shares by capitalisation of profits in F.Y. 2016-17.
- 224271 Equity shares of ₹ 10/- each fully paid up are allotted during F.Y. 2017-18 on conversion of options under ESOP 2010 Scheme.
- 2460000 Equity shares of ₹ 10/- each are allotted during F.Y. 2021-22 by way of preferential issue to the persons belonging to Promoter Group.
- 31700000 Equity shares of ₹ 10/- each are allotted during F.Y. 2021-22 by way of Scheme of Amalgamation to the eligible shareholders.

### NOTE-32 EARNINGS PER SHARE:

Basic EPS amounts are calculated by dividing the profit for the year attributable to Equity Shareholders by the weighted average number of Equity Shares outstanding during the year, including effect of shares issued pursuant to Scheme of Arrangement.

Diluted EPS amounts are calculated by dividing the profit for the year attributable to Equity Shareholders by the weighted average of Equity Shares outstanding during the year after adjusting effects of OCRPS which are Dilutive potential Equity Shares.

Notes to Consolidated Financial Statements  
For the year ended 31 March 2022 (Contd.)

**The following reflects the Income and Share used in the Basic and Diluted EPS computation:**

Sr. No.	Particulars	2021-2022	2020-2021
A	Basic & Diluted EPS (IN ₹) From Continuing Operations attributable to equity share holders		
	-Basic	12.47	(21.38)
	-Diluted	12.47	(21.38)
B	Reconciliation of earnings used in calculation of Basic & Diluted EPS		
	Profit attributable to equity shareholders used in calculation of Basic EPS from continuing operations (₹ In Lakh)	7062.75	(10523.61)
C	Weighted Average number of shares as denominator		
	Weighted average number of shares used in calculation of Basic EPS	56560423	49227090
	Weighted average number of equity shares and potential equity shares used as denominator in calculation of Diluted EPS	56560423	49227090

**NOTE-33 DETAILS OF DUES TO MICRO AND SMALL ENTERPRISES AS DEFINED UNDER THE MICRO, SMALL AND MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006\***

[Amt. Rs in Lakh]

Sr. No.	Particulars	2021-2022	2020-2021
A	The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year:		
	Principal amount due to micro and small enterprises (Not overdue)	75.45	189.19
	Interest due on above	NIL	NIL
B	The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	NIL	NIL
C	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006.	NIL	NIL
D	The amount of interest accrued and remaining unpaid at the end of each accounting year.	NIL	NIL
E	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of Micro, Small and Medium Enterprises Development Act, 2006.	NIL	NIL

\* This information has been determined to the extent such parties have been identified on the basis intimation received from the "suppliers" regarding their status under the Micro, Small and Medium Enterprises Development by the management.

Notes to Consolidated Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE-34 FINANCIAL INSTRUMENT BY CATEGORY:**

[Amt. ₹ in Lakh]

PARTICULARS	2021-2022			2020-2021		
	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI	Amortised Cost
<b>Financial Assets</b>						
-Loans	0	0	32223.65	0	0	36345.07
-Trade Receivable	0	0	11755.70	0	0	5853.95
-Cash & cash equivalents	0	0	671.54	0	0	519.39
-Other bank balances	0	0	821.35	0	0	1457.30
-Other Financial Assets	0	0	71.13	0	0	67.59
<b>Financial Liabilities</b>						
-Borrowings	0	0	14189.50	0	0	40912.26
-Trade Payables	0	0	2340.00	0	0	2770.02
-Other financial liabilities	0	0	252.88	0	0	604.39

\*Since all the financial Assets and Financial liabilities are measured at amortised cost, disclosure of fair value hierarchy is not being made

**NOTE-35 FAIR VALUE OF FINANCIAL ASSETS & LIABILITIES MEASURED AT AMORTIZED COST:]**

[Amt. ₹ in Lakh]

Particulars	2021-2022		2020-2021	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
<b>Financial Assets:</b>				
Loans	32223.65	32223.65	36345.07	36345.07
Trade Receivable	11755.70	11755.70	5853.95	5853.95
Cash & cash equivalents	671.54	671.54	519.39	519.39
Other bank balances	821.35	821.35	1457.30	1457.30
- Other Financial Assets	71.13	71.13	67.59	67.59
<b>Financial Liabilities:</b>				
Borrowings	14189.50	14189.50	40912.26	40912.26
Trade Payables	2340.00	2340.00	2770.02	2770.02
Other financial liabilities	252.88	252.88	604.39	604.39

- A. The carrying amounts of trade receivables, trade payables, current loans, capital creditors and cash & cash equivalents, other financial liabilities are considered to be the same as their fair values, due to their short-term nature.
- B. The fair values of non-current borrowings and non current Loans are same as their amortised cost since the borrowings are interest bearing at the prevalent market rate.



## Notes to Consolidated Financial Statements For the year ended 31 March 2022 (Contd.)

### NOTE-36 FINANCIAL RISK MANAGEMENT:-

The Company's activities expose it to market risk, liquidity risk and credit risk.

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the impact of hedge accounting in the financial statements

Risk	Exposure	Measurement	Management
Credit Risk	Financial Assets measured at amortised cost	-Ageing Analysis -Credit Ratings	Diversification, Credit Limits
Liquidity Risk	Borrowing and other liabilities	Rolling Cash flow forecasts	Availability of committed borrowing facilities
Market Risk - Interest Rates	Variable Rate Borrowings	Sensitivity Analysis	Conversion of loan from higher interest rate to lower interest rate

#### Credit Risk Management

Credit risk is managed on a company basis. For banks and financial institutions, only high rated banks/institutions are accepted.

For other financial assets, the company assesses and manages credit risk based on internal credit rating system. The finance function consists of a separate team who assess and maintain an internal credit rating system. Internal credit rating is performed on a company basis for each class of financial instruments with different characteristics.

#### Liquidity Risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, company treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors rolling forecasts of the company's liquidity position and cash and cash equivalents on the basis of expected cash flows. This is generally carried out at local level in the operating companies of the company in accordance with practice and limits set by the company. These limits vary by location to take into account the liquidity of the market in which the entity operates. In addition, the company's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

#### Financing Arrangements:

[Amt. ₹ in Lakh]

Particulars	2021-2022	2020-2021
<b>Floating Rate:</b>		
Expiring within 1 year	7052.40	10439.62
Expiring beyond 1 year	6357.70	23458.28

#### Maturities of financial liabilities (except current maturity of long term debts) as on 31.03.2022

[Amt. ₹ in Lakh]

Financial Liabilities	2021-2022			2020-2021		
	<3 month	3 to 12 month	Total	<3 month	3 to 12 month	Total
<b>Non Derivative</b>						
Unclaimed Dividend	0.00	34.19	34.19	0.00	39.85	39.85
Customer bookings refundable	0.00	199.71	199.71	0.00	394.52	394.52
Trade payable	0.00	2340.00	2340.00	0.00	2770.02	2770.02

## Notes to Consolidated Financial Statements For the year ended 31 March 2022 (Contd.)

### Market Risk Management

#### Cash flow and fair value interest rate risk

The Company's main interest rate risk arises from long-term borrowings with variable rates, which expose the Company to cash flow interest rate risk.

The Company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

The Company manages its cash flow interest rate risk by converting higher rate interest loan to lower rate interest loan.

#### Interest rate risk exposure

[Amt. ₹ in Lakh]

Particulars	2021-2022	2020-2021
Variable Rate borrowings	13410.11	33897.90
Fixed Rate Borrowings	779.39	7014.36

#### At the end of reporting period the Company had the following variable rate borrowings.

[Amt. ₹ in Lakh]

Particulars	2021-2022			2020-2021		
	Average Interest Rate %	Balance	% of Total Loan	Average Interest Rate %	Balance	% of Total Loan
Cash credit From Bank	0.00%	0.00	0.00	13.25%	384.14	0.94
Term Loan From NBFCs & Banks	11.99%	7054.02	49.71	14.25%	14852.71	36.30
Debentures	15.85%	6356.09	44.79	15.71%	18661.05	45.61
<b>Net Exposure</b>		<b>13410.11</b>	<b>94.51</b>		<b>33897.90</b>	<b>82.86</b>

#### Sensitivity Analysis

[Amt. ₹ in Lakh]

Particulars	Impact on PBT		Impact on other Components of Equity	
	31.03.2022	31.03.2021	31.03.2022	31.03.2021
Interest Rate increase by 50 basis points	(185.46)	(236.95)	0	0

#### Price Risk

The Company's exposure to equity securities price risk does not arise since company has measured investments at amortised cost.

#### NOTE-37 CAPITAL MANAGEMENT:

The Company's objectives when managing capital are to

- safeguard their ability to continue as a going concern, so that they can continue to provide returns to shareholders and benefits to other stakeholders, and
- Maintain an optimal capital structure to reduce the cost of capital.

#### Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:

#### Net debt (total borrowings net of cash and cash equivalents & Other Bank Balances) divided by Total Equity

[Amt. ₹ in Lakh]

Particulars	2021-2022	2020-2021
Net Debt	12696.61	38935.56
Total Equity	78980.98	50200.26
Debt Equity Ratio	0.16	0.78

Notes to Consolidated Financial Statements  
For the year ended 31 March 2022 (Contd.)

**Dividends recognized as distributed to owners**

	[Amt. ₹ in Lakh]	
Particulars	2021-2022	2020-2021
Final Dividend	0	0
Tax on Dividend	0	0

**NOTE-38 INFORMATION CONCERNING CLASSIFICATION OF SECURITIES:**

**Assets Mortgaged as security**

	[Amt. ₹ in Lakh]	
Particulars	2021-2022	2020-2021
<b>Current</b>		
<b>Financial Asset:</b>		
- First Charge	0	0
- Floating Charge	127.76	74.68
<b>Non-Financial Asset:</b>		
- First Charge	0.00	0.00
- Floating Charge	4897.25	19665.34
<b>Non-Current</b>		
First Charge	2102.48	2161.77
<b>Total assets mortgaged as security</b>	<b>7127.49</b>	<b>21901.79</b>

The details of security offered for the secured loans taken are as follows:

**A. Loans from Tamilnad Mercantile Bank Ltd.:**

Charge secured by mortgage of immovable property and interest thereon of the company and subsidiary company and personal guarantee of two promoter directors of the company & corporate guarantee of subsidiary company.

**B. Loan from Axis Finance Ltd.:**

Charge secured by mortgage of immovable property and interest thereon of the company & group companies of the company and personal guarantee of two promoter directors of the company & corporate guarantee of group companies.

**C. Loan from Kotak Mahindra Investments Limited:**

Charge secured by mortgage of immovable property and interest thereon of the company, maintenance of F.D. with lien and hypothecation of receivables, book debts, outstanding moneys and claims, escrow accounts of projects, etc of the company and personal guarantee of two promoter directors of the company.

**D. The details of security offered for the secured Debentures are as follows:**

Asia Real Estate II India opportunity Trust NCD: Charge secured by mortgage of immovable property and interest thereon of the company and subsidiary company, maintenance of F.D. with lien and hypothecation of receivables, book debts, movable assets, outstanding moneys and claims, escrow accounts of projects, etc of the company and its subsidiary company, pledge of shares of promoter of the subsidiary company, personal guarantee of promoter directors of the company and corporate guarantee of subsidiary company. The trustee for the said debentures is IDBI Trusteeship Services Limited in whose name the necessary charge is created.

**E. Loans in respect of Vehicles are secured by the hypothecation of the vehicles financed through the loan agreement. viz. Motor Cars.**

Notes to Consolidated Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE-39 INCOME TAXES:**

**A. Tax (Credit)/Expense recognised in profit or loss**

Particulars	2021-2022	2020-2021
Current Tax	9.30	1755.62
Deferred Tax	2658.42	(2651.42)
<b>Total Income Tax Expenses</b>	<b>2667.72</b>	<b>(895.80)</b>

[Amt. ₹ in Lakh]

**B. Reconciliation of tax expenses and the accounting profit multiplied by Tax Rate**

Particulars	2021-2022	2020-2021
Profit Before Tax	9723.05	(11421.09)
Statutory Tax Rate (%)	26.00%	26.00%
Tax at statutory tax rate	2527.99	(2969.48)
Tax effects of amounts which are not deductible in calculating taxable income due to adjustments as per income tax act, Tax effects of change in deferred tax rate & Tax effects of difference between current tax rate and deferred tax rate	139.73	2073.68
Income Tax Expense	2667.72	(895.80)

[Amt. ₹ in Lakh]

**C. Current Tax Asset / (Liability)**

Particulars	2021-2022	2020-2021
Income Tax asset at the beginning of the reporting period	170.74	143.11
Income Tax liability at the beginning of the reporting period	0.00	0.00
Increase in liability as per income tax adjustment	0.22	(2.34)
Income Tax paid	0.00	0.00
Income Tax Refund	170.96	140.77
Current income tax payable for the year	2667.72	(895.80)
<b>Income Tax Asset at the end of the period</b>	<b>354.02</b>	<b>170.74</b>
<b>Income Tax Liability at the end of the period</b>	<b>0.00</b>	<b>0.00</b>

[Amt. ₹ in Lakh]

**D. Deferred Tax Assets/ (Liabilities)**

Particulars	2021-2022	2020-2021
<b>The balances comprises temporary differences attributable to :</b>	<b>10343.00</b>	<b>7691.58</b>
<b>Deferred Tax Assets</b>		
Disallowances under the Income Tax Act, 1961	(2685.58)	2635.48
Related to Fixed Assets	0.00	(5.27)
<b>Deferred Tax Liabilities</b>		
Disallowances under the Income Tax Act, 1961	(26.68)	(23.81)
Related to Fixed Assets	(0.48)	2.60
<b>Net Deferred Tax Asset/(liability)</b>	<b>7684.58</b>	<b>10343.00</b>

[Amt. ₹ in Lakh]

Notes to Consolidated Financial Statements  
For the year ended 31 March 2022 (Contd.)

**MOVEMENT IN DEFERRED TAX**

For the year ended on March 31, 2021

[Amt. ₹ in Lakh]

Particulars	As at April 1, 2020	Credit/ (charge) in the Statement of Profit and Loss	Credit/(charge) in Other Comprehensive Income	As at March 31, 2021
<b>Deferred tax assets/(liabilities)</b>				
Related to Fixed Assets	5.27	(7.87)	0.00	(2.60)
Disallowances under the Income Tax Act, 1961	7686.31	2659.29		10345.61
<b>TOTAL</b>	<b>7691.58</b>	<b>2651.42</b>	<b>0.00</b>	<b>10343.00</b>

For the year ended on March 31, 2021

[Amt. ₹ in Lakh]

Particulars	As at April 1, 2021	Credit/ (charge) in the Statement of Profit and Loss	Credit/(charge) in Other Comprehensive Income	As at March 31, 2022
<b>Deferred tax assets/(liabilities)</b>				
Related to Fixed Assets	(2.60)	0.48		(2.12)
Disallowances under the Income Tax Act, 1961	10345.61	(2658.90)		7686.71
<b>TOTAL</b>	<b>10343.00</b>	<b>(2658.42)</b>	<b>0.00</b>	<b>7684.58</b>

**NOTE-40 SEGMENT INFORMATION:**

**Factors used to identify the entity's reportable segments, including the basis of organization:**

For management purposes, the Company has only one reportable segment namely, Development of real estate property. The Managing Director of the Company acts as the Chief Operating Decision Maker ("CODM"). The CODM evaluates the Company's performance and allocates resources based on an analysis of various performance indicators.

**1. Information about Products and Services:**

[Amt. ₹ in Lakh]

Particulars	2021-2022	2020-2021
Real Estate Promotion & Development	38361.03	17156.71

**2. Information about Geographical Areas:**

[Amt. ₹ in Lakh]

Particulars	2021-2022	2020-2021
Revenues	38361.03	17156.71
Non Current Assets	60334.37	49537.45

**3. Information about Major Customers:**

Revenue from transactions with a single customer does not amount to 10 percent or more of entity's revenues with any customer.

Notes to Consolidated Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE-41 REVENUE FROM CONTRACTS WITH CUSTOMERS:**

**Disaggregated Revenue Information:**

[Amt. ₹ in Lakh]

Particulars	Revenue from the product	
	2021-2022	2020-2021
<b>Types of Product/Service</b>		
Real Estate Promotion & Development	38361.03	17156.71
<b>Geographical Disaggregation:</b>		
Revenues within India	38361.03	17156.71
<b>Timing of revenue recognition wise</b>		
-At a point in time	38361.03	17156.71
-Over the period of time	0	0

**Contract balances:**

The following table provides information about receivables, contracts assets and contract liabilities from contracts with customers:

[Amt. ₹ in Lakh]

Particulars	2021-2022	2020-2021
<b>Contract assets</b>		
Trade Receivables	11755.70	5853.95
<b>Contract liabilities</b>		
Booking advance received from customers	13014.42	8087.89
Customer Booking Refundable	199.71	394.52

**Revenue recognised in relation to contract liabilities**

[Amt. ₹ in Lakh]

Particulars	2021-2022	2020-2021
Revenue recognised that was included in the contract liability balance at the beginning of the period	5809.76	726.01

**NOTE-42 RELATED PARTY TRANSACTIONS:**

**Other Related Parties**

Starnet Software (I) Limited	Mukur Real Estate Pvt. Ltd.
Monsoon India Infrastructure Direct II Ltd.	Shaily Infrastructure Pvt Ltd.
Rohini Realty Private Limited	Tarang Realty Private Limited
Mahavir (Thaltej) Complex Pvt Ltd	Homelab Designs Private limited
A. Mody Construction Co.	Ashish Modi - A. Mody Construction of
Bharat Patel	Tarang Desai
Urbanaac Infrastructures Pvt. Ltd.	

**Key Managerial Personnel**

Shri Shekhar G. Patel  
Shri Dipakkumar G. Patel

**Relative of Key Management Personnel**

Smt Sapnaben D. Patel  
Smt Archanaben S. Patel  
Late Smt. Lalitaben G. Patel  
Mr. Anmol D. Patel  
Ms. Aneri D. Patel

Notes to Consolidated Financial Statements  
For the year ended 31 March 2022 (Contd.)

**Key Managerial Personnel Compensation:**

[Amt. ₹ in Lakh]

Particulars	2021-2022	2020-2021
Short term employee benefits	60.00	0

(Related parties as identified by the company and relied upon by the auditors)

**Nature of transactions with related parties and aggregate amount of such transactions for each class of related party balance outstanding as on 31/03/2022:-**

[Amt. ₹ in Lakh]

Particulars	2021-2022		2020-2021	
	Other Related Parties	Key Managerial Person	Other Related Parties	Key Managerial Person
<b>Business Advances</b>				
Shaily Infrastructure Pvt. Ltd.	20.94		14.31	
Starnet Software (India) Ltd.			15065.43	
Mahavir (Thaltej) Complex Pvt. Ltd.	1.50			
<b>Short Term Loan Taken</b>				
Mukur Real Estate Pvt. Ltd.			2.93	
<b>Advances For Purchase Of Land</b>				
Dipakkumar G. Patel				126.15
Shekhar G. Patel		435.51		212.37
Archnaben S. Patel			20.44	
<b>Trade Receivables</b>				
Mahavir (Thaltej) Complex Pvt. Ltd.	9941.77			
<b>Trade Payables</b>				
Ashish Modi – Siting Fees		0.28		0.36
Bharat J Patel – Siting Fees		0.24		0.37
Tarang M Desai – Siting Fees		0.27		0.37
Aneri D Patel – Siting Fees		0.10		0.21
Shekhar G. Patel – Unpaid Remuneration		7.25		
Dipakkumar G. Patel – Unpaid Remuneration		7.51		
Anmol Dipakkumar Patel Unpaid Salary	1.24		1.46	
A.Mody Construction Co. – For Labour & Work Contract Exp.		0.47		1.36
Urbanaac Infrastructures Pvt. Ltd.	175.60			
<b>Remuneration To Directors</b>				
Dipakkumar G. Patel		30.00		
Shekhar G. Patel		30.00		
<b>Income</b>				
Mahavir (Thaltej) Complex Pvt. Ltd.- Sale of Land	10041.77			
<b>Expenses</b>				
Salary To Anmol D. Patel	26.00		19.60	
Sitting Fee		1.46		1.05
Purchase of Land – Dipakkumar G. Patel		121.57		466.44
Purchase of Land – Shekhar G. Patel		582.82		519.78
Purchase of Land – Archana Patel	92.00			
Purchase of Furniture and Site Maintenance Exp. - Homelab Designs Private Limited	1.30		3.70	
Urbanaac Infrastructures Pvt. Ltd.- Works Contract & Machinery Rent & Professional Fees	3347.53			
Site Maintenance & Work Contract Exp. To A. Mody Construction Co.	8.18		21.17	



Notes to Consolidated Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE-43 DISCLOSURE AS PER REGULATION 34(3) READ WITH PARA A OF SCHEDULE V OF THE SEBI (LISTING OBLIGATION AND DISCLOSURES REQUIREMENTS) REGULATION, 2015 AND SECTION 186(4) OF COMPANIES ACT, 2013.**

The details of business advances & loans given for business purposes are as follows:-

Particulars	Balance As On 31 March 2022			Balance As On 31 March 2021		
	Amt. ₹ in Lakh	% of total Loan	Maximum Amount Outstanding during the Year	Amt. ₹ in Lakh	% of total Loan	Maximum Amount Outstanding during the Year
<b>Non Current:-</b>						
<b>Business Advances given to others:</b>						
Redrose Tradelink Private Limited	260.75	0.81	260.75	260.75	0.72	260.75
Ganesh Plantations Limited	14153.16	43.92	14153.16	10357.47	28.50	10830.47
Madhughosh Ventures LLP	16128.22	50.05	19595.37	954.57	2.63	954.57
<b>TOTAL</b>	<b>30542.13</b>			<b>11572.79</b>		
<b>Current:-</b>						
<b>Business Advances to Other Related Companies:</b>						
Shaily Infrastructure Private Limited	20.94	0.06	20.94	14.31	0.04	14.31
Starnet Software (India) Limited	0.00	0.00	15065.43	15065.43	41.45	16290.99
Mahavir (Thaltej) Complex Private Limited	1.50	0.005	1.50	0.00	0.00	0.00
<b>TOTAL</b>	<b>22.45</b>			<b>15079.74</b>		
<b>Business Advances given to others:</b>						
Shangrila Funworld Private Limited	0.00	0.00	6863.25	6863.25	18.88	6893.25
Maheshwari (Thaltej) Complex Private Limited	31.62	0.10	31.62	0.00	0.00	0.00
Shreekala Infrastructure Private Limited	62.90	0.20	62.90	0.00	0.00	0.00
Ganesh Plantations Limited	52.07	0.16	1319.71	0.00	0.00	0.00
Perna Arcade Private Limited	0.00	0.00	425.38	425.38	1.17	425.38
Rich Arcade Private Limited	0.00	0.00	643.13	643.13	1.77	643.13
Royal Arcade Private Limited	0.00	0.00	230.98	230.98	0.64	230.98
Samirbhai C. Patel	0.00	0.00	0.87	0.87	0.00	0.87
The Maple Trade Centre co.op.Hou. Ser. Soc. Ltd.	0.00	0.00	0.04	0.04	0.00	0.04
The Maple Tree Shop co.op.Hou. Ser. Soc. Ltd.	0.00	0.00	0.03	0.03	0.00	0.03
Gavendu Land Developers Private Limited	0.00	0.00	0.53	0.53	0.00	0.53
Ratilal Khimji Patel	0.00	0.00	11.00	11.00	0.03	11.00
<b>TOTAL</b>	<b>146.58</b>			<b>8175.21</b>		

Notes to Consolidated Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE-44 ADDITIONAL INFORMATION AS REQUIRED UNDER SCHEDULE III TO THE COMPANIES ACT, 2013 FOR CONSOLIDATED FINANCIAL STATEMENTS:**

**ADDITIONAL INFORMATION AS REQUIRED UNDER SCHEDULE III TO THE COMPANIES ACT, 2013 OF COMPANY CONSOLIDATED AS SUBSIDIARY**

Sr. No.	Name of the company	Net assets i.e. Total assets minus total liabilities		Share in profit or loss	
		As % of consolidated net assets	Amt. ₹ in lakh	As % of consolidated profit / loss	Amt. ₹ in lakh
<b>A</b>	<b>Parent – Indian</b>				
	Ganesh Housing Corporation Limited	110.33	87138.89	0.06	4.11
<b>B</b>	<b>Subsidiaries – Indian</b>				
1	Madhukamal Infrastructure Private Limited	(10.73)	(8473.02)	100.27	7082.13
2	Gatil Properties Private Limited	38.11	30096.75	(0.36)	(25.68)
3	Million Minds Tech Space Private Limited	0.00	0.07	(0.00)	(0.03)
<b>C</b>	<b>Non Controlling Interests in all Subsidiaries – Indian</b>				
1	Gatil Properties Private Limited	11.02	8701.02	(0.11)	(7.42)

**NOTE-45 AS PER THE FIRST PROVISION TO SUB-SECTION 3 OF SECTION 129 READ WITH RULE 5 OF COMPANIES (ACCOUNTS) RULES, 2014 STATEMENT IN FORM AOC – I REGARDING DETAILS OF SUBSIDIARIES COMPANIES ARE GIVEN BELOW:**

**Salient features of Financial Statements of Subsidiary as per Companies Act, 2013**

[Amt. ₹ in Lakh]

Sr. No.	Name of the Subsidiary Company	Madhukamal Infrastructure Private Limited	Gatil Properties Private Limited	Million Minds Techspace Private Limited
1	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	01/04/2021 to 31/03/2022	01/04/2021 to 31/03/2022	25/10/2021 to 31/03/2022
2	Reporting Currency	INR	INR	INR
3	Exchange Rate	1	1	1
4	Paid up Capital	1.50	1295.91	1.00
5	Reserves	(8474.52)	28800.84	(0.03)
6	Total Assets	11239.63	47732.35	2.00
7	Total Liabilities	19712.65	17635.60	1.03
8	Investments	NIL	NIL	NIL
9	Turnover / Total Income	25947.43	315.83	0.00
10	Profit / (Loss) Before Taxation	9723.00	(32.45)	(0.03)
11	Provision for Taxation (Net)	(2640.87)	6.77	0.00
12	Profit / (Loss) After Taxation	7082.13	(25.68)	(0.03)
13	Proposed dividend	NIL	NIL	NIL
14	Percentage of Shareholding	100.00	71.09	100.00

- Name of subsidiaries which are yet to commence operations: None
- Name of subsidiaries which have been liquidated or sold during the year: None

**NOTE-46 CONTINGENT LIABILITIES:**

- A. For the Asst. Year 2015-16 the assessee was under scrutiny assessment under the Income-tax Act 1961 and the A.O. has passed the order dated 21.12.2019 u/s. 143(3) r.w.s. 264 of the I.T. Act, 1961 and has raised the demand of ₹ 154.55 lakh. The Company has filed an appeal before CIT(A) for the addition made in the assessment order. The addition made is a covered matter and covered by the decision in the case of Company itself of the Hon'ble ITAT in favour of the company. The Company has filed stay application before the Assessing Officer and the stay application is pending for disposal and the appeal filed by the Company before the CIT(A) is also pending for disposal.

## Notes to Consolidated Financial Statements For the year ended 31 March 2022 (Contd.)

- B. For the Asst. Year 2017-18 the assessee was under scrutiny assessment under the Income-tax Act 1961 and the A.O. has passed the order dated 18.12.2019 u/s. 143(3) of the I.T. Act, 1961 and has raised the demand of ₹ 83.32 lakh. The Company has filed an appeal before CIT(A) for the addition made in the assessment order. The addition made is a covered matter and covered by the decision in the case of company itself of the Hon'ble ITAT in favour of the company. The Company has filed stay application before the Assessing Officer and the stay application is pending for disposal and the appeal filed by the Company before the CIT(A) is also pending for disposal.
- C. For the Asst. Year 2018-19 scrutiny assessment is completed and demand of ₹14.07 lakh raised by the Assessing Officer. The company has filed appeal before National Faceless Appeal Centre (NFAC) and the said appeal is pending for disposal.
- D. The Income-tax Department has issued notice u/s.148 of the Act for Asst. Year 2018-19. The company has filed Return against the said notice and the assessment is pending.
- E. For the Asst. Years 2007-08 to 2012-13 assessment order were passed under the Income-tax Act, 1961 and various demands were raised by the Income-tax Department, against which the company had filed appeal before the CIT(A), Ahmedabad and the CIT(A) had given relief by giving the decision majority of the issues in favour of the company and for some issues against the company. Hence, the Income-tax department and the company had filed appeal before the Income-tax Appellate Tribunal, Ahmedabad. The ITAT, Ahmedabad had passed the order for all the years in favour of the company. Against the order of ITAT, the department has filed appeal before the Hon'ble Gujarat High Court at Ahmedabad and the Gujarat High Court at Ahmedabad has given relief for many issues and for few issues appeal of the income-tax department admitted and pending before Gujarat High Court. The income-tax department has filed Special Civil Application before the Hon'ble Supreme Court for relief granted by Gujarat High Court in favour of company. The said issues are pending before Hon'ble Supreme Court. reme Court for relief granted by Gujarat High Court in favour of company. The said issues are pending before Hon'ble Supreme Court.
- F. The Company has given security & guarantee for Non Convertible Debentures of ₹ 17710.00 lakh issued by Madhukamal Infrastructure Private Limited. The trustees for the said NCD are IDBI Trusteeship Services Limited in whose favour the guarantee is given. The outstanding balance of NCD as on 31st March, 2022 is ₹ 3832.90 lakh.
- G. There are several cases being fought at various statutes level pertaining to taxation both direct & indirect, where the company has won the matter at lower level statutes and the concerned department has preferred an appeal.
- H. There are several cases filed by the company and against the company pertains to land disputes which are being fought at various statutes level. The no. of cases keeps on changing.
- I. The subsidiary company has given a Bank Guarantee of ₹ 53.00 lakh to Sardar Sarovar Narmada Nigam Limited. The SBI has lien against F.D. of ₹ 53.00 lakh for issuing bank guarantee.

### NOTE-47 EMPLOYEE BENEFITS: DEFINED CONTRIBUTION PLAN:

#### A. Define Contribution Plans:

Contribution to defined Contribution Plans recognised as expenses for the year are as under:

Particulars	[Amt. ₹ in Lakh]	
	2021-2022	2020-2021
Employer's contribution to Provident Funds	11.18	11.69
Employer's contribution to ESIC	0.99	1.16

#### B. Defined Benefit Plan:

The employees' gratuity fund scheme managed by a Trust (Life Insurance Corporation of India) is a defined benefit plan. The present value of obligation is determined on actuarial valuation, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

Notes to Consolidated Financial Statements  
For the year ended 31 March 2022 (Contd.)

**Gratuity Disclosure Statement as Per Indian Accounting Standard 19 (Ind AS 19) :**

[Amt. ₹ in Lakh]

<b>Particulars</b>	<b>2021-2022</b>	<b>2020-2021</b>
Type of Benefit	Gratuity	Gratuity
Country	India	India
Reporting Currency	INR	INR
Reporting Standard	Indian Accounting Standard 19 (Ind AS 19)	Indian Accounting Standard 19 (Ind AS 19)
Funding Status	Funded	Funded
Starting Period	01-Apr-21	01-Apr-20
Date of Reporting	31-Mar-22	31-Mar-21
Period of Reporting	12 Months	12 Months
Reference ID	638077	532504
<b>Assumptions (Previous Period)</b>		
Expected Return on Plan Assets	6.80%	6.87%
Rate of Discounting	6.80%	6.87%
Rate of Salary Increase	7.00%	7.00%
Rate of Employee Turnover	5.00%	5.00%
Mortality Rate During Employment	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2006-08) Ultimate
<b>Assumptions (Current Period)</b>		
Expected Return on Plan Assets	7.23%	6.80%
Rate of Discounting	7.23%	6.80%
Rate of Salary Increase	7.00%	7.00%
Rate of Employee Turnover	5.00%	5.00%
Mortality Rate During Employment	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality (2006-08) Ultimate
<b>Table Showing Change in the Present Value of Defined Benefit Obligation</b>		
<b>Present Value of Benefit Obligation at the Beginning of the Period</b>	<b>469.29</b>	<b>454.34</b>
Interest Cost	31.91	31.21
Current Service Cost	32.48	32.74
Past Service Cost	0.00	0.00
Liability Transferred In/ Acquisitions	0.00	0.00
(Liability Transferred Out/ Divestments)	0.00	0.00
(Gains)/ Losses on Curtailment	0.00	0.00
(Liabilities Extinguished on Settlement)	0.00	0.00
(Benefit Paid Directly by the Employer)	0.00	0.00
(Benefit Paid From the Fund)	(34.04)	(22.95)
The Effect Of Changes in Foreign Exchange Rates	-	-
Actuarial (Gains)/Losses on Obligations - Due to Change in Demographic Assumptions	0.09	0.00
Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	(19.57)	3.31
Actuarial (Gains)/Losses on Obligations - Due to Experience	(32.49)	(29.36)
<b>Present Value of Benefit Obligation at the End of the Period</b>	<b>447.68</b>	<b>469.29</b>

Notes to Consolidated Financial Statements  
For the year ended 31 March 2022 (Contd.)

[Amt. ₹ in Lakh]

Particulars	2021-2022	2020-2021
<b>Table Showing Change in the Fair Value of Plan Assets</b>		
Fair Value of Plan Assets at the Beginning of the Period	89.59	105.68
Interest Income	6.09	7.26
Contributions by the Employer	5.00	1.46
Expected Contributions by the Employees	0.00	0.00
Assets Transferred In/Acquisitions	0.00	0.00
(Assets Transferred Out/ Divestments)	0.00	0.00
(Benefit Paid from the Fund)	(34.04)	(22.95)
(Assets Distributed on Settlements)	0.00	0.00
Effects of Asset Ceiling	0.00	0.00
The Effect of Changes In Foreign Exchange Rates	0.00	0.00
Return on Plan Assets, Excluding Interest Income	(2.80)	(1.86)
Fair Value of Plan Assets at the End of the Period	63.84	89.59
<b>Amount Recognized in the Balance Sheet</b>		
(Present Value of Benefit Obligation at the end of the Period)	(447.68)	(469.29)
Fair Value of Plan Assets at the end of the Period	63.84	89.59
Funded Status (Surplus/ (Deficit))	(383.83)	(379.70)
<b>Net (Liability)/Asset Recognized in the Balance Sheet</b>	<b>(383.83)</b>	<b>(379.70)</b>
<b>Net Interest Cost for Current Period</b>		
Present Value of Benefit Obligation at the Beginning of the Period	469.29	454.34
(Fair Value of Plan Assets at the Beginning of the Period)	(89.59)	(105.68)
<b>Net Liability/(Asset) at the Beginning</b>	<b>379.70</b>	<b>348.66</b>
	0.00	0.00
Interest Cost	31.91	31.21
(Interest Income)	(6.09)	(7.26)
<b>Net Interest Cost for Current Period</b>	<b>25.82</b>	<b>23.95</b>
<b>Expenses Recognized in the Statement of Profit or Loss for Current Period</b>		
Current Service Cost	32.48	32.74
Net Interest Cost	25.82	23.95
Past Service Cost	0.00	0.00
(Expected Contributions by the Employees)	0.00	0.00
(Gains)/Losses on Curtailments And Settlements	0.00	0.00
Net Effect of Changes in Foreign Exchange Rates	0.00	0.00
<b>Expenses Recognized</b>	<b>58.30</b>	<b>56.69</b>
<b>Expenses Recognized in the Other Comprehensive Income (OCI) for Current Period</b>		
Actuarial (Gains)/Losses on Obligation For the Period	(51.96)	(26.05)
Return on Plan Assets, Excluding Interest Income	2.80	1.86
Change in Asset Ceiling	0.00	0.00
<b>Net (Income)/Expense For the Period Recognized in OCI</b>	<b>(49.17)</b>	<b>(24.19)</b>
<b>Balance Sheet Reconciliation</b>		
Opening Net Liability	379.70	348.66
Expenses Recognized in Statement of Profit or Loss	58.30	56.69
Expenses Recognized in OCI	(49.17)	(24.19)
Net Liability/(Asset) Transfer In	0.00	0.00
Net (Liability)/Asset Transfer Out	0.00	0.00
(Benefit Paid Directly by the Employer)	0.00	0.00
(Employer's Contribution)	(5.00)	(1.46)
<b>Net Liability/(Asset) Recognized in the Balance Sheet</b>	<b>383.83</b>	<b>379.70</b>

Notes to Consolidated Financial Statements  
For the year ended 31 March 2022 (Contd.)

[Amt. ₹ in Lakh]

Particulars	2021-2022	2020-2021
<b>Category of Assets</b>		
Government of India Assets	0.00	0.00
State Government Securities	0.00	0.00
Special Deposits Scheme	0.00	0.00
Debt Instruments	0.00	0.00
Corporate Bonds	0.00	0.00
Cash And Cash Equivalents	0.00	0.00
Insurance fund	63.84	89.59
Asset-Backed Securities	0.00	0.00
Structured Debt	0.00	0.00
Other	0.00	0.00
<b>Total</b>	<b>63.84</b>	<b>89.59</b>
<b>Other Details</b>		
No of Members in Service	0.00	0.00
Per Month Salary For Members in Service	80.85	85.12
Weighted Average Duration of the Defined Benefit Obligation	0.00	0.00
Average Expected Future Service	0.00	0.00
Defined Benefit Obligation (DBO) - Total	447.68	469.29
Defined Benefit Obligation (DBO) - Due but Not Paid	2.52	0.00
Expected Contribution in the Next Year	80.85	85.12
<b>Net Interest Cost for Next Year</b>		
Present Value of Benefit Obligation at the End of the Period	447.68	469.29
(Fair Value of Plan Assets at the End of the Period)	(63.84)	(89.59)
<b>Net Liability/(Asset) at the End of the Period</b>	<b>383.83</b>	<b>379.70</b>
	0.00	0.00
Interest Cost	32.18	31.91
(Interest Income)	(4.43)	(6.09)
<b>Net Interest Cost for Next Year</b>	<b>27.75</b>	<b>25.82</b>
<b>Expenses Recognized in the Statement of Profit or Loss for Next Year</b>		
Current Service Cost	28.61	32.48
Net Interest Cost	27.75	25.82
(Expected Contributions by the Employees)	0.00	0.00
<b>Expenses Recognized</b>	<b>56.36</b>	<b>58.30</b>
<b>Maturity Analysis of the Benefit Payments</b>		
Projected Benefits Payable in Future Years From the Date of Reporting		
1st Following Year	50.66	47.91
2nd Following Year	23.88	24.42
3rd Following Year	24.47	25.22
4th Following Year	30.68	38.49
5th Following Year	74.06	30.77
Sum of Years 6 To 10	118.27	165.17
Sum of Years 11 and above	856.87	856.47

**Notes to Consolidated Financial Statements  
For the year ended 31 March 2022 (Contd.)**

[Amt. ₹ in Lakh]

<b>Particulars</b>	<b>2021-2022</b>	<b>2020-2021</b>
<b>Sensitivity Analysis</b>		
Defined Benefit Obligation on Current Assumptions	447.68	469.29
Delta Effect of +1% Change in Rate of Discounting	0.00	0.00
Delta Effect of -1% Change in Rate of Discounting	(40.05)	(43.53)
Delta Effect of +1% Change in Rate of Salary Increase	48.04	52.48
Delta Effect of -1% Change in Rate of Salary Increase	47.67	51.84
Delta Effect of +1% Change in Rate of Employee Turnover	(40.48)	(43.83)
Delta Effect of -1% Change in Rate of Employee Turnover	0.76	(1.23)

The sensitivity analysis presented above may not be representative of the actual change in the Defined Benefit Obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the Defined Benefit Obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the Defined Benefit Obligation as recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

**Notes**

Gratuity is payable as per entity's scheme as detailed in the report.

Actuarial gains/losses are recognized in the period of occurrence under Other Comprehensive Income (OCI). All above reported figures of OCI are gross of taxation.

Salary escalation & attrition rate are considered as advised by the entity; they appear to be in line with the industry practice considering promotion and demand & supply of the employees.

Maturity Analysis of Benefit Payments is undiscounted cashflows considering future salary, attrition & death in respective year for members as mentioned above.

Average Expected Future Service represents Estimated Term of Post - Employment Benefit Obligation.

Weighted Average Duration of the Defined Benefit Obligation is the weighted average of cash flow timing, where weights are derived from the present value of each cash flow to the total present value.

Any benefit payment and contribution to plan assets is considered to occur end of the year to depict liability and fund movement in the disclosures.

Value of asset provided by the entity is not audited by us and the same is considered as unaudited fair value of plan asset as on the reporting date.

In absence of specific communication as regards contribution by the entity, Expected Contribution in the Next Year is considered as the sum of net liability/assets at the end of the current year and current service cost for next year, subject to maximum allowable contribution to the Plan Assets over the next year as per the Income Tax Rules.

**Qualitative Disclosures**

**Para 139 (a) Characteristics of defined benefit plan**

The entity has a defined benefit gratuity plan in India (funded). The entity's defined benefit gratuity plan is a final salary plan for employees, which requires contributions to be made to a separately administered fund. The fund is managed by a trust which is governed by the Board of Trustees. The Board of Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy.



## Notes to Consolidated Financial Statements For the year ended 31 March 2022 (Contd.)

### Para 139 (b) Risks associated with defined benefit plan

Gratuity is a defined benefit plan and entity is exposed to the Following Risks:

**Interest rate risk:** A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

**Salary Risk:** The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

**Investment Risk:** The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

**Asset Liability Matching Risk:** The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.

**Mortality risk:** Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

**Concentration Risk:** Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very low as insurance companies have to follow stringent regulatory guidelines which mitigate risk.

### Para 139 (c) Characteristics of defined benefit plans

During the year, there were no plan amendments, curtailments and settlements.

### Para 147 (a)

A separate trust fund is created to manage the Gratuity plan and the contributions towards the trust fund is done as guided by rule 103 of Income Tax Rules, 1962.

### NOTE-48 TRADE PAYABLES AGEING SCHEDULE:

[Amt. ₹ in Lakh]

Sr. No.	Particulars	Outstanding for following periods from due date of payment					Total
		Not Due For Payment	Less Than 01 Year	1-2 Years	2-3 Years	More Than 03 Years	
<b>As at 31 March 2022</b>							
<b>A</b>	<b>NON CURRENT:</b>						
1	MSME	0.00	0.00	0.00	0.00	0.00	0.00
2	Others	0.00	0.00	952.76	20.37	75.13	1048.26
3	Disputed dues MSME	0.00	0.00	0.00	0.00	0.00	0.00
4	Disputed dues Others	0.00	0.00	0.00	0.00	0.00	0.00
<b>B</b>	<b>CURRENT:</b>						
1	MSME	0.00	75.45	0.00	0.00	0.00	75.45
2	Others	0.00	769.50	77.73	15.99	353.06	1216.28
3	Disputed dues MSME	0.00	0.00	0.00	0.00	0.00	0.00
4	Disputed dues Others	0.00	0.00	0.00	0.00	0.00	0.00

Notes to Consolidated Financial Statements  
For the year ended 31 March 2022 (Contd.)

[Amt. ₹ in Lakh]

Sr. No.	Particulars	Outstanding for following periods from due date of payment					Total
		Not Due For Payment	Less Than 01 Year	1-2 Years	2-3 Years	More Than 03 Years	
<b>As at 31 March 2021</b>							
<b>A NON CURRENT:</b>							
1	MSME	0.00	183.49	0.00	0.00	0.00	183.49
2	Others	0.00	952.68	128.35	440.09	44.77	1565.90
3	Disputed dues MSME	0.00	0.00	0.00	0.00	0.00	0.00
4	Disputed dues Others	0.00	0.00	0.00	0.00	0.00	0.00
<b>B CURRENT:</b>							
1	MSME	0.00	5.69	0.00	0.00	0.00	5.69
2	Others	0.00	440.59	132.21	95.40	346.73	1014.94
3	Disputed dues MSME	0.00	0.00	0.00	0.00	0.00	0.00
4	Disputed dues Others	0.00	0.00	0.00	0.00	0.00	0.00

\* There are no unbilled Trade payables.

**NOTE-49 TRADE RECEIVABLES AGEING SCHEDULE:**

[Amt. ₹ in Lakh]

Sr. No.	Particulars	Outstanding for following periods from due date of payment						Total
		Not due for Payment	Less than 06 Months	06 Months to 01 Year	1-2 Years	2-3 Years	More than 03 Years	
<b>As at 31 March 2022</b>								
<b>A NON CURRENT:</b>								
1	Undisputed-Considered Good	0.00	0.00	0.00	1.24	19.72	128.42	149.37
2	Undisputed-Considered Doubtful	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3	Disputed-Considered Good	0.00	0.00	0.00	0.00	0.00	0.00	0.00
4	Disputed-Considered Doubtful	0.00	0.00	0.00	0.00	0.00	0.00	0.00
<b>B CURRENT:</b>								
1	Undisputed-Considered Good	0.00	10149.60	1456.73	0.00	0.00	0.00	11606.33
2	Undisputed-Considered Doubtful	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3	Disputed-Considered Good	0.00	0.00	0.00	0.00	0.00	0.00	0.00
4	Disputed-Considered Doubtful	0.00	0.00	0.00	0.00	0.00	0.00	0.00
<b>As at 31 March 2021</b>								
<b>A NON CURRENT:</b>								
1	Undisputed-Considered Good	0.00	0.00	0.00	19.72	2755.30	3075.95	5850.97
2	Undisputed-Considered Doubtful	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3	Disputed-Considered Good	0.00	0.00	0.00	0.00	0.00	0.00	0.00
4	Disputed-Considered Doubtful	0.00	0.00	0.00	0.00	0.00	0.00	0.00
<b>B CURRENT:</b>								
1	Undisputed-Considered Good	0.00	2.49	0.49	0.00	0.00	0.00	2.98
2	Undisputed-Considered Doubtful	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3	Disputed-Considered Good	0.00	0.00	0.00	0.00	0.00	0.00	0.00
4	Disputed-Considered Doubtful	0.00	0.00	0.00	0.00	0.00	0.00	0.00

\* There are no unbilled Trade receivables.

Notes to Consolidated Financial Statements  
For the year ended 31 March 2022 (Contd.)

**NOTE-50 RATIOS:**

[Amt. ₹ in Lakh]

Sr. No.	Ratios	As at 31 March 2022	As at 31 March 2021	Variance In %	Explanation	Numerator	Denominator
1	Current Ratio	2.58	2.20	16.88	Due to increase in current assets & decrease in current liabilities	Current assets	Current liabilities
2	Debt-Equity Ratio	0.35	0.92	(62.51)	Due to reduction in debt	Total debt	Shareholders' equity
3	Debt Service Coverage Ratio	1.02	(0.17)	(683.56)	Due to repayment of loans	Earning available for debt service	Debt service
4	Return on Equity Ratio	0.10	(0.16)	(159.74)	Due to increase in profit	Net profit after tax less preference dividend	Average shareholders' equity
5	Inventory Turnover Ratio	0.55	0.43	30.09	Due to increase in sales	Cost of goods sold for sales	Average inventory
6	Trade Receivables Turnover Ratio	4.21	1.89	122.43	Due to increase in sales	Net credit sales	Average trade receivables
7	Trade Payables Turnover Ratio	8.37	0.01	147409.23	Due to increase in purchases	Net credit purchase	Average trade payables
8	Net Capital Turnover Ratio	1.05	0.39	170.30	Due to increase in Sales	Net sales	Average working capital
9	Net Profit Ratio	0.19	(0.78)	(124.45)	Due to increase in profit	Net profit after tax	Net sales
10	Return on Capital Employed	0.11	(0.04)	(407.85)	Due to increase in profit	Earning before interest and tax	Capital employed
11	Return on Investments	0.03	0.01	82.38	Due to Interest on Bank FD	Income from Investments	Cost of investments

**NOTE-51 DETAILS OF LOANS AND ADVANCES GIVEN BY THE GROUP TO THE ULTIMATE BENEFICIARIES DURING F.Y. 2021-2022:**

Sr. No.	Particulars	Date Of Payment	₹ In Lakh Amt. Paid	Name Of Intermediary	Name Of Ultimate Beneficiaries
1	Advance for purchase of Land	27/12/2021	1.00	Shekhar G. Patel	Vinat Complex Private Limited
		24/01/2022	84.51	Shekhar G. Patel	Vinat Complex Private Limited
		28/03/2022	1.00	Shekhar G. Patel	Jagdishkumar shah
		31/03/2022	349.00	Shekhar G. Patel	Vinat Complex Private Limited
		30/03/2022	170.00	Bhavin H Mehta	Data Not Available
2	Loans to others	08/03/2022	52.07	Ganesh Plantations Ltd	Gatil Properties Pvt Ltd
		31/03/2022	62.90	Shreekala Infrastructure Pvt Ltd	Ganeshsagar Infrastructure Private limited
		03/06/2021	176.00	Ganesh Plantations Limited	Ganeshsagar Infrastructure Private limited
		21/06/2021	129.00	Ganesh Plantations Limited	Ganeshsagar Infrastructure Private limited
		24/06/2021	110.00	Ganesh Plantations Limited	Gavendu Land Developers Private limited
		28/06/2021	1010.00	Ganesh Plantations Limited	Ganeshsagar Infrastructure Private limited
		01/07/2021	60.00	Ganesh Plantations Limited	Maple Brandmark Private Limited
		03/07/2021	100.00	Ganesh Plantations Limited	Madhughosh Ventures LLP
		05/07/2021	100.00	Ganesh Plantations Limited	Madhughosh Ventures LLP
		02/03/2022	412.16	Ganesh Plantations Limited	Madhughosh Ventures LLP
		29/03/2022	1800.00	Ganesh Plantations Limited	Ganeshsagar Infrastructure Private limited

## Notes to Consolidated Financial Statements For the year ended 31 March 2022 (Contd.)

### Notes:-

- In the above table loans given during the year have been considered. The opening balance of loans given is not considered.
- If the Group has given loans to intermediaries during the year and intermediary has fully repaid the loan during the year than such transactions are not included. If intermediary has partly repaid the loan, than only the net loan given is taken into consideration.
- Loans given by the Group to any entity and used by the same entity for its own purposes are not shown here.
- In case of all the entities shown as ultimate intermediary, the data regarding further utilisation was not made available and hence they are treated as ultimate beneficiaries. Whether the funds have further flown through other entity or not can not be commented as trail of such transactions were not available to auditors.
- The Group has not given any funds to any foreign entities.

### NOTE-52 CORPORATE SOCIAL RESPONSIBILITY:

The Company has spent ₹ NIL during the year (Previous Year: ₹ 19.28 Lakh) as per the provisions of Section 135 of the Companies Act, 2013 towards Corporate Social Responsibility (CSR) activities grouped under 'Other Expenses'.

(a) Gross amount required to be spent by the Company during the year ₹ NIL (Previous Year: ₹ 19.28 Lakh)

(b) Amount spent during the year on:

[Amt. ₹ in Lakh]

Particulars	Amount Spent in Cash	Amount yet to be paid in Cash	Total Amount
<b>Year ended March 31, 2022</b>			
(i) Construction / Acquisition of any Asset	0	0	0
(ii) On purposes other than (i) above	0	0	0
<b>Year ended March 31, 2021</b>			
(i) Construction / Acquisition of any Asset	0	0	0
(ii) On purposes other than (i) above	19.28	0	19.28

### NOTE-53

There are no proceeding initiated or pending against the Company for holding any Benami Property under the Benami Transactions (Prohibitions) Act, 1988.

### NOTE-54

There are no transactions recorded in the books of accounts but disclosed as income during the income tax assessment or survey which have now been recovered in the books of accounts during the year.

### NOTE-55

During the year Company has not traded or invested in Crypto Currency.

### NOTE-56

The company has subsidiaries Company and hence section 2(87) read with Companies (Restriction on Number of Layers) Rules, 2017 is complied with.

### NOTE-57

There is no transaction with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 by the company.

## Notes to Consolidated Financial Statements For the year ended 31 March 2022 (Contd.)

### NOTE-58

The company does not have any immovable property in Property, Plant & Equipment for which the title deeds of immovable property not held in name of the company.

### NOTE-59 STANDARD ISSUED BUT NOT YET EFFECTIVE

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from April 01, 2022.

### NOTE-60

The company has not taken any insurance policy for leave encashment payable to employees.

### NOTE-61

No provision for Bonus is made in the accounts of the company.

### NOTE-62

No provision for gratuity is made as gratuity already provided for is in excess of amount calculated at year end as per calculation given by LIC Group Gratuity Scheme. The company has not paid outstanding amount payable to LIC for gratuity of ₹ 242.29 lakh as on 31/03/2022.

### NOTE-63

Ministry of Corporate affairs vide notification dated March 24, 2021 has amended Schedule III to the Companies Act, 2013 in respect of certain disclosures, which are applicable from April 01, 2021. The Company has incorporated the changes as per the said amendment in the annual report and has also changed comparative numbers wherever applicable.

### NOTE-64

On April 2, 2021, the Board of Directors of the Company approved preferential issue of 2460000 Equity Shares at ₹ 58/- per share [including premium of ₹ 48/- per share] aggregating to ₹ 1426.80 lakh to the persons belonging to Promoter Group and the same was approved by the members by way of Postal Ballot on May 4, 2021.

### NOTE-65

The Board of Directors of the Company, at its meeting held on May 31, 2021 had approved the Scheme of Amalgamation of Sulabh Realty Private Limited and Malvika Estate Private Limited and Gitanjali Infrastructure Private Limited with the Company ("Scheme"). The Hon'ble National Company Law Tribunal, Ahmedabad Bench ('NCLT') had pronounced the order approving the aforesaid Scheme on January 24, 2022 and the certified copy of the said order was received on January 25, 2022. Pursuant to the Scheme, the Authorised Share Capital of the Company increased to ₹ 10003.00 lakh. In accordance with the Scheme, the Board of Directors of the Company has allotted 31700000 fully paid up equity shares to the eligible shareholders. The merger of these three companies shall be effective from 01/04/2021.

As per our Report of even date  
For **PURNESH R. MEHTA & CO.**  
Chartered Accountants  
FRN: 142830W

**Purnesh Mehta**  
Proprietor  
Mem. No. 032812  
UDIN:- 22032812AIVFEA8441

Place : Ahmedabad  
DATE : 12/05/2022

On behalf of the Board of Directors

**Dipakkumar G. Patel**  
Chairman & Whole-time Director  
[DIN: 00004766]

**Rajendra Shah**  
Chief Financial Officer

Place : Ahmedabad  
DATE : 12/05/2022

**Shekhar G. Patel**  
Managing Director  
[DIN: 00005091]

**Jasmin Jani**  
Company Secretary



**Ganesh Corporate House**

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