

 **B A BEDAWALA & CO.**
CHARTERED ACCOUNTANTS

Independent Auditor's Report

To the Members of
ASHAPURA PROCON PRIVATE LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **ASHAPURA PROCON PRIVATE LIMITED** ("the Company") which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss 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 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 the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these - 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 there under.

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



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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

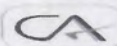
Opinion

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 for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. This report does not include a statement on the matters specified in paragraphs 3 and 4 of the Order of the Companies (Auditor's Report) Order, 2016, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act 2013 (hereinafter referred to as the "Order"), since in our opinion and according to the information and explanations given to us, the said Order is not applicable to the company.
2. As required by section 143 (3) of the Act, we report that:
 - a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - 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 and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account
 - d. in our opinion, the aforesaid 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 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. The clause pertaining to Internal Financial Control is not applicable to the company.

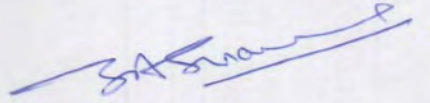


 **B A BEDAWALA & CO.**
CHARTERED ACCOUNTANTS

- 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 no pending litigations affecting on its financial position in its financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

FOR , B A BEDAWALA & CO.
CHARTERED ACCOUNTANTS





B A SHARMA
PARTNER
MEM NO: 38236

PLACE: AHMEDABAD
DATE: 16.07.2018

ASHAPURA PROCON PRIVATE LIMITED
BALANCESHEET AS AT 31/03/2018

[AMT RS.]

[AMT RS.]

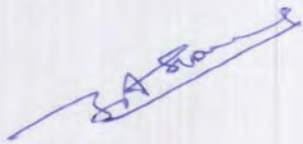
PARTICULARS	NOTE	AS AT THE END	AS AT THE END
		OF CURRENT REPORTING PERIOD 31/03/2018	OF PREVIOUS REPORTING PERIOD 31/03/2017
EQUITY & LIABILITIES			
<u>SHAREHOLDERS' FUNDS:-</u>			
Share Capital	2	100000	100000
Reserve & Surplus	3	(795892)	(805389)
		(695892)	(705389)
<u>CURRENT LIABILITIES:-</u>			
Short Term Borrowings	4	4652000	4652000
Other Current Liability	5	855937	673437
		5507937	5325437
TOTAL		4812045	4620048
ASSETS			
<u>CURRENT ASSETS:</u>			
Short Term Loans and Advances	6	4585445	4591945
Cash & Cash Equivalents	7	31600	28103
		4617045	4620048
TOTAL		4617045	4620048

Significant Accounting Policies &
Notes Forming Part of Accounts

1 TO 25

AS PER OUR REPORT OF EVEN DATE
FOR B A BEDAWALA & CO.
CHARTERED ACCOUNTANTS

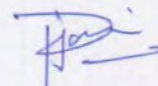
ON BEHALF OF THE BOARD
OF DIRECTORS




B A SHARMA
PARTNER
MEM No.:- 38236



ABHISHEK JAIN
CHAIRMAN
DIN 06893780

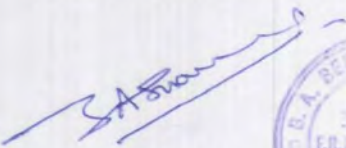

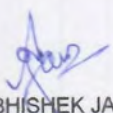
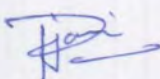


PRAMILA JAIN
DIRECTOR
DIN 02682541

PLACE : AHMEDABAD
DATE : 16-07-2018

PLACE : AHMEDABAD
DATE : 16-07-2018

ASHAPURA PROCON PRIVATE LIMITED
STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON 31ST MARCH 2018.

PARTICULARS	NOTE	[AMT RS.]	[AMT RS.]
		FOR THE CURRENT REPORTING PERIOD 2017-18	FOR THE PREVIOUS REPORTING PERIOD 2016-17
INCOME			
Revenue From Operation	8	15000	20000
Other Income	9	0	0
TOTAL INCOME		15000	20000
EXPENSES :-			
Employee Emoluments	10	0	0
Finance Cost	11	3003	4939
Other Expense	12	2500	17078
TOTAL EXPENSES		5503	22017
Loss Before Tax		9497	(2017)
<u>Less: Tax Expenses</u>			
Current Tax		0	0
Deferred Tax		0	0
Loss After Tax for the period		9497	(2017)
Basic & Diluted Earning Per share	18		
- Before extra ordinary items		0.95	(0.20)
- After extra ordinary items		0.95	(0.20)
Significant Accounting Policies & Notes Forming Part of Accounts	1 TO 25		
AS PER OUR REPORT OF EVEN DATE FOR B A BEDAWALA & CO. CHARTERED ACCOUNTANTS		ON BEHALF OF THE BOARD OF DIRECTORS	
 B A SHARMA PARTNER MEM No.:- 38236		 ABHISHEK JAIN CHAIRMAN DIN 06893780	
		 PRAMILA JAIN DIRECTOR DIN 02682541	
PLACE : AHMEDABAD DATE : 16-07-2018		PLACE : AHMEDABAD DATE : 16-07-2018	

ASHAPURA PROCON PRIVATE LIMITED

1. SIGNIFICANT ACCOUNTING POLICIES:

1.1 NATURE OF OPERATIONS

The Company was incorporated in 2012. The company's main business is to engage in real estate activities.

1.2 BASIS OF PREPARATION OF ACCOUNTS

The Company adopts the accrual concept in the preparation of the accounts. The financial statements have been prepared under the historical cost convention, on the basis of going concern and on accrual basis except as stated otherwise.

1.3 RELAVANT ACCOUNTING STANDARDS:

The financial statements have been prepared and presented under the historical cost convention on the accrual basis of accounting and comply with the Generally Accepted Accounting Principles in India (GAAP) and the notified accounting standards prescribed u/s 133 of the Companies Act, 2013, read with rule 7 of the Companies (Accounts) Rules, 2014 to the extent applicable.

1.4 CLASSIFICATION OF ASSETS AND LIABILITIES:

All the assets and liabilities have been classified as current or noncurrent as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets or processing and their realization in cash and cash equivalent, the Company has ascertained its operating cycle to be 12 months for the purpose of current – noncurrent classification of assets and liabilities.

1.5 USE OF ESTIMATES

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

1.6 RECOGNITION OF INCOME & EXPENDITURE:

All Income & Expenditure are accounted for on accrual basis.

1.7 FIXED ASSETS & DEPRECIATION:

A. Fixed assets shall be stated at cost of acquisition or construction less depreciation. Cost comprises the purchase price and other attributable costs including financing costs relating to borrowed funds attributable to construction or acquisition of fixed assets up to the date the assets is ready for use and adjustments consequent to subsequent variations in rates of exchange.



- B. Depreciation on fixed asset shall be charged over the estimated useful life of the fixed assets on a straight line basis at the rates and in the manner prescribed in Schedule II of the companies Act, 2013.

1.8 TAXES ON INCOME:

Income tax expense is accounted for in accordance with AS-22, "Accounting for Taxes on Income", as stated below:

- (a) Provision for current tax is made based on taxable income for the year computed in accordance with provisions of the Income Tax Act, 1961.
- (b) Deferred tax is recognized, subject to the consideration of prudence, on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.
- (c) Deferred tax is measured based on the tax rates and the tax laws enacted or substantially enacted at the balance sheet date. Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to the taxes on income levied by same governing taxation laws.
- (d) Deferred tax asset is recognized and carried forward to the extent that there is a reasonable certainty of realization. In the case of unabsorbed depreciation and carry forward tax losses deferred tax asset is recognized to the extent there is visual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

1.9 IMPAIRMENT OF FIXED ASSETS:-

Consideration shall be given at each Balance sheet date to determine whether there is any indication of impairment of the carrying amount of the company's fixed assets. If any indication exists, an asset's recoverable amount is estimated. An impairment loss is recognised whenever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value based on an appropriate discount factor. However the company has no fixed asset and hence the question of any impairment loss does not arise.

1.10 RETIREMENT & OTHER EMPLOYEE BENEFITS:-

There are employees in the company and the following Accounting Policies are followed by the company.

- A. When the company will exceed 10 employees, Gratuity shall be charged to revenue upon the estimates made by the company.



- B. Leave encashment is not charged to revenue as the same is not allowed by the company. The unutilised leaves of the employees are allowed to be carried forward to the next year without any lapse. The employees are encouraged to fully utilise their leaves before they retire. At the time of retirement of any employee if there is any balance of unutilised leaves, then the said balance lapses. Hence, the company does not make any provision for leave encashment.
- C. When the company will exceed 10 employees, The Company shall charge its contribution to provident fund to Profit & Loss Account of the year.

1.11 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Contingent liabilities are shown by way of note in notes to accounts in respect of obligations where based on the evidence available, their existence at the balance sheet date is considered not probable. Contingent assets are neither recognized in the accounts nor disclosed.

1.12 EARNINGS PER SHARE

Earnings per share 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.

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



ASHAPURA PROCON PRIVATE LIMITED
NOTES FORMING PART OF ACCOUNTS

PARTICULARS	[AMT RS.]	[AMT RS.]
	AS AT 31-03-18	AS AT 31-03-17
NOTE - 2		
SHARE CAPITAL		
Authorised Share Capital 10000(Pre. Yr.10000) Equity Shares of Rs 10 each	100000	100000
Issued & Subscribed & Paid up Capital 10000 (Pre.Yr. 10000) Equity Shares of Rs 10/- each fully paid up.	100000	100000
TOTAL	100000	100000

NOTE :

1. The reconciliation of number of shares at the beginning of the year and at the close of the year is not given as there is no change in the paid up capital.

2.The Statement of Shareholders Holding More Than 5% Equity Shares of The Company:-

PARTICULARS	AS AT 31/03/2018		AS AT 31/03/2017	
	NO. OF SHARES	% OF HOLDING	NO. OF SHARES	% OF HOLDING
DINESH JAIN	5000	50%	5000	50%
PRAMILA JAIN	5000	50%	5000	50%

3. The Company has issued only one class of shares referred to as equity shares having a par value of Rs. 10.00. All equity shares carry one vote per share without restrictions and are entitled to dividend as and when declared. All shares rank equally with regard to the Company's residual assets.

NOTE - 3

RESERVES & SURPLUS

Profit and Loss Account		
Opening Balance	(805389)	(803372)
Add:- Net loss after tax for thr year	9497	(2017)
Closing Balance	(795892)	(805389)
TOTAL	(795892)	(805389)

NOTE -4

SHORT TERM BORROWING

Unsecured Loans:

1. From Related Parties

Directors	0	0
Others	4227000	4227000
2.From Shareholders	0	0
3.From Others	425000	425000
TOTAL	4652000	4652000

NOTE : All unsecured loans are interest free. They are repayable on demand.
As they are repayable on demand they all are shown as Current Liability.



ASHAPURA PROCON PRIVATE LIMITED
NOTES FORMING PART OF ACCOUNTS

PARTICULARS	[AMT RS.]	[AMT RS.]
	AS AT 31-03-18	AS AT 31-03-17
NOTE - 5		
OTHER CURRENT LIABILITY		
Unpaid Expense	855937	673437
TOTAL	855937	673437
NOTE - 6		
SHORT TERM LOANS AND ADVANCES		
(Unsecured, Considered good)		
<u>Loans to Related Parties</u>		
To companies in which directors or their relatives are interested		
Ashapura Microtech Private Limited	101500	108000
To entities in which directors or their relatives are interested		
Dinesh Jain	1828945	1828945
Pramila Jain	1450000	1450000
Dinesh Jain HUF	1205000	1205000
	4585445	4483945
TOTAL	4585445	4591945
NOTE - 7		
CASH & CASH EQUIVALENTS		
Cash on hand	26569	26569
Balance with a bank	5031	1534
TOTAL	31600	28103



ASHAPURA PROCON PRIVATE LIMITED
NOTES FORMING PART OF ACCOUNTS

PARTICULARS	YEAR ENDED 31-03-18	YEAR ENDED 31-03-17
NOTE - 8		
REVENUE FROM OPERATION		
Brokerage and Commission	15000	20000
TOTAL	15000	20000
NOTE - 9		
OTHER INCOME		
Sundry Balance Written/off	0	0
TOTAL	0	0
NOTE - 10		
EMPLOYEE EMOLUMENTS		
Salary Expense	0	0
TOTAL	0	0
NOTE - 11		
FINANCIAL CHARGES		
Bank Charges	3003	4939
TOTAL	3003	4939
NOTE - 12		
OTHER EXPENSES		
<u>ADMINISTRATIVE & OTHER EXPENSES:-</u>		
Audit Fees	2500	2500
Telephone Expense	0	260
Conveyance Expense	0	14318
TOTAL	2500	17078



ASHAPURA PROCON PRIVATE LIMITED

NOTES FORMING PART OF ACCOUNTS:

13. Corresponding figures of the previous year have been regrouped to confirm with this year's classification wherever necessary.
14. Balances of Other Current Liabilities and Short Term Borrowings are subject to confirmation.
15. In the opinion of the Board of Directors, the Current Assets and Loans & Advances are approximately of the value stated, if realized in the ordinary course of business.
16. Details of Auditors' Remuneration are as follows:

[AMT. RS.]

PARTICULARS	2017-18	2016-17
Audit fees	2500	2500
Total	2500	2500

17. Based on the information available with the company, there are no suppliers who are registered under the Micro, Small and Medium Enterprises Development Act, 2006 as at March 31st 2017. Hence, the information as required under the Micro, Small and Medium Enterprises Development Act, 2006 is not disclosed.
18. Earnings per share:-

A. Calculation of Weighted Average Number of Equity Shares of Rs.10/- each	2017-18	2016-17
Number of shares at the beginning of the year	10000	10000
Total number of shares at the end of the year	10000	10000
Weighted average number of shares outstanding during the year	10000	10000
B. Net Profit/ loss after tax available for equity share holders [Amt. Rs.]	9497	(2017)
C. Basic & Diluted Earnings per share		
Before extra ordinary items	0.95	(0.20)
After extra ordinary items	0.95	(0.20)

19. The company has accumulated losses. At Present the company is not carrying on any gainful economic activities. Hence, there is no virtual certainty that the losses will be recouped in foreseeable future. So the deferred tax is not recognized in the books of accounts.
20. The information required as per Para 5 (viii) (a) & (c) of part II of schedule III of the Companies Act, 2013 regarding information about the value of imports calculated on CIF basis, total value of imported raw materials, spare parts & components consumed and total value of indigenous raw-materials, spare parts & components consumed and percentage of each of the total consumption are Rs. NIL.
21. The information required as per Para 5 (viii) (b), (d) & (e) of part II of schedule III of the Companies Act, 2013 regarding expenditure in foreign currency, the dividend remitted in foreign currency and earning in foreign exchange are Rs. NIL.
22. The information required as per Para 5 (vii) (c) of part II of schedule III of the Companies Act, 2013 regarding information about the total value of imported raw materials ,spare parts & components consumed and percentage of each to the total consumption are NIL.



ASHAPURA PROCON PRIVATE LIMITED

23. Related party disclosures:-

1. RELATIVES OF DIRECTORS

SHRI DINESH JAIN

2. ASSOCIATES (DUE TO COMMON KEY MANAGEMENT PERSONNEL)

ASHAPURA MICROTECH PRIVATE LIMITED
REAL ESTATE AND LAND DEVELOPERS PRIVATE LIMITED
TANYA INFRASTRUCTURES PRIVATE LIMITED

3. KEY MANAGERIAL PERSONNEL:

MR. ABHISHEK JAIN
MRS PRAMILA JAIN

(Related Party relationship is as identified by the Company and relied upon by the auditors.)

Nature of transactions with related parties and the outstanding balance as on 31.03.2018

Nature of Transaction by reporting company	Relatives of Directors	Key Managerial Persons	Associates	Total
Loans taken	NIL	NIL	4227000	4227000
(Previous Year)	(NIL)	(NIL)	(NIL)	(NIL)
Loans & Advances given	3278945	NIL	1306500	4585445
(Previous Year)	(3278945)	(NIL)	(1313000)	(4591945)



ASHAPURA PROCON PRIVATE LIMITED

24. PARTICULARS OF LOANS AND INVESTMENTS BY COMPANY

1. The details of loans given for business purpose are as under:

Sr. No.	Particulars	2017-18	2016-17
1.	Ashapura Microtech Private Limited	101500	108000
2	Dinesh Jain	1828945	1828945
3	Pramila Jain	1450000	1450000
4	Dinesh Jain HUF	1205000	1205000
	Total	4585445	4591945

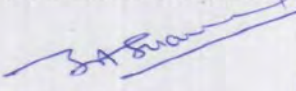
2. There were no guarantees given made by the company u/s 186 of the Companies Act, 2013 during the year under review and hence the said provisions are not applicable.

3. There were no guarantees given made by the company u/s 186 of the Companies Act, 2013 during the year under review and hence the said provisions are not applicable.

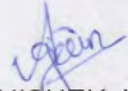
25. The company is a Small and Medium size company (SMC) as defined under "The Companies (Accounting Standards) Rules, 2006". Accordingly the company has complied with the Accounting standards as applicable to Small and Medium Size Company.

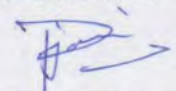
As per our report of even date
For, B A BEDAWALA & CO.
CHARTERED ACCOUNTANTS

On behalf of the, Board of Directors


B A SHARMA
PARTNER
MEM No.:- 38236




ABHISHEK JAIN
CHAIRMAN
DIN 06893780


PRAMILA JAIN
DIRECTOR
DIN 02484959

PLACE: AHMEDABAD
DATE: 16/07/2018

PLACE: AHMEDABAD
DATE: 16/07/2018