



Innovators

Facade Systems Limited

(formerly known as innovators facade systems Pvt. Ltd.)

To

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

Dear Sir,

Sub: Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015 - Audited Financial Statement for the financial year ended 31st March, 2018.

We are submitting the Audited Financial Statement along with the Auditor Reports of the **M/s. Innovators Facade Systems Limited** for the financial year ended 31st March, 2018.

The Meeting of the Board of Directors of the Company was commenced at 02:00 p.m. and concluded at 05.50 p.m.

Kindly take the same on record and oblige.

For Innovators Façade Systems Limited

Radhika Vimal Tibrewala

Company Secretary & Compliance Officer

Membership: A48119

Date: 25th August, 2018

Place: Mumbai



Innovators Façade Systems Limited
Balance Sheet as at March 31, 2018

(Amount in Rs.)

Particulars	Note Nos.	As at March 31, 2018	As at March 31, 2017
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	2	13,20,70,080	10,28,57,500
Reserves and surplus	3	55,10,89,731	30,92,19,901
		<u>68,31,59,811</u>	<u>41,20,77,401</u>
Non-current liabilities			
Long-term borrowings	4	19,03,42,320	29,91,65,599
Long-term provisions	5	65,42,214	58,43,559
		<u>19,68,84,534</u>	<u>30,50,09,158</u>
Current liabilities			
Short-term borrowings	6	33,80,10,044	31,07,00,091
Trade payables	7		
- Due to Micro, Small and Medium Enterprises		12,32,860	8,25,340
- Due to Other than Micro, Small and Medium Enterprises		23,41,12,862	20,70,65,730
Other current liabilities	8	17,37,84,071	13,34,41,949
Short-term provisions	9	1,91,46,052	1,35,346
		<u>76,62,85,889</u>	<u>65,21,75,056</u>
		<u>1,64,63,30,244</u>	<u>1,36,92,61,615</u>
ASSETS			
Non-current assets			
Fixed assets			
- Tangible assets	10	13,17,22,227	14,66,01,857
		<u>13,17,22,227</u>	<u>14,66,01,857</u>
Non-current Investments	11	38,31,600	38,31,600
Deferred tax assets (Net)	12	51,72,130	34,49,384
Long-term loans and advances	13	2,30,70,583	1,82,55,291
Other non-current assets	14	2,34,45,641	1,75,31,058
		<u>18,72,42,182</u>	<u>18,96,69,190</u>
Current assets			
Inventories	15	34,62,04,874	34,25,25,400
Trade receivables	16	65,23,30,622	37,29,17,447
Unbilled revenue	17	15,60,88,047	23,88,57,754
Cash and cash equivalents	18	10,58,07,714	8,48,18,319
Short-term loans and advances	19	4,16,87,990	2,63,91,144
Other current assets	20	15,69,68,816	11,40,82,361
		<u>1,45,90,88,062</u>	<u>1,17,95,92,425</u>
		<u>1,64,63,30,244</u>	<u>1,36,92,61,615</u>

Significant Accounting Policies

1

See accompanying notes to the financial statements

1 to 37

In terms of our report of even date

For SGC & Co. LLP

Chartered Accountants

Firm Registration No. 112081WW100184

Suresh Murarka

Partner

Membership No. 44739



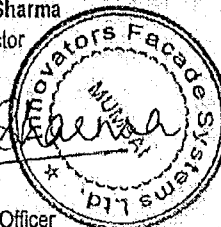
For and on behalf of the Board of Directors of
Innovators Façade Systems Limited

Radheshyam Sharma

Managing Director

DIN: 00340865

Priya Sharma
Chief Financial Officer



Anjana Sharma

Whole Time Director

DIN: 00360233

Radhika Tibrewala

Company Secretary

Mem No. A48119

Place: Mumbai

Date: 25th August, 2018

Place: Mumbai

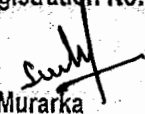
Date: 25th August, 2018

Innovators Façade Systems Limited
Statement of Profit and Loss for the year ended March 31, 2018

(Amount in Rs.)

Particulars	Note Nos.	Year Ended March 31, 2018	Year Ended March 31, 2017
REVENUE			
Revenue from operations	21	1,54,17,45,926	1,00,23,51,136
Other income	22	1,00,98,384	2,12,44,508
		<u>1,55,18,44,310</u>	<u>1,02,35,95,644</u>
EXPENSES			
Cost of contracts	23	61,78,58,289	52,41,03,723
Purchase of stock in trade	24	51,98,41,396	21,88,13,099
Employee benefits expense	25	12,61,13,792	10,43,95,571
Finance costs	26	8,71,53,249	6,18,84,326
Depreciation	10	2,20,88,490	2,38,70,506
Other expenses	27	6,17,86,729	6,12,68,926
		<u>1,43,48,41,945</u>	<u>99,43,36,151</u>
Profit before tax		11,70,02,365	2,92,59,493
Less: Tax Expenses			
Current tax		4,24,00,000	1,08,30,000
Deferred tax liability / (asset)	12	(17,22,746)	(18,13,074)
Tax of earlier years		(29,63,695)	1,58,23,234
Profit for the year		<u>7,92,88,806</u>	<u>44,19,333</u>
Earnings per equity share:			
(Face value of Rs. 10/- each)	28		
- Basic (Rs.)		7.54	0.43
- Diluted (Rs.)		7.54	0.43
Significant Accounting Policies	1		
See accompanying notes to the financial statements	1 to 37		


In terms of our report of even date
For S G C O & Co. LLP
Chartered Accountants
Firm Registration No. 112081W/W100184

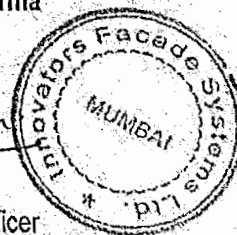

Suresh Murarka
Partner
Membership No. 44739



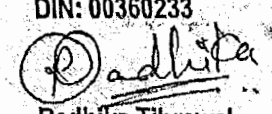
For and on behalf of the Board of Directors
Innovators Façade Systems Limited


Radheshyam Sharma
Managing Director
DIN: 00340865


Priti Sharma
Chief Financial Officer




Anjana Sharma
Whole Time Director
DIN: 00360233


Radhika Tibrewala
Company Secretary
Mem No. A48119

Place: Mumbai
Date: 25th August, 2018

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Date: 25th August, 2018

SGCO & Co.LLP

Chartered Accountants

INDEPENDENT AUDITOR'S REPORT

To the Members of Innovators Façade Systems Limited, Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **Innovators Façade Systems Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2018, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

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 and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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Andheri (East),
Mumbai - 400069

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Fax. +91 22 6625 6364
E-mail: info@sgco.co.in
www.sgco.co.in



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We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2018, and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("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"** statement on the matters specified in the paragraphs 3 and 4 of the Order.



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2. As required by Section 143 (3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31st March, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 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 our separate report in **Annexure "B"**;
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note No. 30 (ii) to the standalone financial statements;



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- (ii) As informed to us by the management, the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For S G C O & Co. LLP

Chartered Accountants

Firm's Registration No. 112081W/W100184


Suresh Murarka

Partner

Mem. No. 44739



Place : Mumbai

Date : 25th August, 2018

Annexure "A" to the Independent Auditors Report

The Annexure referred to in Paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" in our Independent Auditor's Report to the members of the Company for the year ended 31st March, 2018.

As required by the Companies (Auditors Report) Order, 2016 and according to the information and explanations given to us during the course of the audit and on the basis of such checks of the books and records as were considered appropriate we report that:

- (i)
 - a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - b) The Fixed Assets have been physically verified by the management in accordance with a phased programme of verification, which in our opinion is reasonable, considering the size and the nature of its assets. Pursuant to the program certain fixed assets has been verified during the year. The frequency of verification is reasonable and no material discrepancies have been noticed on such physical verification.
 - c) According to the information and explanations given to us and on the basis of our examination of records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) The inventories have been physically verified by the management during the year at reasonable intervals. The procedures of physical verification of the inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business. No material discrepancies were noticed on physical verification as compared to book records which have been properly dealt with in the books of accounts.
- (iii) During the year, the Company has not granted any loans to the parties covered in the register maintained under Section 189 of the Act. Hence paragraph 3 (iii) (a), (b) and (c) of the said Order are not applicable to the Company.



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- (iv) a) In our opinion and according to the information and explanation given to us, since the Company has not granted any loan, the provisions of Section 185 of the Companies Act, 2013 are not applicable.
- b) With regards to investments in Securities made by the company, the company has complied with the provisions of Section 186 of the Companies Act, 2013. Further the company has not granted any loan or given any guarantee or provided any security to any other body corporate under Section 186 of the Act.
- (v) The Company has not accepted any deposits from the public.
- (vi) The Central Government has prescribed the maintenance of cost record under Section 148(1) of the Act. We have not reviewed the cost records maintained by the Company but based on the information submitted by the Company we are of the view that such accounts and records have been made and duly maintained.
- (vii) a) Accordingly to the records of the Company, the undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Goods and services tax, duty of Customs, duty of Excise, Value Added Tax, Cess and other statutory dues wherever applicable have regularly been deposited with the appropriate authorities. According to the information and explanations given to us, there are no undisputed amounts payable except Service tax amounting to Rs.12,34,990/- and VAT amounting to Rs.3,33,831/- which have remained outstanding as at 31st March, 2018 for a period more than six months from the date they became payable.
- b) According to the records of the Company Income Tax, Sales Tax, Service Tax, Goods and services tax, Duty of Customs, Duty of Excise and Value Added Tax which have not been deposited on account of any dispute with the relevant authorities are given below:

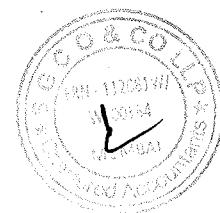
Name of Statute	Amount (Rs. in lakhs)	Period to which amount relates	Forum where dispute is pending
Sales Tax	9,72,591/-	F.Y.2011-12	Sr. Joint Commissioner (West Bengal Sales Tax)



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- (viii) As per the information and explanations given by the management, the Company has not defaulted in repayment of its dues to banks and financial institutions and has not issued debentures.
- (ix) The company did not raise money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the order is not applicable.
- (x) According to the information & explanations given to us, no fraud by the company or on the company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanations given to us and based on our examinations of the records of the Company, the Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197, read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3 (xii) of the Order is not applicable.
- (xiii) According to the information and explanation given to us and based on our examination of the records of the Company, transactions with related parties are in compliance with provisions of section 177 and 188 of the Act, where applicable. The details of such related party transactions have been disclosed in the financial statements as required under Accounting Standard (AS) 18, Related Party Disclosures specified under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, during the year the Company has made private placement of equity shares in compliance with section 42 of the Companies Act and rules framed thereunder and also, the amount raised have been used for the purposes for which the funds were raised. The company, however, has not made any preferential allotment or private placement of fully or partly convertible debentures during the year.



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- (xv) According to the information and explanation given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with the directors or persons connected with him. Accordingly, paragraph 3 (xv) of the Order is not applicable.
- (xvi) In our opinion and according to the information and explanation given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For S G C O & Co. LLP

Chartered Accountants

Firm's Registration No. 112081W/W100184


Suresh Murarka

Partner

Mem. No. 44739



Place : Mumbai

Date : 25th August, 2018

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Annexure "B" to the Independent Auditor's Report of even date on the Standalone financial statements of Innovators Façade Systems Limited for the year ended 31st March 2018.

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 Innovators Façade Systems Limited ("the Company") as of March 31, 2018 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.



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Chartered Accountants

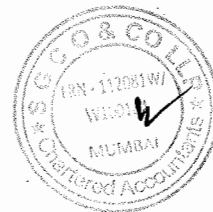
Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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.



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Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, 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, 2018, 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 S G C O & Co. LLP

Chartered Accountants

Firm's Reg. No. 112081W/W100184


Suresh Murarka

Partner

Mem. No. 44739

Place : Mumbai

Date : 25th August, 2018



Innovators Façade Systems Limited
Consolidated Balance Sheet as at March 31, 2018

Particulars	Note Nos.	(Amount in Rs.)	
		As at March 31, 2018	As at March 31, 2017
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	2	13,20,70,080	10,28,57,500
Reserves and surplus	3	73,29,14,110	49,11,42,918
		<u>86,49,84,190</u>	<u>59,40,00,418</u>
Minority Interest		9,579	9,637
Non-current liabilities			
Long-term borrowings	4	16,71,27,517	27,17,65,599
Long-term provisions	5	65,42,214	58,43,559
		<u>17,36,69,731</u>	<u>27,76,09,158</u>
Current liabilities			
Short-term borrowings	6	33,80,10,044	31,07,68,532
Trade payables	7		
- Due to Micro, Small and Medium Enterprises		13,20,133	8,98,229
- Due to Other than Micro, Small and Medium Enterprises		23,41,12,862	20,70,65,730
Other current liabilities	8	17,37,84,071	13,31,87,533
Short-term provisions	9	1,90,86,052	1,35,346
		<u>76,63,13,162</u>	<u>65,20,55,370</u>
		<u>1,80,49,76,662</u>	<u>1,52,36,74,583</u>
ASSETS			
Non-current assets			
Fixed assets	10		
- Tangible assets		13,17,22,227	14,66,01,857
		<u>13,17,22,227</u>	<u>14,66,01,857</u>
Non-current investments	11	15,60,41,000	15,60,41,000
Deferred tax assets (Net)	12	51,72,130	34,49,384
Long-term loans and advances	13	2,92,55,771	2,02,55,291
Other non-current assets	14	2,34,45,641	1,75,31,058
		<u>34,56,36,770</u>	<u>34,38,78,590</u>
Current assets			
Inventories	15	34,62,04,874	34,25,25,400
Trade receivables	16	65,23,30,622	37,29,17,447
Unbilled revenue	17	15,60,88,047	23,88,57,754
Cash and bank balances	18	10,60,22,044	8,50,21,887
Short-term loans and advances	19	4,17,25,490	2,63,91,144
Other current assets	20	15,69,68,816	11,40,82,361
		<u>1,45,93,39,892</u>	<u>1,17,97,95,993</u>
		<u>1,80,49,76,662</u>	<u>1,52,36,74,583</u>

Significant Accounting Policies

See accompanying notes to the financial statements

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In terms of our report of even date
For S G C O & Co. LLP
Chartered Accountants
Firm Registration No. 112081WW/100184

Suresh Murarka
Partner
Membership No. 44739



Place: Mumbai
Date: 25th August, 2018

For and on behalf of the Board of Directors of
Innovators Façade Systems Limited

Radheshyam Sharma
Director

DIN: 00340865

Priya Sharma
Chief Financial Officer

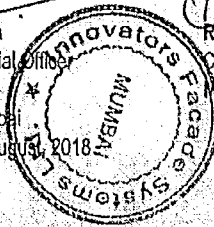
Place: Mumbai
Date: 25th August, 2018

Anjana Sharma
Director

DIN: 00360233

Radhika Tibrewala
Company Secretary

Mem No. A48119

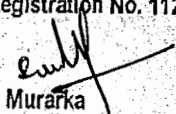


Innovators Façade Systems Limited
Consolidated Statement of Profit and Loss For the year ended March 31, 2018

(Amount in Rs.)


Particulars	Note Nos.	Year ended March 31, 2018	Year ended March 31, 2017
REVENUE			
Revenue from operations	21	1,54,17,45,926	1,00,23,51,136
Other income	22	1,00,98,384	2,12,44,508
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EXPENSES			
Cost of Contracts	23	61,78,58,289	52,41,03,723
Purchase of stock in trade	24	51,98,41,396	21,88,13,099
Employee benefits expense	25	12,61,13,792	10,43,95,571
Finance costs	26	8,71,53,249	6,18,98,144
Depreciation	10	2,20,88,490	2,38,70,506
Other expenses	27	6,19,45,426	6,15,15,009
		<u>1,43,50,00,642</u>	<u>99,45,96,052</u>
Profit before tax		11,68,43,668	2,89,99,592
Less: Tax Expenses			
Current Tax		4,23,40,000	1,08,30,000
Deferred Tax Liabilities / (Assets)	12	(17,22,746)	(18,13,074)
Tax of Earlier Years		(29,63,695)	1,58,23,234
Profit for the year (before adjustment for Minority Interest)		<u>7,91,90,109</u>	<u>41,59,432</u>
Less: Share of Profit/(Loss) transferred to Minority Interest		(58)	(50)
Profit for the year (after adjustment for Minority Interest)		<u><u>7,91,90,167</u></u>	<u><u>41,59,481</u></u>
Earnings per equity share:	28		
(Nominal value of Rs. 10/- each)			
- Basic		7.53	0.40
- Diluted		7.53	0.40
Significant Accounting Policies	1		
See accompanying notes to the financial statements	1 to 39		

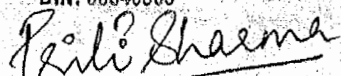
In terms of our report of even date
For S G C O & Co. LLP
 Chartered Accountants
 Firm Registration No. 112081WW100184


Suresh Murarka
 Partner
 Membership No. 44739

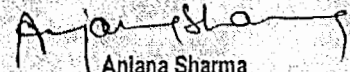



For and on behalf of the Board of Directors
Innovators Façade Systems Limited


Radheshyam Sharma
 Director
 DIN: 00340865


Priti Sharma
 Chief Financial Officer

Place: Mumbai
 Date: 25th August, 2018


Anjana Sharma
 Director
 DIN: 00360233


Radhika Tibrewala
 Company Secretary
 Mem No. A48119



Place: Mumbai
 Date: 25th August, 2018

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INDEPENDENT AUDITOR'S REPORT

To the members of Innovators Façade Systems Limited,

Report on the Consolidated Financial Statements

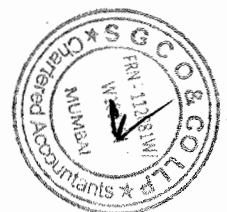
We have audited the accompanying consolidated financial statements of **Innovators Façade Systems Limited** (hereinafter referred to as "the Holding Company"), its subsidiary (the Holding Company and its subsidiary together referred to as "the Group"), comprising the Consolidated Balance Sheet as at 31st March, 2018, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (particularly Accounting Standard 21, Consolidated Financial Statement). The respective Board 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; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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 Holding Company, as aforesaid.

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Andheri (East),
Mumbai - 400069

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Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us and based on the other financial information of the subsidiary company, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31st March, 2018, and their consolidated profit and their consolidated cash flows for the year ended on that date.

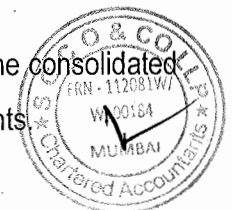


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Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on the comment's in the auditors report of the holding company & subsidiary company, we report, to the extent applicable, that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
 - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement 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 Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2018, taken on record by the Board of Directors of the Holding Company and based on the auditor's reports of its subsidiary company, none of the directors is disqualified as on 31st March, 2018 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 Group and the operating effectiveness of such controls, refer to our separate report in "Annexure A".
 - (g) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:
 - i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, – Refer Note 30 to the consolidated financial statements



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- ii. The Holding Company and its subsidiary company incorporated in India did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary company.

For S G C O & Co. LLP

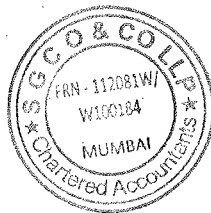
Chartered Accountants

Firm's Reg. No. 112081W/W100184


Suresh Murarka

Partner

Mem. No. 44739



Place: Mumbai

Date: 25th August, 2018

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Annexure - A to the Independent Auditor's Report of even date on the Consolidated financial statements of Innovators Façade Systems Limited for the year ended 31st March 2018.

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 **Innovators Façade Systems Limited** (hereinafter referred to as "the Holding Company") as at March 31, 2018 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date. As per circular no G.S.R 583 (E), dated 13th June 2017 the clause (i) of section 143(3) of the Act regarding internal financial control over financial reporting, is not applicable to the subsidiary company.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Holding Company, are 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 Holding 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") issued by ICAI 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 issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that



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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 Holding Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A Holding 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 Holding 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 holding 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 holding company are being made only in accordance with authorizations of management and directors of the holding company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the holding company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial



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controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

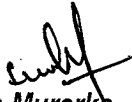
Opinion

In our opinion, the Holding 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, 2018, based on the internal control over financial reporting criteria established by the Holding 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 S G C O & Co. LLP

Chartered Accountants

Firm's Registration No. 112081W/W100184


Suresh Murarka

Partner

Mem. No. 44739



Place : Mumbai

Date: 25th August, 2018