

# M/s B.P.JAIN & CO.

## Chartered Accountants.

2, GEE GEE MINAR,  
23, COLLEGE ROAD,  
CHENNAI -600006.

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### INDEPENDENT AUDITORS' REPORT

To

**The Members of Varenya Constructions Limited,  
Report on the Financial Statements**

We have audited the accompanying financial statements of **Varenya Constructions Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2018, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and a summary of significant accounting policies and other explanatory information.

### Management's Responsibility for the 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 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 Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended, and other accounting principles generally accepted in India.

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.

### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. In conducting 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 and the Order issued under section 143 (11) of the Act.

We conducted our audit of the financial statements 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 standalone 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 financial statements.

### **Opinion**

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

### **Emphasis of Matters**

We draw attention to the following matters in the Notes to the financial statements:-

Note-10 in the financial statements which indicate that the Company has accumulated losses Rs.30,49,785 /- and has a current year loss of Rs.3,49,76,769/- and its net worth has been fully eroded. These conditions indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. However, the financial statements of the Company have been prepared on a going concern basis. Our opinion is not modified in respect of these matters.

### **Report on Other Legal and Regulatory Requirements**

1. As required by section 143 (3) of the Act, based on our audit we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
  - b. in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c. the Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
  - d. in our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under section 133 of the Act.
  - e. On the basis of written representations received from the directors as on March 31, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 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 to our separate



Report in "Annexure A ". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

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, as amended, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company does not have any pending litigations which would impact its financial position.

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

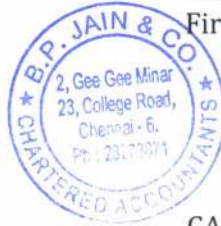
iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **B.P.JAIN & CO.,**

Chartered Accountants

Firm's Registration No.050105S



*Sub*

Place : Chennai,  
Date : 30-05-2018

CA.DEVENDRA KUMAR BHANDARI  
Partner  
Membership No: 208862.

## **ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT**

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Varenya Constructions Limited of even date)

### **Report on the Internal Financial Controls over Financial Reporting 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 **Varenya Constructions 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". 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 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

- i. Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- ii. 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
- iii. 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.

## Limitations of Internal Financial Controls over Financial Reporting

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

## Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 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 **B.P.JAIN & CO.,**  
Chartered Accountants  
Firm's Registration No.050105S



Place : Chennai,  
Date : 30-05-2018

**CA.DEVENDRA KUMAR BHANDARI**  
Partner  
Membership No: 208862.

## "ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

**(Referred to in paragraph 2 under 'Report on Other Legal & Regulatory Requirement' of our report to the Members of Varenya Constructions Limited of even date)**

1. According to the information and explanation given to us, the company does not have any fixed assets. Therefore the provisions of clause 3 (i) (a) to (c) of the order are not applicable to the company.
2. According to the information and explanation given to us, the company does not have any inventory. Therefore the provisions of clause 3(ii) of the order are not applicable to the company.
3. According to information and explanations given to us and on the basis of our examination of the books of account, The Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Consequently, the provisions of clauses 3 (iii) (a) to (c) of the order are not applicable to the company.
4. 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 In respect of loans, investments, guarantees, and security.
5. The Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2018 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.
6. The Central Government has not specified maintenance of cost records for the company under sub-section (1) of section 148 of the Companies act, 2013.
7.
  - (a).The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Value Added Tax, duty of Customs, duty of Excise, Cess and any other statutory dues with the appropriate authorities except on certain occasions irregularities were noticed. According to information and explanations given to us there were no statutory dues as on 31<sup>st</sup> of March,2018 for a period of more than six months from the date they became payable.
  - (b). According to the information and explanations given to us, the company has no dues of income tax, Sales Tax, Service Tax, duty of Customs, duty of Excise or Value Added Tax which has not been deposited on the account of any disputes, except the following:

Asst. Year	Date of Demand Issued	Amount of Demand
2013-14	20-12-2016	Rs.8,05,81,210
2015-16	11-12-2016	Rs.31,520

8. The Company has not availed any loan from Banks and Financial institutions and company has not issued any debentures, hence the question of default does not arise.
9. Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company.



10. Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
11. Based upon the audit procedures performed and the information and explanations given by the management, no managerial remuneration has been paid or provided. Accordingly, the provisions of clause 3 (xi) of the Order are not applicable to the Company and hence not commented upon.
12. The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
13. In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
14. Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company.
15. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company.
16. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For **B.P.JAIN & CO.,**  
Chartered Accountants  
Firm's Registration No.050105S



*Sub*

Place : Chennai,  
Date : 30-05-2018

CA.DEVENDRA KUMAR BHANDARI  
Partner  
Membership No: 208862.

**VARENYA CONSTRUCTIONS LIMITED**  
**REGD.OFF.# 3, GANAPATHY COLONY, 3RD STREET, OFF.CENOTAPH ROAD**  
**TEYNAMPET, CHENNAI - 600018**  
**CIN : U45209TN2006PLC061200**

**BALANCE SHEET AS ON 31 MARCH 2018**

Amount in Rs.				
	Note	31 March 2018	31 March 2017	1 April 2016
<b>Assets</b>				
<b>Non Current Assets</b>				
Property, plant and Equipment	3	5,171,955	7,544,363	1,081,892
Financial Assets				
i. Trade Receivables	4	65,881,228	19,208,307	-
<b>Total non-current assets</b>		<b>71,053,183</b>	<b>26,752,670</b>	<b>1,081,892</b>
<b>Current Assets</b>				
Inventories	5	201,598,518	361,231,912	466,398,068
Financial Assets				
i. Trade Receivables	4	17,262,860	61,859,371	47,750,377
ii. Cash and Cash Equivalents	6	958,147	2,071,448	619,344
Current Tax Asset (Net)	7	3,691,072	1,928,092	1,612,903
Other Current Assets	8	28,866,380	1,372,987	1,375,434
<b>Total Current Assets</b>		<b>252,376,977</b>	<b>428,463,810</b>	<b>517,756,126</b>
<b>Total Assets</b>		<b>323,430,160</b>	<b>455,216,480</b>	<b>518,838,018</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
Equity Share Capital	9	500,000	500,000	500,000
<b>Other Equity</b>				
Reserves and Surplus	10	(3,049,785)	31,926,984	112,320,986
<b>Total Equity</b>		<b>(2,549,785)</b>	<b>32,426,984</b>	<b>112,820,986</b>
<b>LIABILITIES</b>				
<b>Non-Current Liabilities</b>				
Financial Liabilities				
i. Borrowings	11	314,742,931	414,939,022	400,070,517
<b>Total Non -Current Liabilities</b>		<b>314,742,931</b>	<b>414,939,022</b>	<b>400,070,517</b>
<b>Current Liabilities</b>				
Financial Liabilities				
i. Other Financial Liabilities	12	1,457,234	1,511,521	185,320
Other current liabilities	13	9,779,780	6,338,953	5,761,195
<b>Total Current Liabilities</b>		<b>11,237,014</b>	<b>7,850,474</b>	<b>5,946,515</b>
<b>Total Liabilities</b>		<b>325,979,945</b>	<b>422,789,496</b>	<b>406,017,032</b>
<b>Total Equity and Liabilities</b>		<b>323,430,160</b>	<b>455,216,480</b>	<b>518,838,018</b>

The accompanying notes form an integral part of the financial statements

As per our report of even date attached  
For B.P.JAIN & Co  
Chartered Accountants  
Firm's registration number:0501055

Devendra Kumar Bhandari  
Partner  
Membership number:208862



For and on behalf of the Board of Directors of  
Varenya Constructions Limited

Kamal Lunawath  
Director  
DIN:00087324

Vimal Lunawath  
Director  
DIN:00586269

Place : Chennai  
May 30,2018

Place : Chennai  
Date : May 30,2018

**VARENYA CONSTRUCTIONS LIMITED**  
**REGD.OFF.# 3, GANAPATHY COLONY, 3RD STREET, OFF.CENOTAPH ROAD**  
**TEYNAMPET, CHENNAI - 600018**  
**CIN : U45209TN2006PLC061200**

**Statement Of Profit And Loss For The Year Ended 31 March 2018**

Particulars	Note	Amount in Rs. Year ended 31 March 2018	Amount in Rs. Year ended 31 March 2017
Revenue from Operations	14	177,109,170	129,639,203
Other Income	15	3,123,421	11,172,952
<b>Total Income</b>		<b>180,232,591</b>	<b>140,812,155</b>
<b>Expenses</b>			
Changes in inventories of work-in-progress,stock-in-trade and finished goods	16	159,633,394	105,166,156
Employee Benefit Expenses	17	14,136,126	14,864,675
Finance costs	18	37,310,486	96,881,717
Depreciation and amortisation expense	19	2,372,408	2,114,320
Other expenses	20	1,756,946	2,179,289
<b>Total Expenses</b>		<b>215,209,360</b>	<b>221,206,157</b>
<b>Profit before Exceptional Items and tax</b>		<b>(34,976,769)</b>	<b>(80,394,002)</b>
Exceptional Items		-	-
<b>Profit before Tax</b>		<b>(34,976,769)</b>	<b>(80,394,002)</b>
Tax Expense			
Current tax		-	-
Deferred Tax		-	-
Profit for the period		<b>(34,976,769)</b>	<b>(80,394,002)</b>
<b>Other Comprehensive income</b>			
Items that will not be reclassified subsequently to profit or loss			
Remeasurement Gains / (Losses) on defined benefit plans		-	-
<b>Total Comprehensive income for the period</b>		<b>(34,976,769)</b>	<b>(80,394,002)</b>
<b>Earnings per equity share</b>			
Equity shares of par value Rs.10 each			
Basic (Rs.)		(699.54)	(1,607.88)
Diluted (Rs.)		(699.54)	(1,607.88)

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

For B.P.JAIN & Co

Chartered Accountants

Firm's registration number:050105S

*B.P. Jain*



Devendra Kumar Bhandari

Partner

Membership number:208862

For and on behalf of the Board of Directors of  
Varenya Constructions Limited

*Kamal Lunawath*

Kamal Lunawath

Director

DIN:00087324

*Vimal Lunawath*

Vimal Lunawath

Director

DIN:00586269

Place : Chennai

Date : May 30,2018

Place : Chennai

Date : May 30,2018


**VARENIA CONSTRUCTIONS LIMITED**  
**REGD.OFF.# 3, GANAPATHY COLONY, 3RD STREET, OFF.CENOTAPH ROAD**  
**TEYNAMPET, CHENNAI - 600018**  
**CIN : U45209TN2006PLC061200**

**Cash Flow Statement for the year ended March 31 ,2018**

Particulars	Amount in Rs.	
	Year ended 31 March 2018	Year ended 31 March 2017
<b>A. Cash flow from operating activities</b>		
Profit/ (Loss) before tax	(34,976,769)	(80,394,002)
Adjustment to reconcile net income to net cash provided by operating activities		
Depreciation and amortization expense	2,372,408	2,114,320
Interest expense	37,310,486	96,881,717
Interest Income	(3,123,421)	(11,109,902)
<b>Operating profit before working capital changes</b>	<b>1,582,704</b>	<b>7,492,133</b>
<i>Changes in assets and liabilities</i>		
Decrease in inventories	159,633,394	105,166,156
(Increase) in Trade Receivables	(2,076,410)	(33,317,301)
(Increase) in Other financial assets	(1,762,980)	(315,189)
(Increase) in Other current assets	(27,493,393)	2,447
(Decrease) in other financial liabilities	(54,287)	1,326,201
(Decrease) in other current liabilities	3,440,827	577,758
Cash generated from /(used) in operating activities	<b>133,269,855</b>	<b>80,932,205</b>
Direct taxes paid ,net	-	-
Net cash generated from /(used) in operating activities	<b>133,269,855</b>	<b>80,932,205</b>
<b>B. Cash flow from investing activities</b>		
Purchase of Fixed Assets	-	(8,576,791)
Interest received	3,123,421	11,109,902
	<b>3,123,421</b>	<b>2,533,111</b>
<b>C. Cash flow from financing activities</b>		
Loans repaid /(Taken)	(100,196,090)	14,868,505
Interest expenses	(37,310,486)	(96,881,717)
<b>Net cash (used) in/generated from financing activities</b>	<b>(137,506,576)</b>	<b>(82,013,212)</b>
<b>D.Net change in cash and cash equivalents</b>	<b>-1,113,300</b>	<b>1,452,104</b>
E. Cash and cash equivalents at the beginning of the year	2,071,448	619,344
<b>F. Cash and cash equivalents at the end of the year</b>	<b>958,147</b>	<b>2,071,448</b>
<b>Cash and cash equivalents include</b>		
Cash on hand	288,707	288,707
Balances with banks	669,440	1,782,741
	<b>958,147</b>	<b>2,071,448</b>

The accompanying notes form an integral part of the financial statements

As per our report of even date attached  
For B.P.JAIN & Co  
Chartered Accountants  
Firm's registration number:050105S

  
Devendra Kumar Bhandari  
Partner  
Membership number:208862



Place : Chennai  
Date : May 30,2018

For and on behalf of the Board of Directors  
of  
Varenia Constructions Limited

  
Kamal Lunawath  
Director  
DIN:00087324

  
Vimal Lunawath  
Director  
DIN:00586269

Place : Chennai  
Date : May 30,2018

**VARENYA CONSTRUCTIONS LIMITED**

**Statement of Changes in Equity for the year ended March 31, 2018**

Particulars	Equity Share Capital	Other Equity		Total Equity attributable to Equity Shareholders of the company
		Reserves and Surplus	Other Comprehensive Income	
		Retained Earnings	Income	
Balance as on April 1, 2016 as per Indian GAAP	500,000	112,320,986	-	112,820,986
Ind AS Adjustments		-		-
Balance as on April 1, 2016 as per Ind AS	500,000	112,320,986		112,820,986
Changes in the Equity for the year ended March 31, 2017				
-Loss for the year	-	(80,394,002)	-	(80,394,002)
Balance as on March 31, 2017	500,000	31,926,984	-	32,426,984
Changes in the Equity for the year ended March 31, 2018				
-Profit for the year	-	(34,976,769)	-	(34,976,769)
Balance as on March 31, 2018	500,000	-3,049,785	-	-2,549,785

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

For B.P.JAIN & Co

Chartered Accountants

Firm's registration number:050105S



Devendra Kumar Bhandari  
Partner

Membership number:208862

Place : Chennai

Date : May 30,2018

For and on behalf of the Board of Directors of  
Varenya Constructions Limited

Kamal Luhawath  
Director  
DIN:00087324

Vimal Lunawath  
Director  
DIN:00586269

Place : Chennai

Date : May 30,2018

# **VARENYA CONSTRUCTIONS LIMITED**

## **1. Corporate Information**

The company Varenya Constructions Limited ,has registered office at No.3, Ganapathy Colony, 3rd Street, Off. Cenotaph Road, Teynampet, Chennai-600018 and has the ability to control its operating and financial policies.

## **2. Summary of Significant Accounting Policies**

### **(a) Basis of Preparation and Presentation of Financial Statements**

#### **i) Accounting convention**

The financial statements are prepared in accordance with the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the companies (Indian Accounting Standards)Amendment Rules, 2016.

For all the periods upto and including the year ended March 31, 2017, the company prepared its financial statements in accordance with the accounting standards notified under the Section 133 of the Companies Act, 2013, read together with Companies (Accounts) Rules 2014 (Indian GAAP).

"These are the company's first annual financial statements prepared in accordance with Indian Accounting Standards (Ind AS). The Company has adopted all applicable standards and the adoption was carried out in accordance with Ind AS 101 - 'First Time Adoption of Indian Accounting Standards'.

An explanation of how the transition to Ind AS has affected the reported financial position, financial performance and cash flows of the Company are provided in Note 44 First Time Adoption."All amounts included in the financial statements are reported in Indian Rupees Lakhs.

#### **ii) Basis of measurement**

The financial statements have been prepared on an accrual basis and in accordance with the historical cost convention, unless otherwise stated. These financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act. All assets and liabilities are classified into current and non-current based on the operating cycle of less than twelve months or based on the criteria of realisation/settlement within twelve months period from the balance sheet date.

#### **b) Use of estimates**

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The Company bases its estimates and assumptions on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

### **c) Current and Non Current Classification**

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period, or"
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has evaluated and considered its operating cycle as 12 months.

### **d) Property, Plant and Equipment**

The Company does not have any property, plant and equipment.

### **e) Revenue Recognition**

The company recognizes its revenue when it is virtually certain that the amount will be collected in future and there is no uncertainty regarding their collection and amount is reliably measured at the time of recognition of revenue. Interest income is recognized on time proportion basis taking into account the amount outstanding and the rate applicable.

### **f) Income Taxes**

Income tax expense comprises current and deferred income- tax. Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items

recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Current income tax for current and prior periods is recognised at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognized on temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax assets are recognized for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

### **g) Provisions and Contingencies**

Provision is recognized in the accounts when there is a present obligation as a result of past event(s) and it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made.

Contingent liabilities are disclosed unless the possibility of outflow of resources is remote. Contingent assets are neither recognized nor disclosed in the financial statements.

### **h) Fair Value Measurement**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

### **i ) Earnings per Share**

Basic EPS are 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. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue that have changed the number of equity shares outstanding, without a corresponding change in resources.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the Company (after adjusting for interest on the convertible preference shares, if any) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

### **j) Cash Flow Statement**

Cash flows are reported using the indirect method, whereby profit/(loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future receipts or payments. In the cash flow statement, cash and cash equivalents includes cash in hand, cheques on hand, balances with banks in current accounts and other short- term highly liquid investments with original maturities of 3 months or less, as applicable.

<b>VARENYA CONSTRUCTIONS LIMITED</b>				
<b>Note : 3 -Property ,plant and Equipment</b>				
The Changes in the carrying value of property,plant and equipment for the year ended 31 March, 2017 are as follows				
				<b>Amount in Rs.</b>
<b>Particulars</b>	<b>Office Equipment</b>	<b>Computer equipment</b>	<b>Vehicles</b>	<b>Total</b>
Gross Carrying value as of 01-04-2016	293,824	14,250	818,262	1,126,336
Additions	-	-	8,576,791	8,576,791
Deletions	-	-	-	-
<b>Gross Carrying value as of 31-03-2017</b>	<b>293,824</b>	<b>14,250</b>	<b>9,395,053</b>	<b>9,703,127</b>
Accumulated Depreciation as of 01-04-2016	14,184	3,358	26,902	44,444
Depreciation for the year	170,925	7,986	1,935,409	2,114,320
Accumulated Depreciation as of 31-03-2017	185,109	11,344	1,962,311	2,158,764
Carrying Value as of 31-03-2017	108,715	2,906	7,432,742	7,544,363
Carrying Value as of 01-04-2016	279,640	10,892	791,360	<b>1,081,892</b>
The Changes in the carrying value of property,plant and equipment for the year ended 31 March, 2018 are as follows				
				<b>Amount in Rs.</b>
<b>Particulars</b>	<b>Office Equipment</b>	<b>Computer equipment</b>	<b>Vehicles</b>	<b>Total</b>
Gross Carrying value as of 01-04-2017	293,824	14,250	9,395,053	9,703,127
Additions	-	-	-	-
Deletions	-	-	-	-
<b>Gross Carrying value as of 31-03-2018</b>	<b>293,824</b>	<b>14,250</b>	<b>9,395,053</b>	<b>9,703,127</b>
Accumulated Depreciation as of 01-04-2017	185,109	11,344	1,962,311	2,158,764
Depreciation for the year	49,000	1,835	2,321,573	2,372,408
Accumulated Depreciation as of 31-03-2018	234,109	13,179	4,283,884	4,531,172
<b>Carrying Value as of 31-03-2018</b>	<b>59,715</b>	<b>1,071</b>	<b>5,111,169</b>	<b>5,171,955</b>
Carrying Value as of 01-04-2017	108,715	2,906	7,432,742	7,544,363

**VARENIA CONSTRUCTIONS LIMITED**
**Notes to Financial Statements**

	As at 31 March 2018 ₹	As at 31 March 2017 ₹	As at 01 April 2016 ₹
<b>Financial Assets</b>			
<b>4 Trade Receivables</b>			
Receivables from Related Parties	-	-	847,728
Others	83,144,088	81,067,678	46,902,649
	<b>83,144,088</b>	<b>81,067,678</b>	<b>47,750,377</b>
Current portion	17,262,860	61,859,371	47,750,377
Non Current Portion	65,881,228	19,208,307	-
Secured, Considered Good	-	-	-
Unsecured, Considered Good	83,144,088	81,067,678	47,750,377
<b>Total Trade Receivables</b>	<b>83,144,088</b>	<b>81,067,678</b>	<b>47,750,377</b>
<b>5 Inventories</b>			
Transferrable Development Rights	201,598,518	361,231,912	466,398,068
	<b>201,598,518</b>	<b>361,231,912</b>	<b>466,398,068</b>
<b>6 Cash and Bank balances</b>			
Balances with banks	669,440	1,782,741	530,637
Cash on Hand	288,707	288,707	88,707
	<b>958,147</b>	<b>2,071,448</b>	<b>619,344</b>
<b>7 Current Tax Assets</b>			
Income tax Assets (Net)	3,691,072	1,928,092	1,612,903
	<b>3,691,072</b>	<b>1,928,092</b>	<b>1,612,903</b>
<b>8 Other Current Assets</b>			
Prepaid Expenses	41,134	115,951	18,367
Staff Advances	1,412,278	1,257,036	1,357,067
Advance Payment to Creditors	3,662,968	-	-
Advance for flat	23,750,000	-	-
	<b>28,866,380</b>	<b>1,372,987</b>	<b>1,375,434</b>

**VARENYA CONSTRUCTIONS LIMITED**  
Notes to Financial Statements

**Note 09 Share Capital**

**a. Share Capital**

	As at March 31 ,2018		As at March 31 ,2017		As at April 01 ,2016	
	Number	Amount in Rs.	Number	Amount in Rs.	Number	Amount in Rs.
<b>Authorised</b>						
Equity Shares of Rs.10 each	50,000	500,000	50,000	500,000	50,000	500,000
<b>Issued</b>						
Equity Shares of Rs.10 each	50,000	500,000	50,000	500,000	50,000	500,000
<b>Subscribed and Paid up</b>						
Equity Shares of Rs.10 each fully paid -up	50,000	500,000	50,000	500,000	50,000	500,000
		500,000		500,000		500,000

**b. Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting period**

	As at March 31 ,2018		As at March 31 ,2017		As at April 01 ,2016	
	Number	Amount in Rs.	Number	Amount in Rs.	Number	Amount in Rs.
Shares outstanding at the beginning of the year	50,000	500,000	50,000	500,000	50,000	500,000
Shares issued during the year	-	-	-	-	-	-
Shares outstanding at the end of the year	50,000	500,000	50,000	500,000	50,000	500,000

**c. Terms and Rights attached to Equity Shares**

The company has one class of equity shares having a par value of Rs.10 per share. Each shareholder is eligible for one vote per share held. 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.

**d. Shares in the company held by each shareholder holding more than 5 percent shares specifying the number of shares held**

	As at March 31 ,2018		As at March 31 ,2017		As at April 01 ,2016	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Arihant Foundations and Housing Limited	50,000	100%	50,000	100%	50,000	100%

**VARENVA CONSTRUCTIONS LIMITED**  
**Notes to Financial Statements**

**Note :10 Other Equity**

	(Amount in Rupees)		
	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
<b>Retained Earnings</b>			
Balance as per previous financial statements	31,926,984	112,320,986	112,320,986
Opening adjustment			-
Profit / (Loss) for the year	(34,976,769)	(80,394,002)	-
Closing Balance	<b>-3,049,785</b>	<b>31,926,984</b>	<b>112,320,986</b>

	(Amount in Rupees)		
	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
<b>Note:11 Borrowings</b>			
<b>Non Current</b>			
<b>Secured</b>			
Term Loan			
-from Banks	28,292,587	6,054,108	554,206
Less: Current Maturities of long term debt	1,457,234	1,511,521	185,320
	26,835,353	4,542,587	368,886
<b>Unsecured</b>			
Loans from Related Parties	287,907,578	410,396,435	399,701,631
<b>Total</b>	<b>314,742,931</b>	<b>414,939,022</b>	<b>400,070,517</b>

**Long Term Borrowings**

<b>(I) Secured</b>			
A. From Banks - Term Loans		Amount outstanding	
Kotak Mahindra Prime Ltd	Interest Rate p.a	31-03-18	31-03-17
Secured against the vehicle for which the loan has been taken.Repayment-Thirty Six monthly installements of Rs.19,110/- starting from 02-01-2016 ( Nine monthly installment payable as on balance sheet date)	9.35%	163,899	368,886
<b>Kotak Mahindra Prime Ltd</b>			
Secured against the vehicle for which the loan has been taken.Repayment-Fifty nine monthly variable installements of Rs.1,08,655/- starting from 01-09-2016 ( Forty monthly installment payable as on balance sheet date)	9.16%	4,378,688	5,685,222
<b>ICICI Bank Ltd</b>			
Secured against the Flat for which the loan has been taken.Repayment-Two Hundred and Forty monthly variable installements of Rs.2,20,928/- starts on full withdrawal of Rs. 2,50,00,000/-( Rs.2,37,50,000/- withdrawn from loan as on balance sheet date)	8.75%	23,750,000	-

	(Amount in Rupees)		
	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
<b>Note 12. Other Financial Liabilities</b>			
<b>Current</b>			
Current Maturities on long term debt	1,457,234	1,511,521	185,320
<b>Total</b>	<b>1,457,234</b>	<b>1,511,521</b>	<b>185,320</b>

	(Amount in Rupees)		
	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
<b>Note 13. Other Liabilities</b>			
<b>Current</b>			
<b>Unsecured</b>			
Others			
-Statutory Liabilities	3,688,568	328,455	1,389,817
-Creditors for others	6,091,212	6,010,498	4,371,378
<b>Total</b>	<b>9,779,780</b>	<b>6,338,953</b>	<b>5,761,195</b>

Varenya Constructions Limited  
Notes to Financial Statements

	As at 31 March 2018	As at 31 March 2017
<b>14 Revenue from Operations</b>		
Sale of Transferrable Development Rights	177,109,170	129,639,203
	<b>177,109,170</b>	<b>129,639,203</b>
<b>16 Other Income</b>		
Interest on IT Refund	-	63,050
Interest Received	3,123,421	11,109,902
	<b>3,123,421</b>	<b>11,172,952</b>
<b>16 Changes in Inventories of Finished goods, work-in-progress and Stock-in-trade</b>		
Inventories at the beginning of the year	361,231,912	466,398,068
Inventories at the end of the year	201,598,518	361,231,912
<b>Net (increase) / decrease</b>	<b>159,633,394</b>	<b>105,166,156</b>
<b>17 Employee Benefit Expenses</b>		
Staff Salary	11,958,671	12,689,888
Staff Welfare	1,072,924	628,528
Contribution to Provident and other funds	1,104,531	1,546,259
	<b>14,136,126</b>	<b>14,864,675</b>
<b>18 Finance Costs</b>		
Interest Expenses	37,310,486	96,881,717
	<b>37,310,486</b>	<b>96,881,717</b>
<b>19 Depreciation and Amortisation Expense</b>		
Depreciation of Tangible Assets	2,372,408	2,114,320
	<b>2,372,408</b>	<b>2,114,320</b>
<b>20 Other Expenses</b>		
Advertisement Expenses	66,203	-
Audit Fees		
- For Statutory Audit	205,700	195,500
- For Income Tax Representation	-	86,250
- For Consultancy for Valuation	-	50,600
Bank Charges	19,525	7,356
Car -Maintenance	94,051	56,100
Conveyance Expenses	182,457	184,963
Filing Fees and Others	11,731	30,404
General Expenses	782,635	219,720
Insurance Charges	202,621	166,001
Interest on Service Tax	-	312,440
Interest on TDS	23	1,200
Legal and Professional Charges	192,000	697,500
Telephone Expenses	-	171,255
	<b>1,756,946</b>	<b>2,179,289</b>

<b>VARENYA CONSTRUCTIONS LIMITED</b>		
<b>Notes to Financial Statements</b>		
<b>Note :22 Earnings per share ('EPS)</b>		
	<b>For the year ended March 31 ,2018</b>	<b>For the year ended March 31 ,2017</b>
<b>Earnings per share has been computed as under</b>		
Profit/(loss) for the year (in Rupees)	(34,976,769)	(80,394,002)
Number of weighted average shares considered for calculation of basic or diluted earnings per share	50,000	50,000
Earnings per share -Basic and diluted (in Rupees)	<b>(699.54)</b>	<b>(1,607.88)</b>
<b>Note :22 Related Party Transactions</b>		
(a) Name of the related parties and description of relationship		
<b>Name</b>	<b>Description of Relationship</b>	
Arihant Foundations and Housing Limited	Holding Company	
Kamal Lunawath	Director	
Vimal Lunawath	Director	
Arihant Griha Ltd	Fellow Subsidiary	
<b>Summary of Significant transactions with related parties</b>		
	<b>For the year ended March 31 ,2018</b>	<b>For the year ended March 31 ,2017</b>
<i>Arihant Foundations and Housing Limited</i>		
-Loan taken	102,612,030	18,625,464
- Loan Repaid	260,498,071	104,390,178
- Interest Paid/ Payable	35,397,185	96,459,518
-Balance payable	287,897,578	399,691,631
<i>Arihant Griha Ltd</i>		
-Balance payable	1,364,586	1,364,586
<i>Kamal Lunawath</i>		
-Balance payable	10,000	10,000
<i>Vimal Lunawath</i>		
-Balance payable	1,152,272	1,152,272
<b>Note :23 Contingent Liabilities</b>		
There are no contingent liabilities to be disclosed.		
<b>Note :24 Deferred Tax</b>		

Deferred Tax Asset to be recognized only when there is a virtual certainty that the created Deferred Tax Asset would be adjusted /recovered. Hence on a prudence basis, Deferred Tax Asset has not been recognized during the current year

**Note :25: Information regarding Small and Medium Enterprises**

The information regarding micro, small and medium enterprises has been identified on the basis of information available with the company. Based on the information available with the Company, there are no micro, small and medium enterprises to whom the company has paid interest or any interest payable on outstanding (under the provisions of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006) during the year ending March 31, 2018.

**Note:26: First time adoption of Ind AS**

These are the company's first financial statements prepared in accordance to Ind AS. For all the periods upto and including the year ended 31 March, 2017 For all periods up to and including the year ended 31 March 2015, the Company prepared its financial statements in accordance with the accounting standards notified under the section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP).Accordingly, the Company has prepared financial statements which comply with Ind AS applicable for periods ending on or after 31 March 2018, together with the comparative period data as at and for the year ended 31 March 2017. This note explains the principal adjustments made by the Company in restating its Indian GAAP financial statements.

**Exemptions applied**

**(a) De-recognition of Financial Assets and Liabilities**

The company has elected to apply the derecognition requirements for financial assets and financial liabilities in Ind AS 109 prospectively for transactions occurring on or after the date of transition to Ind AS.

**(b) Estimates**

The estimates made by the Company under previous GAAP were not revised for the application of Ind AS except where necessary to reflect any differences in accounting policies or errors.

**(c) Deemed Cost - Previous GAAP Carrying amount**

Ind AS allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The company has applied the following material exemption:

The Company has elected to avail exemption under Ind AS 101 to use Indian GAAP carrying value as deemed cost at the date of transition for all items of property, plant and equipment as per the statement of financial position prepared in accordance with previous GAAP.

**(d) Fair Value measurement of Financial assets and Financial Liabilities**

First-time adopters may apply Ind AS 109 to day one gain or loss provisions prospectively to transactions occurring on or after the date of transition to Ind AS. Therefore, unless a first-time adopter elects to apply Ind AS 109 retrospectively to day one gain or loss transactions, transactions that occurred prior to the date of transition to Ind AS do not need to be retrospectively restated.