



घराला घरपण देणारी माणसं®

ANNUAL  
REPORT  
2016

Our customers are our  
"Real Estate"



## Dear Friends,

The big news in the real estate sector is notification of Real Estate (Regulation and Development) Act, 2016 ("RERA") on 26th March, 2016. There had been a considerable debate in both the houses of Parliament but finally the Act got passed and after ascent from President got notified too. We open heartedly welcome RERA. It protects the real estate buyers and organised sector real estate developers like your company against the unscrupulous practices followed by unorganised sector players. RERA will help in organised and rapid growth of the real estate sector. The only negative is that the Real Estate Regulator appointed under RERA will add to one more layer of approvals. The Regulator should streamline and automate processes in order to reduce the number of approvals and improve on delivery.

The RBI has been giving the joyous sweetener by reducing interest rates which is enticing more enthusiasm in home buyers now. But the question remains- when to buy. Buyers are preferring the ready possession or nearing possession units. They now seem to be sceptical in buying under construction. This will certainly add to cashflow pressure on builders unlike earlier days when builders used to get sale proceeds in stages. Once the developers adopt to the new cashflow cycle, the activity in the real estate sector will improve.

Currently the real estate cycle is lingering more than expected as such a stretch may prove harmful to the industry. Though Government is taking steps for "ease of doing business" through digitisation, procedure simplification, etc. things are becoming more difficult to handle in the near future.

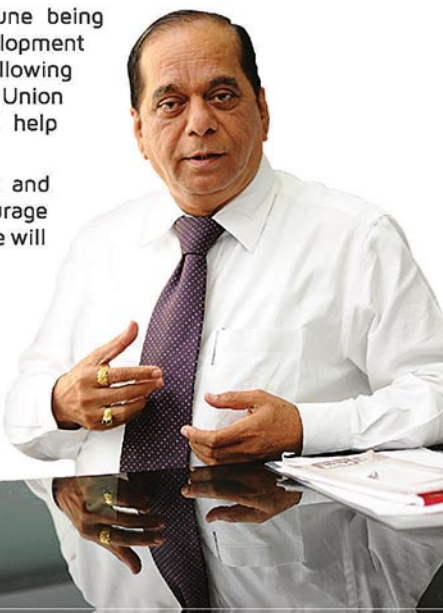
Even during this difficult transition stage, Nevertheless your Company managed to launch three projects. Show must go on. The progress of sites is relatively satisfactory. It will only accelerate when the policy measures by government show results. We are of the opinion that time has come for encouraging results. India is regarded as the best emerging market when the whole world is expecting a lot from us. We are progressing in all the sectors of economy and now it's our duty to contribute to the economy's betterment.

The announcement of Smart Cities and Pune being named as one of the smart cities for development encourages us. Our Company has been long following the smart city criteria in its projects. The 2016 Union budget provisions are encouraging and will help your Company's growth.

In these testing times we remain resilient and steadfast. Your faith in us will always encourage and motivate us to do better and we believe we will stand to the expectations of dear stakeholders.

## D S Kulkarni

Chairman & Managing Director  
D S Kulkarni Developers Limited.





घराला घरपण देणारी माणसं<sup>®</sup>

|                                  |                                                                                                                                                                                                                                                                                                                                                                                                                 |
|----------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>NAME OF COMPANY</b>           | D. S. KULKARNI DEVELOPERS LIMITED                                                                                                                                                                                                                                                                                                                                                                               |
| <b>CIN</b>                       | L45201PN1991PLC063340                                                                                                                                                                                                                                                                                                                                                                                           |
| <b>REGISTERED ADDRESS</b>        | DSK House, 1187/60, J. M. Road<br>Shivajinagar, Pune 411005                                                                                                                                                                                                                                                                                                                                                     |
| <b>CONTACT NO. &amp; FAX NO.</b> | 020 66047100 /020 25535772                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>WEBSITE</b>                   | <a href="http://www.dskdl.com">www.dskdl.com</a>                                                                                                                                                                                                                                                                                                                                                                |
| <b>EMAIL ID</b>                  | <a href="mailto:secretarial@dskdl.com">secretarial@dskdl.com</a>                                                                                                                                                                                                                                                                                                                                                |
| <b>BOARD OF DIRECTORS</b>        | MR. D. S. KULKARNI<br>(Chairman & Managing Director)<br><br>MR. V. C. JOSHI<br><br>DR. M. K. P. SETTY<br><br>MR. K. K. TAPARIA<br><br>MR. R. D. KHAROSEKAR<br><br>DR. MADHURA CHATRAPATHY<br><br>MR. SHIRISH KULKARNI<br>(Executive Director)                                                                                                                                                                   |
| <b>COMPANY SECRETARY</b>         | MR. AMOL PURANDARE                                                                                                                                                                                                                                                                                                                                                                                              |
| <b>CHIEF FINANCIAL OFFICER</b>   | MR. NITIN DESHPANDE                                                                                                                                                                                                                                                                                                                                                                                             |
| <b>CREDIT SOURCES</b>            | STATE BANK OF INDIA<br>SYNDICATE BANK<br>BANK OF MAHARASHTRA<br>UNION BANK OF INDIA<br>IDBI BANK LIMITED<br>VIJAYA BANK<br>ICICI BANK LIMITED<br>ICICI HOME FINANCE COMPANY LIMITED<br>INDIABULLS HOUSING FINANCE LIMITED<br>TATA CAPITAL HOUSING FINANCE LIMITED<br>KALYAN JANATA SAHAKARI BANK LTD.<br>KOTAK MAHINDRA BANK LTD.<br>BAJAJ FINANCE LTD.<br>ADITYA BIRLA FINANCE LIMITED<br>STCI FINANCE LIMITED |
| <b>AUDITORS</b>                  | GOKHALE, TANKSALE & GHATPANDE<br>Chartered Accountants, Pune                                                                                                                                                                                                                                                                                                                                                    |
| <b>DEBENTURE TRUSTEES</b>        | CATALYST TRUSTEESHIP LIMITED<br>(formerly GDA Trusteeship Ltd.)<br>GDA House, 1 <sup>st</sup> Floor, Plot No.85, S No. 94 & 95,<br>Bhusari Colony (Right), Paud Road, Kothrud,<br>Pune-411038.                                                                                                                                                                                                                  |

## Contents

|                                                                   |     |
|-------------------------------------------------------------------|-----|
| Notice of Annual General Meeting                                  | 05  |
| Board's Report                                                    | 29  |
| Secretarial Audit Report                                          | 51  |
| Report on Corporate Governance                                    | 73  |
| Management Discussion and Analysis Report                         | 93  |
| Independent Auditors' Report on Standalone Financial Statements   | 97  |
| Standalone Balance Sheet                                          | 104 |
| Standalone Statement of Profit and Loss                           | 105 |
| Standalone Cash Flow Statement                                    | 106 |
| Notes to the Standalone Financial Statements                      | 108 |
| Independent Auditors' Report on Consolidated Financial Statements | 151 |
| Consolidated Balance Sheet                                        | 156 |
| Consolidated Statement of Profit and Loss                         | 157 |
| Consolidated Cash Flow Statement                                  | 158 |
| Notes to the Consolidated Financial Statements                    | 160 |
| Proxy Form                                                        | 205 |
| Attendance Slip                                                   | 207 |
| Route Map                                                         | 208 |

## NOTICE

**NOTICE** is hereby given that the Twenty-fifth Annual General Meeting of the members of D. S. Kulkarni Developers Ltd. will be held on Thursday, the 29<sup>th</sup> day of September, 2016 at 9.30 a.m. at S. M. Joshi Socialist Foundation Auditorium, Navi Peth, Ganjave Chowk, Opp. Patrakar Bhavan, Pune 411 030, India to transact the following businesses:

### ORDINARY BUSINESS:

1. To consider and if thought fit, to pass, the following resolution to receive, consider and adopt the audited standalone and consolidated Balance Sheets as at 31<sup>st</sup> March 2016 and the Profit & Loss Account and Cashflow Statements for the year ended on that date and the reports of the Directors and Auditors as an **ORDINARY RESOLUTION**:

**"RESOLVED THAT** the standalone and consolidated Balance Sheet as at 31<sup>st</sup> March, 2016 and Profit & Loss Account and the Cash Flow Statements for the year ended 31<sup>st</sup> March, 2016 along with the Reports of the Board of Directors, the Auditors and the Corporate Governance Report as placed before the Meeting be and are hereby received, considered and approved."

2. To consider and if thought fit to pass the following resolution to declare dividend as an **ORDINARY RESOLUTION**:

**"RESOLVED THAT,** dividend of ₹ 1.25/- per equity share on ordinary equity shares having face value of ₹10/- each be and is hereby declared for payment to the members of the Company whose names appear on the Register of Members as on the date of this Annual General Meeting that is to say on 29<sup>th</sup> September, 2016."

3. To consider and if thought fit, to pass the following resolution to appoint a Director in place of Mr. Shirish Kulkarni, who retires by rotation and being eligible, offers himself for reappointment as an **ORDINARY RESOLUTION**:

**"RESOLVED THAT** Mr. Shirish Kulkarni (DIN 01850287) who is retiring by rotation at the conclusion of this Twenty-fifth Annual General Meeting and being eligible, who has offered himself for reappointment, be and is hereby re-appointed as a Director of the Company."

4. To consider and if thought fit, to pass the following resolution to ratify the appointment of Auditors and to fix their remuneration as an **ORDINARY RESOLUTION**:

**"RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, the reappointment of, M/s. Gokhale Tanksale & Ghatpande (Firm Registration No. 103277W), the retiring Auditors, be and is hereby ratified and confirmed for the period commencing with the conclusion of the Twenty-fifth Annual General Meeting till conclusion of the twenty sixth Annual General Meeting to be held in the calendar year 2017 on an remuneration to be decided by the Board of Directors on the recommendations of the Audit Committee. "

### SPECIAL BUSINESS:

5. To consider and if thought fit, to pass the following resolution to reappoint Mr. D. S. Kulkarni as Managing Director as a **SPECIAL RESOLUTION**:

**"RESOLVED THAT** pursuant to the provisions of Sections 188, 196, 197, 203, Schedule – V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel ) Rules, 2014 (including any statutory modifications or re-enactments thereof for

the time being in force) and other applicable provisions, if any, of the Companies Act, 2013, the approval of members be and is hereby accorded to re-appoint Mr. D. S. Kulkarni as Managing Director of the Company, designated as Chairman & Managing Director, for the period of five (5) years from 1<sup>st</sup> October, 2016 to 30<sup>th</sup> September, 2021 on the terms and conditions including remuneration as recommended by the Nomination & Remuneration Committee and approved in principle by the Board of Directors and as contained in the agreement to be entered between the Company and Mr. D. S. Kulkarni, a draft of which is placed before this meeting and initialed by Mr. K. K. Taparia, Director and the Chairman of the Nomination & Remuneration Committee, for the purpose of identification.

**RESOLVED FURTHER THAT** in the event of absence or inadequacy of profits in any financial year, the Company shall pay to Mr. D. S. Kulkarni remuneration as may be decided by the Board of Directors from time to time as minimum remuneration which may be an amount not exceeding double of the amount mentioned in Schedule V of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, expedient or desirable to give effect to this resolution."

6. To consider and if thought fit, to pass the following resolution to determine remuneration to be paid to Cost Auditor as an ORDINARY RESOLUTION:

**"RESOLVED THAT** appointment of M/s. Harshad S. Deshpande & Associates, Cost Accountants (Firm Registration No. 00378), as the "Cost Auditors" to conduct the audit of the cost records of the Company for the financial year ending 31<sup>st</sup> March, 2017, made by the Board of Directors be and is hereby noted and confirmed.

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, the remuneration payable to the Cost Auditors for the said financial year be fixed at ₹ 75,000/- exclusive of service tax and reimbursement of out of pocket expenses which shall be paid additionally.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, expedient or desirable to give effect to this resolution."

7. To consider and if thought fit, to pass the following resolution to approve related party transaction as an ORDINARY RESOLUTION:

**"RESOLVED THAT** pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with applicable Rules under Companies (Meetings of Board and its Powers) Rules, 2014 and in terms of Regulation 23(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to such approvals, consents, sanctions and permissions as may be necessary, consent by ratification, of the members of the Company be and is hereby accorded to the material related party contract as per the Memorandum of Understanding (which is placed before this meeting) entered into between the Company and M/s. D. S. Kulkarni and Company, a related party, for sale by the Company of units totally admeasuring about 5,00,000 sq. ft of built up area to the said D S Kulkarni and Company in the DSK Dream City Project for a total consideration of about ₹ 300,00,00,000/- (Rupees Three Hundred Crores only).

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts deeds and things that may be necessary proper, desirable or expedient and to execute all documents, agreements and writings as may be necessary, proper, desirable or expedient to give effect to this resolution".

8. To consider and if thought fit, to pass the following resolution to approve related party transaction as an ORDINARY RESOLUTION:

**“RESOLVED THAT** pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with applicable Rules under Companies (Meetings of Board and its Powers) Rules, 2014 and in terms of Regulation 23(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to such approvals, consents, sanctions and permissions as may be necessary, consent by ratification, of the members of the Company be and is hereby accorded to the material related party contract as per the Memorandum of Understanding (which is placed before this meeting) entered into between the Company and M/s. D. S. Kulkarni and Company, being a related party, for sale of units to or joint development of property totally admeasuring about 02H 58R area with the said D. S. Kulkarni and Company in and around Kirkatwadi and Dhayari area in Pune for a total consideration of about ₹ 64,50,00,000/- (Rupees Sixty Four Crores Fifty Lacs only).

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts deeds and things that may be necessary proper, desirable or expedient and to execute all documents, agreements and writings as may be necessary, proper, desirable or expedient to give effect to this resolution”.

9. To consider and if thought fit, to pass the following resolution to approve related party transaction as an ORDINARY RESOLUTION:

**“RESOLVED THAT** pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with applicable Rules under Companies (Meetings of Board and its Powers) Rules, 2014 and in terms of Regulation 23(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to such approvals, consents, sanctions and permissions as may be necessary, consent by ratification, of the members of the Company be and is hereby accorded to the material related party contract as per the Memorandum of Understanding (which is placed before this meeting) entered into between the Company and M/s. D. S. Kulkarni and Company, being a related party, for sale of property totally admeasuring about 01H 56R area to the said D. S. Kulkarni and Company in and around Kirkatwadi area in Pune for a total consideration of about ₹ 30,22,50,000/- (Rupees Thirty Crores Twenty Two Lacs Fifty Thousand only).

**RESOLVED FURTHER THAT** the Board of Directors of the company be and is hereby authorised to do all acts deeds and things that may be necessary proper, desirable or expedient and to execute all documents, agreements and writings as may be necessary, proper, desirable or expedient to give effect to this resolution”.

10. To consider and if thought fit, to pass the following resolution to approve related party transaction as an ORDINARY RESOLUTION:

**“RESOLVED THAT** pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with applicable Rules under Companies (Meetings of Board and its Powers) Rules, 2014 and in terms of Regulation 23(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to such approvals, consents, sanctions and permissions as may be necessary, consent by ratification, of the members of the Company be and is hereby accorded to the material related party contract as per the Memorandum of Understanding (which is placed before this meeting) entered into between the Company and M/s. D. S. Kulkarni and Associates, being a related party, for sale of units to or joint development of property totally admeasuring about 5,32,351 sq. ft. area at S. No. 44 and 45 at Balewadi under Residential zone with the said D. S. Kulkarni and Associates for a total consideration of about ₹ 1,11,00,00,000/- (Rupees One hundred and Eleven Crores only).

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts deeds and things that may be necessary proper, desirable or expedient and to execute all documents, agreements and writings as may be necessary, proper, desirable or expedient to give effect to this resolution".

11. To consider and if thought fit, to pass the following resolution to approve related party transaction as an ORDINARY RESOLUTION:

**"RESOLVED THAT** pursuant to Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any of Companies Act, 2013, and subject to such approvals, consents, sanctions and permissions as may be necessary, consent of the members of the Company be and is hereby accorded by ratification to continue with the existing and subsisting Corporate Guarantee (which is placed before the meeting), for the amount of ₹ 1,00,00,00,000/- (Rupees One Hundred Crores Only) issued on 27<sup>th</sup> September, 2008 along with security provided in favour of Central Bank of India on behalf of DSK Global Education & Research Ltd. (DSK Global) to secure the loan availed by DSK Global from the said Bank.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts deeds and things that may be necessary proper, desirable or expedient and to execute all documents, agreements and writings as may be necessary, proper, desirable or expedient to give effect to this resolution".

12. To consider and if thought fit, to pass the following resolution to approve related party transaction as an ORDINARY RESOLUTION:

**"RESOLVED THAT** pursuant to Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, of Companies Act, 2013 and subject to such approvals, consents, sanctions and permissions as may be necessary, members of the company do hereby ratify and confirm the existing and subsisting Development Agreement dated 31<sup>st</sup> December, 2013 (which is placed before this meeting) executed between DSK Global Education & Research Ltd. (DSK Global) and the Company, a related party for development of land admeasuring 01H20R situated at Gat No. 186 at village Kirkatwadi, Tal. Haveli, Dist. Pune owned by DSK Global as a part and parcel of the Company's project DSK Anandghan, in exchange of cost free allotment by the Company of 170 flats admeasuring 1,15,346 sq. ft. of built up area in the said project DSK Anandghan.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts deeds and things that may be necessary proper, desirable or expedient and to execute all documents, agreements and writings as may be necessary, proper, desirable or expedient to give effect to this resolution".

13. To consider and if thought fit, to pass the following resolution to approve related party transaction as an ORDINARY RESOLUTION:

**"RESOLVED THAT** pursuant to Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, of Companies Act, 2013 and subject to such approvals, consents, sanctions and permissions as may be necessary, members of the Company do hereby ratify and confirm the existing and subsisting Memorandum of Understanding signed on 13<sup>th</sup> March, 2014 (which is placed before this meeting) by the Company and DSK Global Education & Research Ltd. (DSK Global), being a related party transaction whereby DSK Global agreed to provide and accordingly has provided security, by way of a charge on 170 flats admeasuring about 1,15,346 sq. ft built up area owned/ to be owned by it in the Company's project DSK Anandghan, for due repayment of the loan of ₹140 Crores availed by the Company from ICICI Home Finance Company Ltd. (ICICI) as construction finance for the project DSK Anandghan and further agreed to adherence to certain other Escrow Arrangement and other obligations in terms of the said Memorandum of Understanding.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts deeds and things that may be necessary proper, desirable or expedient and to execute all documents, agreements and writings as may be necessary, proper, desirable or expedient to give effect to this resolution".

14. To consider and if thought fit, to pass the following resolution to approve related party transaction as an **ORDINARY RESOLUTION**:

**"RESOLVED THAT** pursuant to Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable provisions of the Companies Act, 2013 and subject to such approvals, consents, sanctions and permissions as may be necessary, members of the Company do hereby ratify and confirm the existing and subsisting Memorandum of Understanding (which is placed before this meeting) , amongst the Company and D S Kulkarni and Company and DSK Worldman Projects Limited signed on 13<sup>th</sup> January, 2014 being a related party transaction, whereby D S Kulkarni and Company and DSK Worldman agreed to provide and accordingly have provided security, by way of a charge on the project DSK Sadaphuli, for due repayment of the loan of ₹30 Crores availed by the Company from Tata Capital Housing Finance Ltd. for corporate purposes and further agreed to adherence to certain other Escrow Arrangement and obligations in terms of the said MOU.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts deeds and things that may be necessary proper, desirable or expedient and to execute all documents, agreements and writings as may be necessary, proper, desirable or expedient to give effect to this resolution".

15. To consider and if thought fit, to pass the following resolution to approve related party transaction as an **ORDINARY RESOLUTION**:

**"RESOLVED THAT** pursuant to Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable provisions of the Companies Act, 2013 and subject to such approvals, consents, sanctions and permissions as may be necessary, members of the Company do hereby ratify and confirm the existing and subsisting Memorandum of Understanding (which is placed before this meeting) between the Company and D S Kulkarni and Associates executed on 31<sup>st</sup> December, 2013 being a related party transaction, whereby D S Kulkarni and Associates agreed to provide and accordingly have provided security, by way of a charge on the project DSK Vidyanagari owned by D S Kulkarni and Associates, for due repayment of loan of ₹ 38 Crores availed by the Company from Kotak Mahindra Bank Ltd. for corporate purposes and further agreed to adherence to certain other Escrow Arrangement and obligations in terms of the said Memorandum of Understanding.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts deeds and things that may be necessary proper, desirable or expedient and to execute all documents, agreements and writings as may be necessary, proper, desirable or expedient to give effect to this resolution".

16. To consider and if thought fit, to pass the following resolution to approve related party transaction as an **ORDINARY RESOLUTION**:

**"RESOLVED THAT** pursuant to Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, of Companies Act, 2013 and subject to such approvals, consents, sanctions and permissions as may be necessary, consent of the members of the company be and is hereby accorded by ratification to continue with the existing and subsisting guarantees and securities provided by the promoters/directors of the Company and their related parties to, secure borrowings of the Company of ₹737.92 Crores as on 31<sup>st</sup> March, 2016.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts deeds and things that may be necessary proper, desirable or expedient and to execute all documents, agreements and writings as may be necessary, proper, desirable or expedient to give effect to this resolution".

17. To consider and if thought fit, to pass the following resolution to approve related party transaction as an **ORDINARY RESOLUTION**:

**"RESOLVED THAT** pursuant to Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, of Companies Act, 2013 and subject to such approvals, consents, sanctions and permissions as may be necessary, consent of the members of the Company be and is hereby accorded to the Board of Directors to request in appropriate cases the promoters/directors of the Company and/ or their related parties to provide guarantee and/ or security to secure the future borrowings of the Company and to avail them in the business interest of the Company.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts deeds and things that may be necessary proper, desirable or expedient and to execute all documents, agreements and writings as may be necessary, proper, desirable or expedient to give effect to this resolution".

18. To consider and if thought fit, to pass the following resolution to approve related party transaction as an **ORDINARY RESOLUTION**:

**"RESOLVED THAT** pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with applicable Rules under Companies (Meetings of Board and its Powers) Rules, 2014 and in terms of applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to such approvals, consents, sanctions and permissions as may be necessary, consent of the members of the Company be and is hereby accorded to the Board of Directors to approve the material related party transaction and to execute a Deed of Exchange between the Company and D S Kulkarni & Company thereby exchanging the properties between both the entities as mentioned in the draft Deed of Exchange placed before the meeting as initiated by the Chairman for the purpose of identification, for consideration and terms and conditions mentioned in the said Deed of Exchange.

**RESOLVED FURTHER THAT** the Board of Directors of the company be and is hereby authorised to do all acts deeds and things that may be necessary proper, desirable or expedient and to execute all documents, agreements and writings as may be necessary, proper, desirable or expedient to give effect to this resolution".

19. To consider and if thought fit, to pass the following resolution to approve related party transaction as an **ORDINARY RESOLUTION**:

**"RESOLVED THAT** pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with applicable Rules under Companies (Meetings of Board and its Powers) Rules, 2014 and in terms of applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to such approvals, consents, sanctions and permissions as may be necessary, consent of the members of the Company be and is hereby accorded to the Board of Directors to approve the material related party transaction of executing a contract between the Company and D S Kulkarni and Company for construction of property "DSK Nabhangan", situated at DSK Vishwa, Dhayari, Pune on terms and conditions as mentioned in the draft contract placed before this meeting and initiated by the Chairman for the purpose of identification.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts deeds and things that may be necessary proper, desirable or expedient and to execute all documents, agreements and writings as may be necessary, proper, desirable or expedient to give effect to this resolution".

#### NOTES:

- (1) A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT ONE OR MORE PROXIES AS PER THE LAW TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- (2) The instrument appointing Proxy as per the format included in the Annual Report should be deposited at the Registered Office of the Company not less than FORTY-EIGHT HOURS before the time for holding the Meeting. Proxies submitted on behalf of limited companies, societies, etc. must be supported by appropriate resolution/authority, as applicable, issued by the member organization.

A person can act as a proxy on behalf of the Members not exceeding fifty in number and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or a Member.

- (3) The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") in respect of the business to be transacted under Item Nos. 5 to 19 as set out in the Notice, and details as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for Directors seeking appointment/re-appointment at this Annual General Meeting are annexed hereto.
- (4) Members are requested to notify to the Company immediately any change in their address, quoting folio number and giving complete address in capital letters with the PIN code. The Beneficial Owners of the dematerialized shares may inform the concerned Depository Participant of any change in their address.
- (5) Members who hold shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company.
- (6) Members are requested to support the 'Green Initiative in Corporate Governance' undertaken by the Company, by registering / updating their e-mail addresses, in respect of shares held in dematerialized form with their respective Depository Participants and in respect of shares held in physical form with the Company or Linkintime India Pvt. Ltd. (R&T Agent)
- (7) The Share Transfer Books of the Company will remain closed from 25<sup>th</sup> September, 2016 to 29<sup>th</sup> September, 2016 (both days inclusive).
- (8) As per SEBI circular no. MRD/DoP/Cir-05/2009 dated May 20, 2009, for securities market transactions and off-market/private transactions involving transfer of shares in physical form of listed companies, it shall be mandatory for all the transferees to furnish self attested copy of PAN card to the Company or Registrars and Share Transfer Agents for registration of such transfer of shares.
- (9) Members are requested to bring their copies of the Annual Report at the Meeting. As a Green Initiative measure, extra copy will not be made available at the venue.
- (10) In order to enable the Company to satisfactorily answer questions at the meeting, members who would like to ask any questions about the performance of the Company are requested to send their questions so as to reach the Company at least ten days before the date of the Annual General Meeting.

- (11) The Company's shares are compulsorily traded in dematerialized mode. The Company has made necessary arrangements with the National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) for dealings in dematerialised shares. Members holding shares in physical form are requested to get their shares dematerialized at the earliest which will enhance effectiveness of the 'Green Initiative'.
- (12) The dividend as recommended by the Directors, if declared at the Annual General Meeting, will be paid to those Members whose names appear in the Register of Members on 29<sup>th</sup> September 2016.
- (13) Members who have not received their dividend for the earlier years are requested to contact the Registrars and Share Transfer Agents:

**Link Intime India Pvt. Ltd.**

Block no. 202, Akshay Complex,  
Near Ganesh Temple, Off Dhole Patil Road,  
Pune - 411 001

- (14) Pursuant to the provision of Section 124 and 125 of the Companies Act, 2013 (or as amended/re-enacted) the Company has transferred the unpaid or unclaimed dividends declared upto (and including) FY 2007-2008 to the **Investor Education and Protection Fund** of the Central Government. Pursuant to the provisions of Investor Education & Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, (or as amended/re-enacted) the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on 29<sup>th</sup> September, 2015 (i.e. the date of last Annual General Meeting) on the website of the Ministry of Corporate Affairs.
- (15) The details of the dividend declared for and from the Financial Year 2008-09 till 2015-16 and the respective due dates for transfer to the Investors Education and Protection Fund are given in the Section relating to General Shareholders' Information. Members who have not yet encashed the dividend warrant(s) are requested to forward their claims to the Company's Registrar and Share Transfer Agents. **It may be noted that once the unclaimed dividend is transferred to the Investor Education and Protection Fund as above, no claim shall lie with the Company in respect of such amount.**
- (16) **E-voting** – In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, and amendments thereto from time to time, the Company is pleased to provide Members holding shares either in physical form or in dematerialized form the facility to exercise their right to vote at the 25<sup>th</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by Central Depository Services (India) Limited (CDSL). The Board of Directors of the Company has appointed Kanj & Associates as the Scrutinizer for this purpose.

The facility for voting, either through electronic voting system or ballot or polling paper is also made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting are able to exercise their right at the meeting.

The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

**The instructions for shareholders voting electronically are as under:**

- (i) The voting period begins on 26<sup>th</sup> September, 2016 at 9.00 a.m. and ends on 28<sup>th</sup> September, 2016 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22<sup>nd</sup> September, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
  - (i) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
  - (ii) Click on Shareholders.
  - (iii) Now Enter your User ID
    - a. For CDSL: 16 digits beneficiary ID,
    - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (iii) Next enter the Image Verification as displayed and Click on Login.
- (iv) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (v) If you are a first time user follow the steps given below:

|                                                        | <b>For Members holding shares in Demat Form and Physical Form</b>                                                                                                                                                                                                                                                                                                                                                    |
|--------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| PAN                                                    | <p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number in the PAN field which is printed on the address sticker pasted on Annual Report .</li> </ul> |
| Dividend Bank Details<br><b>OR</b> Date of Birth (DOB) | <p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>                   |

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/

NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30<sup>th</sup> June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xvii) **Note for Non – Individual Shareholders and Custodians**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xviii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

By the order of the Board of Directors,  
**For D. S. KULKARNI DEVELOPERS LTD.**

**D. S. KULKARNI**  
**CHAIRMAN & MANAGING DIRECTOR**  
**DIN: 00394027**

Place: Pune

Date : 12<sup>th</sup> August, 2016

# **DETAILS OF DIRECTORS SEEKING REAPPOINTMENT / APPOINTMENT AT THE ANNUAL GENERAL MEETING**

| <b>PARTICULARS</b>                                                   | <b>Mr. D. S. Kulkarni</b>                              | <b>Mr. Shirish Kulkarni</b>                                                                                                                            |
|----------------------------------------------------------------------|--------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Date of Birth</b>                                                 | 28/06/1950                                             | 23/04/1985                                                                                                                                             |
| <b>Date of first appointment</b>                                     | 01/10/1993                                             | 27/07/2009                                                                                                                                             |
| <b>Date of re-appointment</b>                                        | 01/10/2016                                             | 27/07/2015                                                                                                                                             |
| <b>Qualifications</b>                                                | B.Com                                                  | Post Graduate Diploma in Business Level 9 in Business Strategy, Finance and Banking, Organizational Skills (Unitec University), Auckland, New Zealand) |
| <b>Expertise in specific functional area</b>                         | Construction and Marketing                             | Business Management                                                                                                                                    |
| <b>Directorships held in other public companies</b>                  | DSK Infra Pvt. Ltd.<br>DSK Southern Projects Pvt. Ltd. | NIL                                                                                                                                                    |
| <b>Memberships / Chairmanships of Committees in listed Companies</b> | Nil                                                    | Nil                                                                                                                                                    |
| <b>No. of shares held in the Company</b>                             | 60,00,469                                              | 15,20,000                                                                                                                                              |
| <b>Relationship with other directors/KMPs</b>                        | Father of Mr. Shirish Kulkarni                         | Son of Mr. D. S. Kulkarni                                                                                                                              |

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, ANNEXED TO THE NOTICE CALLING THE TWENTYFIFTH ANNUAL GENERAL MEETING TO BE HELD ON THURSDAY, THE 29<sup>TH</sup> DAY OF SEPTEMBER, 2016 AT PUNE.**

**Item No. 5:**

Mr. D. S. Kulkarni is designated as the Chairman & Managing Director of the Company since 1993. His last reappointment as the Managing Director was for a term of 5 years with effect from 1<sup>st</sup> October, 2011 to 30<sup>th</sup> September, 2016. The agreement was executed between him and the Company on 30<sup>th</sup> September, 2011, setting out all the terms and conditions of his appointment as the Managing Director including remuneration. A supplemental agreement was executed on 1<sup>st</sup> October, 2015 for revising his remuneration for the balance period of one year of his appointment. The Board of Directors has approved his re-appointment in its meeting held on 24<sup>th</sup> May, 2016 for a further period of five (5) years as recommended by the Nomination & Remuneration Committee in its meeting held on 23<sup>rd</sup> May, 2016. The reappointment is subject to the approval of members at the twenty fifth Annual General Meeting of the Company.

The Company has been benefitting from Mr. D. S. Kulkarni's dynamic leadership, business management strategies and knowledge. Your Directors are of the opinion that it would be in the interest of the Company to continue with Mr. D. S. Kulkarni's reappointment as the Managing Director for a further term of five (5) years as proposed in the resolution.

After members approval to the aforesaid resolution re-appointing Mr. D. S. Kulkarni as the Managing Director, the Company would enter into an agreement with Mr. D. S. Kulkarni with effect from 1<sup>st</sup> October, 2016. The re-appointment of Mr. D. S. Kulkarni is as per the provisions of Sections 188, 196, 197, 203, Schedule – V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force). The salient terms and conditions of re-appointment and remuneration of Mr. D. S. Kulkarni, as set out in the said draft agreement are as under:

1. Mr. D. S. Kulkarni will be looking after the operations of the Company and perform such additional duties as may be assigned by the Board from time to time.
2. Period of Agreement: Five year i.e. from 1<sup>st</sup> October, 2016 to 30<sup>th</sup> September, 2021.
3. The remuneration and perquisites payable to Mr. D. S. Kulkarni, with effect from 1<sup>st</sup> October, 2016 are as under:
  - I. Salary on per month basis:  
Basic Salary of ₹6,72,000/-  
House Rent Allowance of ₹2,01,600/- (30% of basic)  
City Compensatory Allowance of ₹ 55,978/-(8.33% of basic)  
Conveyance Allowance of ₹1,800/-  
Medical Allowance of ₹2,500/-  
Other Allowance of ₹67,200/- (10% of basic)
  - II. Variable Component as a part of remuneration in the form of commission will be paid annually at the end of the financial year at the rate of 0.5% of the Net Profits of the Company.
  - III. Provident Fund: 12% of the basic salary per month subject to the maximum as per Company rules. The contribution to provident fund is subject to any change effected in the scheme / rules of the fund.
  - IV. Car: Provision of the Company's car with driver
  - V. Telephone: Provision of telephones (landline and mobile) and internet connection at residence.

## VI. Perquisites will include-

- leave travel allowance as per the Company's rules in force from time to time.
- personal accident insurance premium upto ₹5,00,000/-.

## VII. OTHER BENEFITS:-

- Gratuity: Benefits in accordance with the rules and regulations in force at the Company from time to time but shall not exceed half a month's salary for each completed year of service.
- Pension: Benefits in accordance with the rules and regulations in force at the Company from time to time.
- Leave: The Managing Director shall be entitled to avail leave on full pay and allowances in accordance with the rules and regulations in force in the Company from time to time. He shall be paid Leave encashment in accordance with the rules and regulations in force at the Company from time to time.
- Benefits of the loan and other schemes in accordance with the practices, rules and regulations in force in the Company, from time to time.

The above remuneration to be allowed to the Managing Director shall be subject to such limits of the remuneration as are laid down by the Companies Act, 2013 or any re-enactment, alteration and modification thereof. The Company shall pay to, or reimburse, the Managing Director and he shall be entitled to be paid and / or to be reimbursed by the Company, all costs, charges and expenses that may have been or may be incurred by him for the purpose of the business of, or on behalf of, the Company.

In the event of absence or inadequacy of profits in any financial year, the Company shall pay the Managing Director remuneration as decided by the Board from time to time as minimum remuneration which may be an amount not exceeding double of the amount mentioned in Schedule V of the Companies Act, 2013.

The above remuneration has been considered and recommended for approval of the members by the Nomination & Remuneration Committee and Board of Directors at their meetings held on 23<sup>rd</sup> May, 2016 and 24<sup>th</sup> May, 2016 respectively.

The draft agreement to be entered into by the Company with Mr. D. S. Kulkarni is available for inspection by the members at the Registered Office of the Company between 11.00 a.m. to 5.00 p.m. on all working days except Sundays and Public Holidays, till the date of the ensuing Annual General Meeting.

None of the Directors and Key Management Personnel of the Company and their relatives, except Mr. D. S. Kulkarni himself and Mr. Shirish Kulkarni, who is a relative of Mr. D. S. Kulkarni are concerned or interested, financially or otherwise in the resolution.

The Board recommends the Special Resolution set out at Item No. 5 for the approval of Members.

### Item No: 6

The Board of Directors of the Company, on the recommendation of the Audit Committee, approved the appointment of M/s. Harshad S. Deshpande & Associates, Cost Accountants, to conduct the audit of the cost records of the Company for the financial year ending 31<sup>st</sup> March, 2017. In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be decided by the Members of the Company. Accordingly, consent of the Members is sought to ratify the appointment and approve the proposed remuneration payable to the Cost Auditors.

None of the Directors or Key Managerial Personnel and their relatives, are concerned or interested (financially or otherwise) in this Resolution.

The Board recommends the Ordinary Resolution set out at Item No. 6 for the approval of Members.

### Item 7

**Name of Related Party:** D S Kulkarni & Company

**Name of Director/ KMP who is related, if any:** Mr. D. S. Kulkarni and Mr. Shirish Kulkarni

**Nature of relationship:** Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are the relatives of Mrs. H. D. Kulkarni who along with Mr. Shirish Kulkarni is a partner in D. S. Kulkarni & Company.

**Nature, material terms, monetary value and particulars of the contract or arrangement:**

The Company has entered into the Memorandum of Understanding (MOU) with D S Kulkarni and Company, for sale of units/flats along with car parking spaces in DSK Dream City project of the Company admeasuring about 5,00,000 sq. ft. of built up area at the rate of ₹ 6,000/- per sq. ft. for a total consideration of ₹ 300,00,00,000/-. As per the MOU, the Company has assured that in the event of any flaw or discrepancy being found at any subsequent stage with regard to title or ownership of the said property, or any claim thereon by third party, the Company shall at all times remove and/ or rectify all such discrepancies and deficiencies and settle such claims at own cost and the Company shall always keep D S Kulkarni & Company indemnified from any loss or damages. Also, if the Company in future proposes to launch any other scheme/ project, then D S Kulkarni & Company shall have option to choose/ select constructed area in that project/ scheme and parties agree to execute supplementary agreement for said change and parties are free to vary the consideration, either pay or refund the excess amount over ₹ 300 Crores.

As the DSK Dream City is a mega township project, the construction would progress in phases after obtaining various permissions, possession of which can be given only after their completion. In the meanwhile, if D. S. Kulkarni & Company would require all or some of the funds for its business activity, they may be refunded and corresponding booking of the built up area cancelled. The Company shall pay compensation @ 13% p.a. (subject to TDS) on the advance amount received from time to time till the D S Kulkarni & Company receives vacant possession of various constructed units totalling to 5 Lac sq. ft. built up in the DSK Dream City. D S Kulkarni & Company will have the liberty to terminate the said MOU by giving 3 months prior written notice, which would on termination shall be entitled for refund of amount paid.

**Any other information relevant or important for the members to take a decision on the proposed resolution:** The said Memorandum of Understanding was executed on 13<sup>th</sup> April, 2013. The aforesaid MOU is subsisting and will continue as per the terms of the MOU.

The Company received amount in advance for bulk booking of built-up area which was utilised for the business of the Company.

Pursuant to Regulation 23(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the member's approval is sought herewith for the aforesaid transaction as it is an existing material related party contract entered prior to the date of notification of the aforesaid Regulations and which continues beyond such date.

The said agreement is available for inspection by the members at the Registered Office of the Company between 11.00 a.m. to 5.00 p.m. on all working days except Sundays and Public Holidays, till the date of the ensuing Annual General Meeting.

None of the Directors and Key Management Personnel of the Company and their relatives, except Mr. D. S. Kulkarni and Mr. Shirish Kulkarni is concerned or interested, financially or otherwise in the resolution.

## Item 8

**Name of Related Party:** D S Kulkarni & Company ("DSKAC")

**Name of Director/ KMP who is related, if any:** Mr. D. S. Kulkarni and Mr. Shirish Kulkarni

**Nature of relationship:** Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni who along with Mr. Shirish Kulkarni is a partner in D. S. Kulkarni & Company.

**Nature, material terms, monetary value and particulars of the contract or arrangement:**

The Company has executed the Memorandum of Understanding (MOU) with D S Kulkarni and Company, for sale and/or jointly developing property around Kirkatwadi and Dhayari area in Pune with or without adjacent lands under Residential Zone admeasuring about 02 H 58R area or more for a total consideration or contribution amount of ₹64,50,00,000/-. As per the MOU, the Company has assured that in the event of any flaw or discrepancy being found at any subsequent stage with regard to title or ownership of the said property, or any claim thereon by third party, the Company shall at all times remove and/ or rectify all such discrepancies and deficiencies, settle such claims at own cost in such manner that no loss or damage is caused to DSKAC and the Company shall always keep DSKAC indemnified from any such loss or damage. The Company has agreed for safeguarding the rights of DSKAC and the Company would be liable to pay an interest @ 13% per annum on the amount received until the transaction is crystallised. The Company shall acquire marketable title in adjacent lands and shall execute sale deed and/or joint venture with or without adjacent lands with DSKAC. The validity period of the MOU shall be extendable at the sole option of DSKAC on terms as will be decided by DSKAC only.

The Company shall handover actual and physical vacant possession of the said properties at the time of sale deed. The Company shall also obtain necessary mutation and furnish the 7/12 extract reciting the Company's name in owner column and the Company shall clear all the encumbrances whatsoever before executing the sale deed and/or joint venture as the case may be. The Company shall acquire marketable title in adjacent lands from respective owners and shall execute and deliver to DSKAC documents or assurances for effectuating proper transfer of the said property. Also, the Company shall pay all appropriate taxes relating to the property and agrees to indemnify DSKAC from any loss arising out of any claims or demands made by any Government or Revenue authorities in this regard. DSKAC will be at liberty in its sole discretion to terminate the said MOU with written notice. On sooner termination of the MOU DSKAC shall be entitled to refund of amounts paid. The Company shall not be entitled to adjust/ deduct the interest paid by the Company.

**Any other information relevant or important for the members to take a decision on the proposed resolution:** The said Memorandum of Understanding was executed on 25<sup>th</sup> May, 2012. The aforesaid MOU is subsisting and will continue as per the terms of the MOU.

The Company received amount in advance for the said transaction which was utilised in the business of the Company.

Pursuant to Regulation 23(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, member's approval is sought herewith for the aforesaid transaction as it is an existing material related party contract entered prior to the date of notification of the aforesaid Regulations and which continue beyond such date.

The said agreement is available for inspection by the members at the Registered Office of the Company between 11.00 a.m. to 5.00 p.m. on all working days except Sundays and Public Holidays, till the date of the ensuing Annual General Meeting.

None of the Directors and Key Management Personnel of the Company and their relatives, except Mr. D. S. Kulkarni and Mr. Shirish Kulkarni is concerned or interested, financially or otherwise in the resolution.

**Item 9**

**Name of Related Party:** D S Kulkarni & Company ("DSKAC")

**Name of Director/ KMP who is related, if any:** Mr. D. S. Kulkarni and Mr. Shirish Kulkarni

**Nature of relationship:** Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are the relatives of Mrs. H. D. Kulkarni who along with Mr. Shirish Kulkarni is a partner in D. S. Kulkarni & Company.

**Nature, material terms, monetary value and particulars of the contract or arrangement:**

The Company has executed the Memorandum of Understanding (MOU) with D S Kulkarni and Company, for sale of property situated at Kirkatwadi area in Pune under Residential Zone admeasuring about 01H 56R area for a total consideration of ₹ 30,22,50,000/-. As per the MOU, the Company has assured that in the event of any flaw or discrepancy being found at any subsequent stage with regard to title or ownership of the said property, or any claim thereon by third party, the Company shall at all times remove and/ or rectify all such discrepancies and deficiencies, settle such claims at own cost in such manner that no loss or damage is caused to DSKAC. The Company shall always keep DSKAC indemnified from any such loss or damage. The said consideration shall be due and be paid by DSKAC to the Company after settlement of all encumbrances if any or at the time of Sale Deed whichever is earlier. The Company has agreed for safeguarding the rights of DSKAC and the Company would be liable to pay an interest @ 13% per annum on the amount received until the transaction is crystallised.. The said period of the MOU shall be extendable at the sole option of DSKAC on terms as will be decided by DSKAC only.

The Company shall handover actual and physical vacant possession of the said properties at the time of sale deed. The Company shall execute and deliver to DSKAC documents or assurances for effectuating proper transfer of the said property. Also the Company shall pay all appropriate taxes relating to the property and agrees to indemnify DSKAC from any loss arising out of any claims or demands made by any Government or Revenue authorities in this regard till transfer of title. DSKAC will be at liberty and sole discretion to terminate the said MOU with written notice. On sooner termination of the MOU, DSKAC shall be entitled to refund of amounts paid.

**Any other information relevant or important for the members to take a decision on the proposed resolution:** The said Memorandum of Understanding was executed on 29<sup>th</sup> May, 2010. The aforesaid MOU is subsisting and will continue as per the terms of the MOU.

The Company received amount in advance for the said transaction which was utilised in the business of the Company.

Pursuant to Regulation 23(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, member's approval is sought herewith for the aforesaid transaction as it is an existing material related party contract entered prior to the date of notification of the aforesaid Regulations and which continue beyond such date.

The said agreement is available for inspection by the members at the Registered Office of the Company between 11.00 a.m. to 5.00 p.m. on all working days except Sundays and Public Holidays, till the date of the ensuing Annual General Meeting.

None of the Directors and Key Management Personnel of the Company and their relatives, except Mr. D. S. Kulkarni and Mr. Shirish Kulkarni is concerned or interested, financially or otherwise in the resolution.

## Item 10

**Name of Related Party:** D. S. Kulkarni & Associates ("DSKAA")

**Name of Director/ KMP who is related, if any:** Mr. D. S. Kulkarni and Mr. Shirish Kulkarni

**Nature of relationship:** Mr. D. S. Kulkarni and Mr. Shirish Kulkarni being the relatives of Mrs. H. D. Kulkarni, who is a partner in DSKAA

### **Nature, material terms, monetary value and particulars of the contract or arrangement:**

The Company has executed the Memorandum of Understanding (MOU) with DSKAA, for sale of property and / or jointly developing property around Balewadi area in Pune admeasuring about 5,32,351 sq. ft. area with or without adjacent lands for a total consideration/ contribution of ₹ 111,00,00,000/-. As per the MOU, the Company has assured that in the event of any flaw or discrepancy being found at any subsequent stage with regard to title or ownership of the said property, or any claim thereon by third party, the Company shall at all times remove and/ or rectify all such discrepancies and deficiencies, settle such claims at own cost in such manner that no loss or damage is caused to DSKAA. The Company shall always keep DSKAA indemnified from any such loss or damage. The Company has agreed for safeguarding the rights of DSKAA. The Company would be liable to pay an interest @ 12% per annum on the amount received until the transaction is crystallised. The Company shall handover actual and physical vacant possession of the units at the time of sale deed to DSKAA or the buyers. It is obligated that the Company shall withdraw or cause to be disposed off, all the Civil Suits filed before Hon'ble Civil Courts, Pune for seeking Specific Performance regarding the said property. The Company shall also obtain necessary mutation and furnish the 7/12 extract reciting the Company's name in owner column and the Company shall clear all the encumbrances whatsoever before executing the sale deed or joint venture as the case may be. The Company shall acquire marketable title in adjacent lands from respective owners and shall execute and deliver to DSKAA documents or assurances for effectuating proper transfer of the said property. Also the Company shall pay all appropriate taxes relating to the property till its transfer and agrees to indemnify DSKAA from any loss arising out of any claims or demands made by any Government or Revenue authorities in this regard. DSKAA will be at liberty in to sole discretion to terminate the said MOU with written notice. On sooner termination of the MOU, DSKAA shall be entitled to refund of amounts paid. The Company shall not be entitled to adjust/ deduct the interest paid by the Company.

**Any other information relevant or important for the members to take a decision on the proposed resolution:** The said Memorandum of Understanding was executed on 1<sup>st</sup> January, 2011. The aforesaid MOU is subsisting and will continue as per the terms of the MOU.

The Company received amount in advance for the said transaction which was utilised in the business of the Company.

Pursuant to Regulation 23(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, member's approval is sought herewith for the aforesaid transaction as it is an existing material related party contract entered prior to the date of notification of the aforesaid Regulations and which continue beyond such date.

The said agreement is available for inspection by the members at the Registered Office of the Company between 11.00 a.m. to 5.00 p.m. on all working days except Sundays and Public Holidays, till the date of the ensuing Annual General Meeting.

None of the Directors and Key Management Personnel of the Company and their relatives, other than Mr. Shirish Kulkarni himself and Mr. D. S. Kulkarni, who is a relative of Mrs. H. D. Kulkarni are concerned or interested, financially or otherwise in the resolution.

### Item 11

**Name of Related Party:** DSK Global Education and Research Ltd. (DSK Global)

**Name of Director/ KMP who is related, if any:** Mr. D. S. Kulkarni and Mr. Shirish Kulkarni

**Nature of relationship:** Mr. D. S. Kulkarni and Mr. Shirish Kulkarni being the relatives of Mrs. H. D. Kulkarni, Managing Director and Mrs. Tanvi Kulkarni, Jt. Managing Director of DSK Global.

**Nature, material terms, monetary value and particulars of the contract or arrangement:**

DSK Global had availed/ agreed to avail financial facilities of ₹ 108.84 Crores from Central Bank of India ("the Bank") for its business purpose. On the request of DSK Global, the Company had provided Corporate Guarantee worth ₹ 108.84 Crores in favour of the Bank for securing the said financial facilities. Issuance of corporate guarantee on behalf of company was then permitted under the provisions of the erstwhile Companies Act, 1956.

For the reasons stated later, the Company decided to divest its shareholding in DSK Global in tranches. Therefore The Shareholders' Agreement was executed on 22<sup>nd</sup> March, 2013 between the Company, DSK Global, Mrs. Hemanti Kulkarni and Mrs. Anuradha Purandare, Shareholders of DSK Global. The said Shareholders' Agreement is subsisting and is continuing. As per the terms of Shareholders' Agreement, the Shareholders agreed to take over and run the business of DSK Global and the Company consented to it. The Shareholders agreed to take over past, present and future losses of DSK Global and relieve the Company of its obligation towards the said losses. The Company agreed to continue with its commitments by way of the Corporate Guarantee to the Bank. The Company agreed for making an arrangement of disinvesting its shareholding firstly, by transfer of 16,00,000 shares held by it in DSK Global to Mrs. Hemanti Kulkarni and thereafter, in tranches of 8728 shares for every ₹ 1 crore of term loan repaid. The shares shall be transferred at fair value or ₹ 10/- whichever is higher.

**Any other information relevant or important for the members to take a decision on the proposed resolution:**

To finance its term loan and working capital requirement, DSK Global had applied to Central Bank of India for sanctioning financial facilities of ₹108.84 Crores. Central Bank of India sanctioned the aforesaid credit facilities upon a covenant that the Company provides a Corporate Guarantee worth the amount of credit facilities to be availed by DSK Global. Hence upon request received from DSK Global, the Company had provided Corporate Guarantee worth ₹ 108.84 Crores along with security by way of mortgage of its land at Balewadi admeasuring 03H 24.75Are in favour of Central Bank of India for securing the financial facilities availed/ to be availed by DSK Global. The said guarantee was within the limits of Section 372A of the Companies Act, 1956. The availment of financial facilities got limited to term loan of ₹100 crores availed by DSK Global.

To ensure proper utilization of the funds and to control the working of the DSK Global which would consequently protect the Company from getting unwanted exposure, DSK Global was made a subsidiary of the Company by investing in shares of DSK Global and controlling the composition of its Board of Directors.

Eventually it was observed that DSK Global was incurring losses which were accumulating in its Balance Sheet. The repeated losses were adversely affecting the consolidated financial statements of the Company, that is to say its consolidated profits and net worth. The Company was then embarking upon the prestigious Township Project near Manjari, Pune, which would require sizeable funding. Also, the Company had many other projects in the pipeline for consideration. As such, the Company's financial resources were required to be conserved and used for its core business activities. Therefore, the Company was not able to financially support DSK Global. Also, taking on further losses of DSK Global could seriously dent the financial ability of the Company to raise resources for all new projects. Hence it was decided to disinvest the Company's shareholding in DSK Global, thereby losing the status of DSK Global as its subsidiary.

Balance of loan to be repaid to the Bank as on 30.06.2016 is ₹ 80,00,00,000/-

Pursuant to Regulation 23(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, member's approval is sought herewith for the aforesaid arrangement as it is an existing material related party contract entered prior to the date of notification of the aforesaid Regulations and which continues beyond such date.

The said Shareholders' Agreement is available for inspection by the members at the Registered Office of the Company between 11.00 a.m. to 5.00 p.m. on all working days except Sundays and Public Holidays, till the date of the ensuing Annual General Meeting.

None of the Directors and Key Management Personnel of the Company and their relatives, except Mr. Shirish Kulkarni and Mr. D. S. Kulkarni are concerned or interested, financially or otherwise in the resolution.

## Item 12

**Name of Related Party:** DSK Global Education and Research Ltd. (DSK Global)

**Name of Director/ KMP who is related, if any:** Mr. D. S. Kulkarni and Mr. Shirish Kulkarni

**Nature of relationship:** Mr. D. S. Kulkarni and Mr. Shirish Kulkarni being the relatives of Mrs. H. D. Kulkarni, Managing Director and Mrs. Tanvi Kulkarni, Jt. Managing Director of DSK Global.

**Nature, material terms, monetary value and particulars of the contract or arrangement:**

DSK Global has a piece of land at Kirkarwadi Tal – Haveli, Pune, more particularly known as DSK Vishwa. As the Company has developed and is developing many projects at DSK Vishwa site it was thought advantageous to the company to co-develop one more site at DSK Vishwa which may help the company to consume a part of the available FSI which may otherwise go unused. The company therefore held discussions with DSK Global and both the parties agreed to co-develop the land of DSK Global. The parties agreed that the project to be developed at the said site would be the part and parcel of the multi-building project DSK Anandghan being developed by the Company on the adjacent land. The Company agreed to construct and allot DSK Global free of cost built up area admeasuring 115346 sq. ft. i.e. 10716 sq. mtrs. built-up in the form of ownership flats along with allotted car parkings for its own use in the said scheme DSK Anandghan in lieu of monetary consideration for land. The Development Agreement was executed on 31<sup>st</sup> December, 2013 between the Company and DSK Global.

**Any other information relevant or important for the members to take a decision on the proposed resolution:**

DSK Global is the owner of the property being admeasuring, about 100 R i.e. 10000 sq. mtrs. out of Gat No. 186 totally admeasuring 01 Hectar 20 R situated at Kirkarwadi Tal – Haveli, Pune.

The Company had acquired various parcels of land at village Kirkarwadi and Dhayari and commenced a township of various projects known as DSK Vishwa in the year 2000. The projects have been/ are being developed in phases in accordance with the prevailing D. C. Rules.

Sometime in 2009, State Government of Maharashtra by its notification dated 28/08/2009 bearing No. TPS-1809/650/P.K.1654/09/NAVI-13, allowed to consume FSI/ Floating FSI in exchange of RP Roads, Internal Roads and amenity spaces etc. if handed over to the Competent Authority.

As per the said notification the Company handed over RP Roads, Internal Roads (Partly) and thus the Company became entitled to corresponding FSI in lieu of RP Roads and Internal Roads (Partly).

However there was shortage of available land with the Company at the location DSK Vishwa, for loading/

utilization of FSI / Floating FSI as per above mentioned notification. Thus the Company approached to DSK Global and offered to co-develop the said land and to construct and allot free of cost area admeasuring 115346 sq. ft. i.e. 10716 sq. mtrs. built-up in the form of ownership flats along with allotted car parks for its own use in lieu of monetary consideration for land in the scheme known as DSK Aanandghan which was being developed by the Company.

Pursuant to Regulation 23(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the member's approval is sought herewith for the aforesaid transaction as it is an existing material related party contract entered prior to the date of notification of the aforesaid Regulations and which continues beyond such date.

The said Development Agreement is available for inspection by the members at the Registered Office of the Company between 11.00 a.m. to 5.00 p.m. on all working days except Sundays and Public Holidays, till the date of the ensuing Annual General Meeting.

None of the Directors and Key Management Personnel of the Company and their relatives, except Mr. Shirish Kulkarni and Mr. D. S. Kulkarni, are concerned or interested, financially or otherwise in the resolution.

### Item 13

**Name of Related Party:** DSK Global Education & Research Ltd. ('DSK Global')

**Name of Director/ KMP who is related, if any:** Mr. D. S. Kulkarni and Mr. Shirish Kulkarni

**Nature of relationship:** Mr. D. S. Kulkarni and Mr. Shirish Kulkarni, KMP of the Company are relatives of Mrs. H. D. Kulkarni, Chairperson & Managing Director and Mrs. Tanvi Kulkarni, Jt. Managing Director of DSK Global.

### **Nature, material terms, monetary value and particulars of the contract or arrangement:**

The Company along with DSK Global (collectively referred to as the "Borrowers") has availed loan for an amount of ₹ 140 Crores from ICICI Home Finance Company Ltd. and ICICI Bank Ltd. (collectively "ICICI") for the co-development of part of the project DSK Anandghan. The Borrowers have provided security by way of mortgaging various properties and unsold units of the project DSK Anandghan and DSK Meghamalhar Phase I and Phase II and their receivables to ICICI. The Company has executed a Memorandum of Understanding with DSK Global for DSK Global agreeing to the Escrow Arrangement as stipulated by ICICI, wherein the Borrowers have to maintain an escrow account for depositing their share of scheduled receivables as stipulated by the ICICI. The repayment of the loan will be as per the escrow arrangement wherein the receivables deposited in the escrow account will be proportionately allocated to the loan account and to the account of the mortgaging party as per the ratio decided by ICICI.

**Any other information relevant or important for the members to take a decision on the proposed resolution:** The said Memorandum of Understanding was executed on 13<sup>th</sup> March, 2014. The aforesaid Escrow Arrangement was stipulated by ICICI and will continue till the tenure of the said loan. As per the MOU, the Company shall reimburse to DSK Global its share of receivables deposited in the Escrow Account which is utilised to repay the Company's loan.

Pursuant to Regulation 23(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, member's approval is sought herewith for the aforesaid transaction as it is an existing material related party contract entered prior to the date of notification of the aforesaid Regulations and which continues beyond such date.

The aforesaid document(s) is/are available for inspection by the members at the Registered Office of the Company between 11.00 a.m. to 5.00 p.m. on all working days except Sundays and Public Holidays, till the date of the ensuing Annual General Meeting.

None of the Directors and Key Management Personnel of the Company and their relatives, except Mr. Shirish Kulkarni and Mr. D. S. Kulkarni, who are concerned or interested, financially or otherwise in the resolution.

**Item 14 :**

**Name of Related Party:** D S Kulkarni and Company (DSKAC) and DSK Worldman Projets Ltd. (DSK Worldman)

**Name of Director/ KMP who is related, if any:** Mr. D. S. Kulkarni and Mr. Shirish Kulkarni

**Nature of relationship:** Mr. Shirish Kulkarni and his relative Mrs. H. D. Kulkarni are the partners in DSKAC. Mrs. H. D. Kulkarni is a Director in DSK Worldman. Mr. D. S. Kulkarni is related to Mrs. H. D. Kulkarni and Mr. Shirish Kulkarni.

**Nature, material terms, monetary value and particulars of the contract or arrangement:**

The Company along with DSK Worldman and DSKAC (collectively referred to as the "Borrowers") had availed loan of ₹ 30 Crores from Tata Capital Housing Finance Ltd. (Tata Capital) by way of mortgaging various properties and unsold units of the project DSK Sadaphuli and its receivables to Tata Capital. The said property is co-owned by the Company, DSK Worldman and DSKAC. The Company has executed Memorandum of Understanding on with DSK Worldman and DSKAC for agreeing to the Escrow Arrangement as stipulated by Tata Capital, wherein DSK Worldman and DSKAC have to maintain an escrow account for depositing their scheduled receivables as stipulated by the Tata Capital. The repayment of the loan will be as per the escrow arrangement wherein the receivables deposited in the escrow account will be proportionately allocated to the loan account and to the account of the mortgaging parties as per the ratio decided by Tata Capital. The Company has already availed loan jointly with DSK Worldman and DSKAC on the security provided as above and shall reimburse DSK Worldman and DSKAC as the case may be, their share of loan repaid in accordance with above arrangement if DSK Worldman's and DSKAC's receivables are utilised from the Escrow Account to repay the Company's share of loan.

**Any other information relevant or important for the members to take a decision on the proposed resolution:** The said Memorandum of Understanding was executed on 13<sup>th</sup> January, 2014. The aforesaid Escrow Arrangement was stipulated by Tata Capital and will continue till the tenure of the said loan.

Pursuant to Regulation 23(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, member's approval is sought herewith for the aforesaid arrangement as it is an existing material related party contract entered prior to the date of notification of the aforesaid Regulations and which continues beyond such date.

The said MOU and other related documents are available for inspection by the members at the Registered Office of the Company between 11.00 a.m. to 5.00 p.m. on all working days except Sundays and Public Holidays, till the date of the ensuing Annual General Meeting.

None of the Directors and Key Management Personnel of the Company and their relatives, except Mr. Shirish Kulkarni and Mr. D. S. Kulkarni, are concerned or interested, financially or otherwise in the resolution.

**Item 15:**

**Name of Related Party:** D S Kulkarni and Associate (DSKAA)

**Name of Director/ KMP who is related, if any:** Mr. D. S. Kulkarni and Mr. Shirish Kulkarni

**Nature of relationship:** Mr. D. S. Kulkarni and Mr. Shirish Kulkarni being the relatives of Mrs. H. D. Kulkarni, who is partner in DSKAA.

### **Nature, material terms, monetary value and particulars of the contract or arrangement:**

The Company along with DSKAA (collectively referred to as the "Borrowers") had availed loan of ₹ 38 Crores from Kotak Mahindra Bank Ltd. (Kotak) by way of mortgaging various properties and unsold units of the project DSK Vidyanagari and its receivables. The said property is owned and developed by the DSKAA. The Company has executed Memorandum of Understanding on with DSKAA for agreeing to the Escrow Arrangement as stipulated by Kotak, wherein DSKAA has to maintain an escrow account for depositing scheduled receivables as stipulated by Kotak. The repayment of the loan will be as per the escrow arrangement wherein the receivables deposited in the escrow account will be proportionately allocated to the loan account and to the account of the mortgaging parties as per the ratio decided by Kotak. The Company shall repay the portion of loan repaid to Kotak (from receivables of DSKAA) to DSKAA.

**Any other information relevant or important for the members to take a decision on the proposed resolution:** The said Memorandum of Understanding was executed on 31<sup>st</sup> December, 2013. The aforesaid Escrow Arrangement was stipulated by Kotak and will continue till the tenure of the said loan.

Pursuant to Regulation 23(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, member's approval is sought herewith for the aforesaid arrangement as it is an existing material related party contract entered prior to the date of notification of the aforesaid Regulations and which continues beyond such date.

The said MOU and other related documents are available for inspection by the members at the Registered Office of the Company between 11.00 a.m. to 5.00 p.m. on all working days except Sundays and Public Holidays, till the date of the ensuing Annual General Meeting.

None of the Directors and Key Management Personnel of the Company and their relatives, other than Mr. Shirish Kulkarni himself and Mr. D. S. Kulkarni, who is a relative of Mrs. H. D. Kulkarni are concerned or interested, financially or otherwise in the resolution.

### **Item 16 and 17**

**Name of Related Party:** Directors, Promoters and other related parties of the Company.

**Name of Director/ KMP who is related, if any:** Mr. D. S. Kulkarni, Mr. Shirish Kulkarni

**Nature of relationship:** Related party as defined under Companies Act, 2013.

**Nature, material terms, monetary value and particulars of the contract or arrangement:** The Company has availed personal guarantees from its Director, promoters and corporate guarantees from other related parties from time to time as a security for loans availed by it. Also some of the above referred parties from time to time have provided their property as security for loans availed by the Company.

Further the Company may avail business loans in future wherein guarantees and securities from its promoters and other related entities may be an essential condition.

**Any other information relevant or important for the members to take a decision on the proposed resolution:**

The Company has borrowed/ availed credit facilities from time to time pursuant to Section 180 (1)(c) of the Companies Act, 2013. The outstanding amount of all the loans (as on 31<sup>st</sup> Mar, 2016) is ₹737.92 crores. All the loans and guarantees availed by the Company are within the overall limit of ₹2000 Crores as stipulated by the shareholders under the provisions of Section 180(1)(c) of the Companies Act, 2013. The borrowing limits get revised from time to time.

At times, as may be mandated by banks, financial institutions or other lenders, the said related parties may be required to give guarantees or provide securities for the financial assistance availed by the Company in the normal course of its business. It is important to note that neither of the aforesaid related parties have been paid or will be paid any commission for extending guarantee or provide security. Pursuant to Regulation 23(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, member's approval is sought herewith for the aforesaid arrangement as it is an existing material related party contract entered prior to the date of notification of the aforesaid Regulations and which may continue beyond such date.

The aforesaid resolution of the shareholders and the statement of borrowings are available for inspection by the members at the Registered Office of the Company between 11.00 a.m. to 5.00 p.m. on all working days except Sundays and Public Holidays, till the date of the ensuing Annual General Meeting.

None of the Directors and Key Management Personnel of the Company and their relatives, except Mr. Shirish Kulkarni and Mr. D. S. Kulkarni, are concerned or interested, financially or otherwise in the resolution.

#### **Item 18**

**Name of Related Party:** D S Kulkarni and Company ("DSKAC")

**Name of Director/ KMP who is related, if any:** Mr. D. S. Kulkarni, Mr. Shirish Kulkarni

**Nature of relationship:** Mrs. H. D. Kulkarni and Mr. Shirish Kulkarni are partners in D. S. Kulkarni & Company. Mr. D. S. Kulkarni, Mrs. H. D. Kulkarni and Mr. Shirish Kulkarni are relatives of each other.

**Nature, material terms, monetary value and particulars of the contract or arrangement:**

A Deed of Exchange has been proposed to be executed between the Company and DSKAC and other non-related parties.

DSKAC owns land situated at Village Kirkatwadi, Taluka Haveli, Dist. Pune, Gat No. 73, 83B, 84, 85, 86, 87, 91, 92, 93 approximately admeasuring 11425.00 Sq. Mtrs. The Company owns land situated at Village Kirkatwadi, Taluka Haveli, Dist. Pune, bearing Survey No. 123, 124, 125, 126 (all in parts) approximately admeasuring 18245.88 Sq. Mtrs. As per the terms of the arrangement, it is proposed to exchange the above lands with each other by transfer, conveyance and assignment. In addition to the exchanged land, the Company shall get ₹ 3,63,55,280 from DSKAC.

**Any other information relevant or important for the members to take a decision on the proposed resolution:**

The Company and DSKAC are developing projects at Kirkatwadi and Dhayari (Tal. Haveli, Dist. Pune) respectively. Both these projects are a part of the location DSK Vishwa. Both the Company and DSKAC have undertaken phase wise development of their respective lands. The Company was in need of further land at Kirkatwadi for the development of bungalow plot scheme. DSKAC was also in search of the further land situated at Dhayari. Therefore by understanding each other's need, both the parties have agreed to exchange the lands adjacent to the other party's project as mentioned above. The exchange of land will make respective project more viable. The transaction is normal in the real estate business and shall be at arm's length.

Pursuant to the provisions of Section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, member's approval is sought herewith for the aforesaid transaction.

The said draft Deed of Exchange is available for inspection by the members at the Registered Office of the Company between 11.00 a.m. to 5.00 p.m. on all working days except Sundays and Public Holidays, till the date of the ensuing Annual General Meeting.

None of the Directors and Key Management Personnel of the Company and their relatives, other than Mr. Shirish Kulkarni and Mr. D. S. Kulkarni are concerned or interested, financially or otherwise in the resolution.

### Item 19

**Name of Related Party:** D S Kulkarni and Company ("DSKAC")

**Name of Director/ KMP who is related, if any:** Mr. D. S. Kulkarni, Mr. Shirish Kulkarni

**Nature of relationship:** Mrs. H. D. Kulkarni and Mr. Shirish Kulkarni are partners in D. S. Kulkarni & Company. Mr. D. S. Kulkarni, Mrs. H. D. Kulkarni and Mr. Shirish Kulkarni are relatives of each other.

**Nature, material terms, monetary value and particulars of the contract or arrangement:**

The contract is proposed to be executed between the Company and DSKAC for construction of land being developed by DSKAC, under the project name 'DSK Nabhangan' on the following terms and conditions:

The Company shall act as a contractor and shall construct Project DSK Nabhangan as per the sanctioned plans, technical specifications, programme chart, schedule, etc. given by DSKAC. The Company shall charge 10% margin on the quantity of work done by the Company plus applicable taxes. The Company shall be allowed to subcontract various activities as it may deem fit. Further the Company shall be solely responsible for the payment of wages to the labour appointed by it and all the statutory liabilities thereof, since the Company is deploying his own labour force on the site to carry on and complete the work. The Company shall be responsible for all the statutory compliances relating to the labour laws.

**Any other information relevant or important for the members to take a decision on the proposed resolution:**

DSKAC owns a part and parcel of land admeasuring about 10995 sq. mtrs. at DSK Vishwa. The Company is developing many projects at the location DSK Vishwa and has mobilised resources therefor. DSKAC therefore approached the Company with a request to develop the aforesaid plot for it, construct the residential units and sell the residential units on its behalf. The project is called DSK Nabhangan. Already the Company and DSKAC were into an arrangement for sale of residential units of the said project on commission basis. Further, M/s D.S. Kulkarni & Company was looking for financial assistance to develop this project DSK Nabhangan and in the course of business, approached ICICI Bank Ltd. which agreed to extend financial assistance to the said project on certain terms and conditions. A couple of conditions put forth by ICICI Bank required corporate guarantee of the Company as well as hypothecation of receivables of project DSK Anandghan, which is being jointly developed by the Company along with DSK Global Education and Research Ltd., a related party.

On consideration of the business proposition put forth by DSKAC, wherein it would mandate the Company to undertake development and construction of project DSK Nabhangan and sell residential units to the prospective buyers for a consideration, the Company has considered it a beneficial business opportunity as the Company has to invest marginally into mobilising resources for the project DSK Nabhangan; whereas the returns would be reasonable.

Pursuant to the provisions of Section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, member's approval is sought herewith for the aforesaid transaction as it is a material related party contract to be entered in to.

The above transaction, for which the shareholders' approval is sought, has been approved by the Audit Committee and the Board of Directors on 06/08/2016 respectively, being in the normal course of business and at the arm's length. Accordingly, the Company has started acting upon the aforesaid contractual arrangement with DSKAC.

The said agreement is available for inspection by the members at the Registered Office of the Company between 11.00 a.m. to 5.00 p.m. on all working days except Sundays and Public Holidays, till the date of the ensuing Annual General Meeting.

None of the Directors and Key Management Personnel of the Company and their relatives, other than Mr. Shirish Kulkarni and Mr. D. S. Kulkarni are concerned or interested, financially or otherwise in the resolution.

## BOARD'S REPORT

Dear Member,

Your Directors have pleasure in presenting their 25<sup>th</sup> Annual Report of the Company for the year ended 31<sup>st</sup> March, 2016.

### FINANCIALS:

₹ Lakh

| Particulars                                      | Standalone       |                  | Consolidated     |                  |
|--------------------------------------------------|------------------|------------------|------------------|------------------|
|                                                  | 2015-2016        | 2014-2015        | 2015-2016        | 2014-2015        |
| <b>Operating Income &amp; Increase in stocks</b> | <b>43,744.23</b> | <b>35,603.38</b> | <b>43,840.67</b> | <b>35,782.54</b> |
| Profit before tax                                | 2,677.68         | 3,181.26         | 1,931.33         | 2,817.79         |
| Less : Provision for tax/deferred tax            | (1,275.04)       | (1,330.82)       | (1,274.79)       | (1,330.67)       |
| <b>Profit after tax</b>                          | <b>1,402.64</b>  | <b>1,850.44</b>  | <b>656.54</b>    | <b>1,487.12</b>  |
| Add : Balance of Profit Brought forward          | 16,547.44        | 15,778.70        | 14,007.93        | 13,602.52        |
| Profit available for Appropriation               | 17,950.08        | 17,629.14        | 14,664.47        | 15,089.64        |
| Prior Year Adjustments                           | (156.94)         | (24.26)          | (156.69)         | (24.26)          |
| Proposed Dividend                                | (322.51)         | (322.51)         | (322.51)         | (322.51)         |
| Tax on Dividend                                  | (65.66)          | (65.66)          | (65.66)          | (65.66)          |
| Debenture Redemption Reserve                     | (669.29)         | (669.29)         | (669.29)         | (669.29)         |
| Balance of Profit carried to Balance Sheet       | 16,735.69        | 16,547.44        | 13,450.07        | 14,007.93        |

As per Section 71 of the Companies Act, 2013, Rule 18(7)(b)(ii) of the Companies (Share Capital and Debenture) Rules, 2014 and Prospectus dated 28<sup>th</sup> July, 2014 for issue of Secured Redeemable Non Convertible Debentures, the Company has created Debenture Redemption Reserve of ₹ 6.69 Crores (on proportionate basis) from the profits. The balance profits, after all that appropriations, have been retained in the Profit and Loss Account.

### STATE OF THE COMPANY'S AFFAIRS:

The total standalone income for the year ended 31<sup>st</sup> March, 2016 was ₹ 43,744.23 Lacs up by 23% from the earlier year, however the standalone profit after tax stood at ₹1,402.64 Crores decreased by 24%. The profitability was affected due to lower than expected sale and price realizations, comparatively higher fixed costs, marketing expenses and interest charge, amongst others.

The year witnessed launch of three projects for 19,576 sq. ft. of salable area comprising of 1190 units. The projects were launched in different locations within the Pune Metropolitan Development Region.

### DIVIDEND:

Your Directors have pleasure in recommending dividend of 12.5 % i.e. ₹ 1.25/- per equity share on the paid up capital of the Company. The dividend payout will be ₹ 3,22,51,260/- and outgo on account of dividend distribution tax will be ₹ 65,65,598/-.

**SUBSIDIARIES AND CONSOLIDATION:**

The Company has in all four subsidiaries. Two subsidiaries are operating in the USA; one of which is a wholly owned subsidiary and the other is a step-down (also wholly-owned) subsidiary, namely DSK Developers Corporation and DSK Woods, LLC respectively. Both these subsidiaries are in the business of construction and development. The construction activity at the project site at Plainsboro, New Jersey is at completion stage. From the 11 single house bungalows constructed, 10 bungalows have already been sold. The WOS is having a piece of land in New Jersey where upon a construction project of 8 single houses has been started of which construction of one house is in progress. During the FY 2015-16, the Company has made a provision of ₹1113.84 Lacs towards doubtful advances and ₹ 509.50 Lacs towards investment impairment.

Another subsidiary company is DSK Southern Projects Pvt. Ltd. ("DSK Southern") which, in association with M/s Mantri Dwellings Pvt. Ltd., a Sushil Mantri Group company, is developing a premium, high-end residential project of 42 storied apartments at Bangalore named "Mantri DSK Pinnacle". Of the total 133 units, 79 units have been sold so far.

The fourth subsidiary is DSK Infra Pvt. Ltd. DSK Infra is retained as a SPV (Special Purpose Vehicle) for future use and is currently not in the operation.

This Annual Report contains the standalone financial statements and reports of D.S. Kulkarni Developers Ltd. and the consolidated financial statements. The statement giving salient features of the financial statements of the Company's subsidiaries, as per the first proviso to sub-section (3) of Section 129, is given in **Form AOC-1** attached to this Report as **Annexure 1**.

**PROJECTS UNDER DEVELOPMENT:**

Following sites are at different stages of planning, development and/or construction as on the date of this Report:

| Sr. No. | Project Name                        | Location of project                              | Saleable area in sq.ft | Total Units |
|---------|-------------------------------------|--------------------------------------------------|------------------------|-------------|
| 1       | DSK Dreamcity - Waterfall Residence | Pune-Solapur Road, Next to Hadapsar, Pune-412308 | 1514712                | 1044        |
| 2       | DSK Dreamcity - Breeze Residence    | Pune-Solapur Road, Next to Hadapsar, Pune-412308 | 624411                 | 921         |
| 3       | DSK Meghmalhar                      | DSK Vishwa, Sinhgad Road, Pune                   | 424732                 | 513         |
| 4       | DSK Vishwa Villa                    | DSK Vishwa, Sinhgad Road, Pune                   | 52534                  | 10          |
| 5       | DSK Aanandghan                      | DSK Vishwa, Sinhgad Road, Pune                   | 651470                 | 766         |
| 6       | DSK Gold Leaf                       | Baner, Pune                                      | 41358                  | 14          |
| 7       | DSK Vedant                          | Magarpatta Road, Hadapsar Pune.                  | 132045                 | 96          |
| 8       | DSK Garden Enclave                  | Off NIBM Road, Kondhwa, Pune                     | 52870                  | 44          |
| 9       | DSK Madhukosh                       | Andheri (E), Mumbai                              | 163120                 | 173         |
| 10      | DSK Nandanvan                       | Pirangut, Pune                                   | 168916                 | 190         |
| 11      | DSK Mayurban                        | Pirangut, Pune                                   | 126862                 | 144         |
|         | <b>Total</b>                        |                                                  | <b>3953030</b>         | <b>3915</b> |

## DIRECTORS:

The Board of Directors of the Company consists of total 7 directors out of which five directors are Independent and Non-executive Directors and the rest two are Executive Directors. Out of the Independent Directors, one is a Woman Director. By virtue of Section 149 of the Companies Act, 2013 and rules made there under, the Independent Directors are not liable to retirement by rotation. Therefore Mr. Shirish Kulkarni, who was earlier appointed by the members as a non-retiring Director, now retires by rotation at this Annual General Meeting and is eligible for re-appointment.

Mr. D. S Kulkarni, who is the Chairman and who also holds the office of the Managing Director of the Company was re-appointed by the Board as the Managing Director for a further period of five years from 1<sup>st</sup> October, 2016. Member's approval is being sought for his re-appointment.

Mr. V. C. Joshi, Mr. K. K. Taparia, Dr. M. K. P. Setty, Mr. R. D. Kharosekar and Dr. Madhura Chatrapathy have furnished their declarations of independency under sub-section 6 of Section 149 of the Companies Act, 2013.

Mr. V. C. Joshi, Mr. K. K. Taparia, Dr. M. K. P. Setty and Mr. R. D. Kharosekar were appointed for a term of 5 years in the Annual General Meeting held on 30<sup>th</sup> September, 2014. The said Independent Directors continue to hold their office.

Dr. Madhura Chatrapathy was appointed for a term of 5 years in the Annual General Meeting held on 29<sup>th</sup> September, 2015 and continues to hold her office.

As regards Key Managerial Persons, Mr. Nitin Deshpande, Chief Financial Officer (CFO) and Mr. Amol Purandare, Company Secretary continue to hold their respective offices.

## FIXED DEPOSITS:

During the year under Report the Company did not accept any fresh deposits from the public and shareholders covered under Chapter V of the Companies Act, 2013.

- Deposits accepted during the year: Nil
- Outstanding deposits as on 31<sup>st</sup> March, 2016: ₹ 3386.47 Lacs
- Deposits remained unpaid as at the end of the year: Nil
- Deposits remained unclaimed as at the end of the year: ₹ 187.90 Lacs
- There has been no default in payment of matured Fixed Deposits or Fixed Deposit interest during the year.
- There are no deposits which are not in compliance with the requirement of Chapter V of the Act.

None of the fixed deposits which have matured have remained unpaid.

## LISTING

The equity shares of the Company are listed on the BSE Limited and National Stock Exchange (NSE). The Secured Redeemable Non-Convertible Debentures of the Company are listed on BSE Limited. There are no arrears on account of payment of listing fees to the Stock Exchanges.

## EXTRACT OF ANNUAL RETURN

The extract of Annual Return in Form MGT 9, as required under Section 92 of the Companies Act, 2013, is included in this Report as Annexure 2 which forms an integral part of this Report.

**NUMBER OF BOARD MEETING:** The Board met four (4) times during the year under report; the details of which are given in the Report on Corporate Governance which forms a part of this Report. The intervening gap between any two Board meetings was within the period prescribed by the Companies Act, 2013 and the SEBI

(Listing Obligations and Disclosure Requirements) Regulations, 2015. In addition, a meeting of Independent Directors was also held on 25<sup>th</sup> March, 2016.

### **PARTICULARS OF LOANS AND INVESTMENTS:**

The details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the note no. 39 to the Standalone Financial Statements.

### **MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT.**

There are no material changes and commitments affecting the financial position of the Company between the end of Financial Year 2016 and the date of this report. The Real Estate (Regulation and Development) Act, 2016 was notified in the Official Gazette on 26<sup>th</sup> March, 2016 by the Central Government. The real estate activity of the Company will be regulated according to this legislation.

### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

#### **CONSERVATION OF ENERGY AND WATER:**

Since the Company operates into real estate development business, the Company does not involve heavy equipment and machinery, still efforts go in towards energy conservation and preservation of nature right from the design stage of a housing project. The methods include conservation of ground water levels, preservation and shifting of wells, use of LED lighting for the indoor spaces as also outdoors and landscape lighting, landscape watering by sewage and sullage using latest technology, use of solar and wind power for common areas in project, etc. The Company did not seek any transfer of technology during the year. Therefore the situation of absorption of technology does not arise.

During the year under review Company earned Foreign Exchange of ₹ 362.14 Lacs (previous year ₹ 279.86 Lacs). The total Foreign Exchange outgo was ₹ 2098.35 Lacs (previous year ₹ 156.89 Lacs).

### **ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS:**

The Company's internal financial control systems are commensurate with its size and the nature of its operations. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes, safeguarding assets from unauthorised use, executing transactions with proper authorisation and ensuring compliance of corporate policies. The Company has well defined delegation of power with authority limits defined for approving expenditure as well as accepting booking for sale of dwelling units. The Company uses an ERP system to record data for accounting, consolidation and management information purposes and connects to different locations for efficient exchange of information. The Company has continued with its efforts to align the processes and controls while incorporating best practices. In the light of complexities of business, there is a continuous process of review and approval of policies at Board level.

### **RISK MANAGEMENT**

The Company has Risk Management framework to identify, evaluate business risks and opportunities. This framework seeks to create transparency, lessen, adverse impact on the business objectives and enhance the Company's competitive advantage. The real estate industry especially the residential segment of it is in a slowdown mode. Please refer to the Management Discussion and Analysis Report section for a detailed discussion. There is no immediate threat to the existence of the Company. The Company has a "Risk Policy" which identifies various risks, as approved by the Board and the same is uploaded on the Company's website under following weblink: <http://dskdl.com/wp-content/uploads/Risk-Policy.pdf>

## PARTICULARS OF EMPLOYEES AS REQUIRED AS PER RULE 5 OF CHAPTER XIII, OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

The Particulars of Employees as required is attached herewith as Annexure 3 to this report.

### AUDITORS:

M/s Gokhale, Tanksale & Ghatpande, Chartered Accountants, (Registration No.103277W), who are the Statutory Auditors of the Company were appointed for a term of 3 years in the Annual General Meeting held on 30<sup>th</sup> September, 2014. Pursuant to the provisions of Section 139 it is required to ratify their appointment by members in every Annual General Meeting for the appointed term. It is proposed to ratify their appointment for examining and auditing the accounts of the Company for one year and to hold office from the conclusion of this Annual General Meeting till the conclusion of the twenty sixth Annual General Meeting of the Company to be held in the year 2017. The ratification of appointment of the Statutory Auditor was recommended by the Audit Committee at its meeting held on 24<sup>th</sup> May, 2016. M/s Gokhale, Tanksale & Ghatpande have, under Section 139(1) and 141 of the Companies Act, 2013 and the Rules framed thereunder furnished a certificate of their eligibility and consent for re-appointment. As required under Regulation 33(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Auditors have also confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India. Ratification of the appointment of the Auditors is sought herewith.

### Comments on Auditors Report:

Referring to the Annexure A to Independent Auditors' report to the Members of the Company on the standalone Financial Statements, serial number (vii) Payment of Statutory dues, the real estate industrial scenario has been discussed in the Board's Report and the Management Discussion and Analysis Report. There have been Cashflow mismatches, which have resulted and continue to result, in delays in payment of statutory dues.

The undisputed statutory dues of ₹ 21.53 Crores (including arrears of advance tax) as on 31<sup>st</sup> March, 2016 will be paid in installments considering cash-flow feasibility.

### SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed M/s. Kanj & Associates, Practicing Company Secretaries to undertake the Secretarial Audit of the Company for the year 2015-16. The Report of the Secretarial Audit Report is annexed herewith as Annexure 4.

Further, it is necessary to appoint Secretarial Auditors for the year 2016-17. The Audit Committee as well as the Board of Directors have recommended continuation with the appointment of M/s. Kanj & Associates as Secretarial Auditor for the year 2016-17 also. The said firm of Company Secretaries has given its consent for the appointment.

### Board's response to the comments on Secretarial Audit Report:

1. Company has not mentioned Corporate Identification Number (CIN), Fax number, email and website address in some of the notices of Board meetings and Quarterly financial results published by the Company in Newspapers.

**Response:** The Corporate Identification Number (CIN), Fax number, email and website address were inadvertently missed in few notices and Quarterly financial results published by the Company in Newspapers. The Company is trying to standardize the aforesaid details for notices, etc., so that they are not missed out in future.

2. The Company has not regularly circulated draft minutes of the Board and the committee meetings within 15 days from the respective date of meetings. The proof of delivery of Notices, Agenda & Notes to Agenda to all the directors / committee members be maintained.

**Response:** The Company has been circulating board meeting papers, etc. The Company is taking efforts for adopting the Board processes as per the new Secretarial Standard SS-1,

3. The Company at its Board meeting dated 20.07.2015 had passed a resolution for extension of time to give loan to its wholly owned subsidiary in United States of America under section 186. Company has yet to file form MGT 14. However company is of the view that since it is not a decision to make fresh loan, Form MGT-14 is not required to be filed with the Ministry of Corporate Affairs.

**Response:** The Company informs that the additional investment made by the Company in its wholly owned subsidiary was approved by the Board of Directors on 8<sup>th</sup> August, 2012 and the resolution passed on 20<sup>th</sup> July, 2015 is only for extension of time for making investment and is not fresh a freshly adopted resolution for investment in the wholly owned subsidiary. Hence in its opinion the Company was not required to file Form MGT 14 to the MCA.

4. In one case in March, 2016, share certificate (after processing transfer of shares) was issued with a delay of 10 days. The newly appointed RTA namely Link Intime India Private Limited have not received the complete records from the earlier RTA of the company viz. Sharepro Services India Pvt. Ltd.

**Response:** There was administrative delay by Sharepro Services India Pvt. Ltd., Registrar and Transfer Agents. Since SEBI has, vide its interim order dated 22<sup>nd</sup> March, 2016, ordered all the clients of Sharepro Services India Pvt. Ltd. to shift their activities related to an issue and share transfer agent to another registrar, the Company has appointed Link Intime India Pvt. Ltd. as new registrar. The handing over of documents and data is in process.

### CORPORATE GOVERNANCE CERTIFICATE:

The Compliance certificate from the practicing company secretary regarding compliance of conditions of corporate governance as stipulated in Schedule V (E) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed to this Report.

### REPORT ON CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION AND ANALYSIS:

Pursuant to Regulation 34(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the report on Corporate Governance forms an integral part of this Report and the statement of Management Discussion and Analysis is annexed to and forms part of this Annual Report.

### AUDIT COMMITTEE:

Pursuant to the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has formed Audit Committee which comprises of the following Directors:

1. Mr. V. C. Joshi, Chairman
2. Dr. M. K. P. Setty, Member
3. Mr. K. K. Taparia, Member

**PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (1) OF SECTION 188 IN FORM AOC 2 ALONG WITH THE JUSTIFICATION FOR ENTERING INTO SUCH CONTRACT OR ARRANGEMENT:**

The transactions entered into with the related parties as defined under the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the year were in the ordinary course of business and on an arm's length basis. There were no materially significant transactions with related parties during the year which were in conflict with the interest of the Company. Suitable disclosure as required by the Accounting Standards (AS 18) has been made in the notes to the Financial Statements.

All related party transactions are placed before the Audit Committee as also the Board for approval before they are entered into or prior omnibus approval for them is obtained. Prior omnibus approvals and transactions made thereunder are reviewed by the Audit Committee and Board periodically.

The policy on 'Related Party Transactions' as approved by the Board is uploaded on the Company's website under following weblink: <http://dskdl.com/wp-content/uploads/RELATED-PARTY-TRANSACTION-POLICY-version-2.pdf>

None of the Directors has any individual pecuniary relationship or transaction vis a vis the Company, except as mentioned in this Report.

As provided in Section 134(3)(h) of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules, 2014, the particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013 in Form AOC 2 are provided in the Annexure 5 to this Report.

**VIGIL MECHANISM/ WHISTLE BLOWER POLICY:**

The Company has established a vigil mechanism detailed in a document named Vigil Mechanism Policy to deal with instances of fraud and mismanagement. The details of the said Vigil Mechanism Policy are explained in the Corporate Governance Report and also posted on the website of the Company on [http://dskdl.com/wp-content/uploads/Vigil\\_Mechanism\\_WhistleBlower\\_Ppolicy.pdf](http://dskdl.com/wp-content/uploads/Vigil_Mechanism_WhistleBlower_Ppolicy.pdf)

**COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS PROVIDED UNDER SECTION 178(3):**

The Company has a Nomination & Remuneration Policy for nomination and remuneration of Directors, Key Managerial Personnel (KMP) and other Senior Managerial Personnel of the Company. The Nomination and Remuneration policy is available on <http://dskdl.com/wp-content/uploads/NOMINATION AND REMUNERATION POLICY1.pdf>

**THE DETAILS ABOUT THE POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON CORPORATE SOCIAL RESPONSIBILITY INITIATIVES TAKEN DURING THE YEAR:**

The Company has constituted a Corporate Social Responsibility Committee pursuant to provisions of Section 135 of the Companies Act, 2013. The Corporate Social Responsibility Policy is available on [http://dskdl.com/wp-content/uploads/CORPORATE\\_SOCIAL\\_RESPONSIBILITY\\_POLICY.pdf](http://dskdl.com/wp-content/uploads/CORPORATE_SOCIAL_RESPONSIBILITY_POLICY.pdf)

The constitution of the Corporate Social Responsibility Committee is disclosed in the Corporate Governance Report forming part of the Annual Report. The Company continues to undertake activities to promote social cause.

The report on the CSR Activities carried out during the year pursuant to Section 135 and Rules made there under is attached herewith as an Annexure 6

### **A STATEMENT INDICATING THE MANNER IN WHICH FORMAL ANNUAL EVALUATION HAS BEEN MADE BY THE BOARD OF ITS OWN PERFORMANCE AND THAT OF ITS COMMITTEES AND INDIVIDUAL DIRECTORS:**

The Company has its own Performance Evaluation Policy for undertaking evaluation of every Director's performance. The Nomination and Remuneration Committee ("NRC") has been obligated to carry out evaluation of every Director's performance. Pursuant to the provisions of Section 178 of Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the performance evaluation of Independent Directors has been done by the entire Board of Directors (excluding the Director being evaluated).

A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as attendance, inputs, adherence to standards, disclosures, interpersonal relations, leadership and team work attributes, compliances, constitution, effectiveness in developing a corporate governance structure, etc. The performance evaluation of Independent Directors was carried out by the entire Board and that of the Chairman and Executive Director was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

### **DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

The Company has in place a policy on Prohibition of Sexual Harassment in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Women Complaints Redressal Committee has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. During the financial year, the Company didn't receive any complaints of sexual harassment.

### **CODE OF CONDUCT**

The Company has a Code of Conduct which is applicable to the members of the Board and Senior Management Personnel of the Company. The Code has been posted on the Company's website [http://dskdl.com/wp-content/uploads/Code\\_of\\_conduct\\_for\\_Directors\\_Senior\\_Management\\_Personnel.pdf](http://dskdl.com/wp-content/uploads/Code_of_conduct_for_Directors_Senior_Management_Personnel.pdf)

All Board members and senior management personnel affirm compliance with the code of conduct. The Annual Report of the Company contains a declaration to this effect signed by the Chairman & Managing Director.

### **DIRECTORS' RESPONSIBILITY STATEMENT:**

As required by Section 134(3)(c) of the Companies Act, 2013, with respect to the Directors' Responsibility Statement, it is hereby stated that:

- a) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

- d) the directors had prepared the annual accounts on a going concern basis; and
- e) the directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **RESIDUAL DISCLOSURES AS PER SECTION 134 OF THE COMPANIES ACT, 2013 AND RULES MADE THEREUNDER**

- There is no change in the nature of business of the Company.
- There is no change in the composition of Board of Directors and the Key Managerial Personnel during the year.
- There is no change in the subsidiaries of the Company during the year.
- The Company has not received any significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

#### **ACKNOWLEDGEMENT:**

Your Directors are thankful to the Central and State Governments, Government departments, Government agencies, Municipal Corporations and Local Bodies for their guidance and co-operation. The Directors place on record their gratitude to the financial institutions and banks, housing and mortgage finance companies, customers, suppliers, architects, contractors and labourers, for the confidence shown in the Company and co-operation given. Your Directors are appreciative of performance of the employees at all level in furtherance of the business of the Company. Last but not the least, your Directors express their profound thankfulness to the shareholders, debenture holders and fixed deposit holders for their support to the Board of Directors in managing the affairs of the Company.

**For & on behalf of the Board of Directors of  
D. S. KULKARNI DEVELOPERS LTD.**

**D. S. KULKARNI**  
CHAIRMAN & MANAGING DIRECTOR  
DIN 00394027

Place: Pune  
Date: 24<sup>th</sup> May, 2016

## Annexure 1

D. S. Kulkarni Developers Ltd.

### Form AOC I

Pursuant to first proviso to sub-section (3) of Section 129 read with rule 5 of Companies (Accounts) Rules, 2014

Statement containing salient features of the financial statement of subsidiaries

#### Part A : Subsidiaries

₹ Lacs

| 1  | Name of subsidiary                                                                                                          | DSK Developers Corporation | DSK Woods LLC    | DSK Infra Pvt. Ltd. | DSK Southern Projects Pvt. Ltd. |
|----|-----------------------------------------------------------------------------------------------------------------------------|----------------------------|------------------|---------------------|---------------------------------|
| 2  | Reporting period for the subsidiary concerned, if different from the holding company's reporting period                     | 31.03.2016                 | 31.03.2016       | 31.03.2016          | 31.03.2016                      |
| 3  | Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries | INR/1USD-66.3329           | INR/1USD-66.3329 | INR                 | INR                             |
| 4  | Share capital                                                                                                               | 403.68                     | 1,974.45         | 200.00              | 7.00                            |
| 5  | Reserves & surplus                                                                                                          | (2,288.96)                 | (2,736.39)       | (30.35)             | (1,965.53)                      |
| 6  | Total assets                                                                                                                | 5,875.07                   | 643.75           | 169.83              | 3,622.55                        |
| 7  | Total liabilities                                                                                                           | 7,760.35                   | 1,405.69         | 0.19                | 5,581.08                        |
| 8  | Investments                                                                                                                 | 1,974.45                   | -                | -                   | -                               |
| 9  | Turnover                                                                                                                    | -                          | 1,132.48         | -                   | 287.25                          |
| 10 | Profit before taxation                                                                                                      | (333.11)                   | (761.14)         | (0.82)              | (291.63)                        |
| 11 | Provision for taxation                                                                                                      | -                          | -                | 0.25                | -                               |
| 12 | Profit after taxation                                                                                                       | (333.11)                   | (761.14)         | (0.57)              | (291.63)                        |
| 13 | Proposed Dividend                                                                                                           | -                          | -                | -                   | -                               |
| 14 | % of shareholding                                                                                                           | 100.00                     | 100.00           | 100.00              | 100.00                          |

1 Names of subsidiaries which are yet to commence operations - Nil

2 Names of subsidiaries which have been liquidated or sold during the year - Nil

#### Part B : Associates & Joint Ventures

The company does not have any associate company or joint venture company as on 31-03-2016

#### For Gokhale, Tanksale & Ghatpande

Firm Registration No: 103277W

Chartered Accountants

#### S. M. Ghatpande

Partner

Membership No. 30462

Place: Pune

Date: 24<sup>th</sup> May, 2016

#### For & on behalf of the Board of Directors

**D. S. Kulkarni**

DIN 00394027

Chairman & Managing Director

**V. C. Joshi**

DIN 00549735

Director

**N. V. Deshpande**

Chief Financial Officer

Place : Pune

Date: 24<sup>th</sup> May, 2016

**Amol Purandare**

Company Secretary

## Annexure 2

### FORM NO. MGT 9

#### EXTRACT OF ANNUAL RETURN

as on financial year ended on 31.03.2016

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management & Administration) Rules, 2014.

#### I REGISTRATION & OTHER DETAILS:

|     |                                                                            |                                                                                                                                                                                                                                                                                                                                    |
|-----|----------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| i   | CIN                                                                        | L45201PN1991PLC063340                                                                                                                                                                                                                                                                                                              |
| ii  | Registration Date                                                          | 20/09/1991                                                                                                                                                                                                                                                                                                                         |
| iii | Name of the Company                                                        | D. S. Kulkarni Developers Limited                                                                                                                                                                                                                                                                                                  |
| iv  | Category/Sub-category of the Company                                       | Company Limited by Shares, Non-Government Company                                                                                                                                                                                                                                                                                  |
| v   | Address of the Registered office & contact details                         | DSK House"1187/60, J. M. Road, Shivajinagar, Pune - 411005.<br>Te.: 020-66047000                                                                                                                                                                                                                                                   |
| vi  | Whether listed company                                                     | Yes                                                                                                                                                                                                                                                                                                                                |
| vii | Name, Address & contact details of the Registrar & Transfer Agent, if any. | Link Intime India Private Limited<br>C-13, Pannalal Silk Mills Compound,<br>L.B.S. Marg, Bhandup (West)<br>Mumbai – 400 078.<br>Ph No. 022 -25963838<br><b>Equity:</b><br>ganapati.haligouda@linkintime.co.in<br>Contact: Mr. Ganapati Haligouda<br><b>Debenture:</b><br>dsk.ncd@linkintime.co.in<br>Contact: Mr. Dhanaji Jondhale |

#### II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

| SL No | Name & Description of main products/services | NIC Code of the Product/service | % to total turnover of the company |
|-------|----------------------------------------------|---------------------------------|------------------------------------|
| 1     | Construction of Buildings                    | 4100                            | 100%                               |

#### III PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

| Sl No | Name & Address of the Company   | CIN/GLN               | Holding/ Subsidiary/ Associate | % Of Shares Held                                                 | Applicable Section |
|-------|---------------------------------|-----------------------|--------------------------------|------------------------------------------------------------------|--------------------|
| 1     | DSK Southern Projects Pvt. Ltd. | U45200PN2008PTC132140 | Subsidiary                     | 100%                                                             | 2(87)              |
| 2     | DSK Infra Pvt. Ltd.             | U45209PN2008PTC132252 | Subsidiary                     | 100%                                                             | 2(87)              |
| 3     | DSK Developers Corporation      | -                     | Subsidiary                     | 100%                                                             | 2(87)              |
| 4     | DSK Woods LLC                   | -                     | Step down Subsidiary           | Nil, since all the shares are held by DSK Developers Corporation | 2(87)              |

#### IV SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

##### i) Categorywise Shareholding

| Category of Shareholders                                 | No. of Shares held at the beginning of the year 01/04/2015 |             |                 |                   | No. of Shares held at the end of the year 31/03/2016 |             |                 |                   | % change during the year |
|----------------------------------------------------------|------------------------------------------------------------|-------------|-----------------|-------------------|------------------------------------------------------|-------------|-----------------|-------------------|--------------------------|
|                                                          | Demat                                                      | Physical    | Total           | % of Total Shares | Demat                                                | Physical    | Total           | % of Total Shares |                          |
| <b>A. Promoters</b>                                      |                                                            |             |                 |                   |                                                      |             |                 |                   |                          |
| (1) Indian                                               |                                                            |             |                 |                   |                                                      |             |                 |                   |                          |
| a) Individual/HUF                                        | 12623003                                                   | 0           | 12623003        | 48.92             | 12895550                                             | 0           | 12895550        | 49.98             | 1.06                     |
| b) Central Govt. or State Govt.                          | 0                                                          | 0           | 0               | 0                 | 0                                                    | 0           | 0               | 0                 | 0.00                     |
| c) Bodies Corporates                                     | 0                                                          | 0           | 0               | 0                 | 0                                                    | 0           | 0               | 0                 | 0.00                     |
| d) Bank/FI                                               | 0                                                          | 0           | 0               | 0                 | 0                                                    | 0           | 0               | 0                 | 0.00                     |
| e) Any other                                             | 0                                                          | 0           | 0               | 0                 | 0                                                    | 0           | 0               | 0                 | 0.00                     |
| <b>SUB TOTAL: (A) (1)</b>                                | <b>12623003</b>                                            | <b>0</b>    | <b>12623003</b> | <b>48.92</b>      | <b>12895550</b>                                      | <b>0</b>    | <b>12895550</b> | <b>49.98</b>      | <b>1.06</b>              |
| (2) Foreign                                              |                                                            |             |                 |                   |                                                      |             |                 |                   |                          |
| a) NRI- Individuals                                      | 0                                                          | 0           | 0               | 0                 | 0                                                    | 0           | 0               | 0                 | 0.00                     |
| b) Other Individuals                                     | 0                                                          | 0           | 0               | 0                 | 0                                                    | 0           | 0               | 0                 | 0.00                     |
| c) Bodies Corp.                                          | 0                                                          | 0           | 0               | 0                 | 0                                                    | 0           | 0               | 0                 | 0.00                     |
| d) Banks/FI                                              | 0                                                          | 0           | 0               | 0                 | 0                                                    | 0           | 0               | 0                 | 0.00                     |
| e) Any other                                             | 0                                                          | 0           | 0               | 0                 | 0                                                    | 0           | 0               | 0                 | 0.00                     |
| <b>SUB TOTAL (A) (2)</b>                                 | <b>0</b>                                                   | <b>0</b>    | <b>0</b>        | <b>0</b>          | <b>0</b>                                             | <b>0</b>    | <b>0</b>        | <b>0</b>          | <b>0.00</b>              |
| <b>Total Shareholding of Promoter (A)= (A)(1)+(A)(2)</b> | <b>12623003</b>                                            | <b>0</b>    | <b>12623003</b> | <b>48.92</b>      | <b>12895550</b>                                      | <b>0</b>    | <b>12895550</b> | <b>49.98</b>      | <b>1.06</b>              |
| <b>B. PUBLIC SHAREHOLDING</b>                            |                                                            |             |                 |                   |                                                      |             |                 |                   |                          |
| <b>(1) Institutions</b>                                  |                                                            |             |                 |                   |                                                      |             |                 |                   |                          |
| a) Mutual Funds                                          | 200000                                                     | 0           | 200000          | 0.78              | 200000                                               | 0           | 200000          | 0.78              | 0.00                     |
| b) Banks/FI                                              | 6407                                                       | 2300        | 8707            | 0.03              | 100                                                  | 2300        | 2400            | 0.01              | -0.02                    |
| c) Central govt                                          | 0                                                          | 0           | 0               | 0                 | 0                                                    | 0           | 0               | 0                 | 0.00                     |
| d) State Govt.                                           | 0                                                          | 0           | 0               | 0                 | 0                                                    | 0           | 0               | 0                 | 0.00                     |
| e) Venture Capital Fund                                  | 0                                                          | 0           | 0               | 0                 | 0                                                    | 0           | 0               | 0                 | 0.00                     |
| f) Insurance Companies                                   | 0                                                          | 0           | 0               | 0                 | 0                                                    | 0           | 0               | 0                 | 0.00                     |
| g) FIIS                                                  | 0                                                          | 0           | 0               | 0                 | 2100                                                 | 0           | 2100            | 0.01              | 0.01                     |
| h) Foreign Venture Capital Funds                         | 0                                                          | 0           | 0               | 0                 | 0                                                    | 0           | 0               | 0                 | 0.00                     |
| i) Others (specify)                                      | 0                                                          | 0           | 0               | 0                 | 0                                                    | 0           | 0               | 0                 | 0.00                     |
| <b>SUB TOTAL (B)(1):</b>                                 | <b>206407</b>                                              | <b>2300</b> | <b>208707</b>   | <b>0.81</b>       | <b>202200</b>                                        | <b>2300</b> | <b>204500</b>   | <b>0.79</b>       | <b>-0.02</b>             |
| <b>(2) Non Institutions</b>                              |                                                            |             |                 |                   |                                                      |             |                 |                   |                          |
| a) Bodies corporates                                     | 864071                                                     | 26823       | 890894          | 3.45              | 985439                                               | 26823       | 1012262         | 3.92              | 0.47                     |
| i) Indian                                                |                                                            |             |                 |                   |                                                      |             |                 |                   |                          |
| ii) Overseas                                             |                                                            |             |                 |                   |                                                      |             |                 |                   |                          |
| b) Individuals                                           |                                                            |             |                 |                   |                                                      |             |                 |                   |                          |



ग्रामा ग्रामा देवता ग्रामा®

| Category of Shareholders                                                         | No. of Shares held at the beginning of the year 01/04/2015 |                |                 |                   | No. of Shares held at the end of the year 31/03/2016 |                |                 |                   | % change during the year |
|----------------------------------------------------------------------------------|------------------------------------------------------------|----------------|-----------------|-------------------|------------------------------------------------------|----------------|-----------------|-------------------|--------------------------|
|                                                                                  | Demat                                                      | Physical       | Total           | % of Total Shares | Demat                                                | Physical       | Total           | % of Total Shares |                          |
| i) Individual shareholders holding nominal share capital upto ₹ 1 lakh           | 2292792                                                    | 277646         | 2570438         | 9.96              | 2169904                                              | 270881         | 2440785         | 9.46              | -0.50                    |
| ii) Individuals shareholders holding nominal share capital in excess of ₹ 1 lakh | 5454328                                                    | 0              | 5454328         | 21.14             | 5169136                                              | 0              | 5169136         | 20.03             | -1.11                    |
| c) Others (specify)                                                              |                                                            |                |                 |                   |                                                      |                |                 |                   |                          |
| i) Individual NRI- Rep.- Non Rep.                                                | 7127                                                       | 3955153        | 3962280         | 15.36             | 22027                                                | 3954329        | 3976356         | 15.41             | 0.05                     |
| ii) Non-Resident (Rep)                                                           | 91347                                                      | 0              | 91347           | 0.35              | 102408                                               | 0              | 102408          | 0.40              | 0.04                     |
| iii) Overseas Corporate Bodies                                                   | 11                                                         | 0              | 11              | 0.00              | 11                                                   | 0              | 11              | 0.00              | 0.00                     |
| <b>SUB TOTAL (B)(2):</b>                                                         | <b>8709676</b>                                             | <b>4259622</b> | <b>12969298</b> | <b>50.27</b>      | <b>8448925</b>                                       | <b>4252033</b> | <b>12700958</b> | <b>49.23</b>      | <b>-1.04</b>             |
| <b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>                              | <b>8916083</b>                                             | <b>4261922</b> | <b>13178005</b> | <b>51.08</b>      | <b>8651125</b>                                       | <b>4254333</b> | <b>12905458</b> | <b>50.02</b>      | <b>-1.06</b>             |
| <b>C. Shares held by Custodian for GDRs &amp; ADRs</b>                           | <b>0</b>                                                   | <b>0</b>       | <b>0</b>        | <b>0</b>          | <b>0</b>                                             | <b>0</b>       | <b>0</b>        | <b>0</b>          | <b>0.00</b>              |
| <b>Grand Total (A+B+C)</b>                                                       | <b>21539086</b>                                            | <b>4261922</b> | <b>25801008</b> | <b>100.00</b>     | <b>21546675</b>                                      | <b>4254333</b> | <b>25801008</b> | <b>100.00</b>     | <b>0.00</b>              |

## (ii) SHARE HOLDING OF PROMOTERS

| Sl No. | Shareholders Name          | Shareholding at the beginning of the year 01/04/2015 |                                  |                                                | Shareholding at the end of the year 31/03/2016 |                                  |                                                | % change in share holding during the year |
|--------|----------------------------|------------------------------------------------------|----------------------------------|------------------------------------------------|------------------------------------------------|----------------------------------|------------------------------------------------|-------------------------------------------|
|        |                            | No of shares                                         | % of total shares of the company | % of shares pledged encumbered to total shares | No of shares                                   | % of total shares of the company | % of shares pledged encumbered to total shares |                                           |
| 1      | DEEPAK SAKHARAM KULKARNI   | 5727622                                              | 22.20                            | 0                                              | 6000469                                        | 23.26                            | 0                                              | 1.06                                      |
| 2      | HEMANTI DEEPAK KULKARNI    | 4905908                                              | 19.01                            | 31.08                                          | 4905908                                        | 19.01                            | 29.76                                          | 0.00                                      |
| 3      | SHIRISH DEEPAK KULKARNI    | 1520000                                              | 5.89                             | 0                                              | 1520000                                        | 5.89                             | 0                                              | 0.00                                      |
| 4      | AMIT DEEPAK KULKARNI       | 464525                                               | 1.80                             | 0                                              | 464525                                         | 1.80                             | 0                                              | 0.00                                      |
| 5      | TANVI SHIRISH KULKARNI     | 4600                                                 | 0.02                             | 0                                              | 4600                                           | 0.02                             | 0                                              | 0.00                                      |
| 6      | MAKARAND SAKHARAM KULKARNI | 348                                                  | 0.00                             | 0                                              | 48                                             | 0.00                             | 0                                              | 0.00                                      |
|        | <b>Total</b>               | <b>12623003</b>                                      | <b>48.92</b>                     | <b>31.08</b>                                   | <b>12895550</b>                                | <b>49.98</b>                     | <b>29.76</b>                                   | <b>1.06</b>                               |

(iii) CHANGE IN PROMOTERS' SHAREHOLDING ( SPECIFY IF THERE IS NO CHANGE)

| Sl. No. |                                 | Share holding at the beginning of the Year 01/04/2015 |                                  | Cumulative Share holding during the year 31/03/2016 |                                  |
|---------|---------------------------------|-------------------------------------------------------|----------------------------------|-----------------------------------------------------|----------------------------------|
|         |                                 | No. of Shares                                         | % of total shares of the company | No of shares                                        | % of total shares of the company |
| 1       | <b>Deepak Sakharam Kulkarni</b> |                                                       |                                  |                                                     |                                  |
|         | At the beginning of the year    | 5727622                                               | 22.20                            |                                                     |                                  |
|         | Market purchase on 28/04/2015   | 3790                                                  | 0.01                             | 5731412                                             | 22.21                            |
|         | Market purchase on 29/04/2015   | 7503                                                  | 0.03                             | 5738915                                             | 22.24                            |
|         | Market purchase on 30/04/2015   | 5907                                                  | 0.02                             | 5744822                                             | 22.27                            |
|         | Market purchase on 04/05/2015   | 3837                                                  | 0.01                             | 5748659                                             | 22.28                            |
|         | Market purchase on 05/05/2015   | 67                                                    | 0.00                             | 5748726                                             | 22.28                            |
|         | Market purchase on 06/05/2015   | 12072                                                 | 0.05                             | 5760798                                             | 22.33                            |
|         | Market purchase on 07/05/2015   | 9311                                                  | 0.04                             | 5770109                                             | 22.36                            |
|         | Market purchase on 08/05/2015   | 4478                                                  | 0.02                             | 5774587                                             | 22.38                            |
|         | Market purchase on 11/05/2015   | 3696                                                  | 0.01                             | 5778283                                             | 22.40                            |
|         | Market purchase on 12/05/2015   | 5921                                                  | 0.02                             | 5784204                                             | 22.42                            |
|         | Market purchase on 13/05/2015   | 5136                                                  | 0.02                             | 5789340                                             | 22.44                            |
|         | Market purchase on 14/05/2015   | 11129                                                 | 0.04                             | 5800469                                             | 22.48                            |
|         | Market purchase on 02/12/2015   | 22355                                                 | 0.09                             | 5822824                                             | 22.57                            |
|         | Market purchase on 16/02/2016   | 10003                                                 | 0.04                             | 5832827                                             | 22.61                            |
|         | Market purchase on 22/02/2016   | 31000                                                 | 0.12                             | 5863827                                             | 22.73                            |
|         | Market purchase on 23/02/2016   | 30500                                                 | 0.12                             | 5894327                                             | 22.85                            |
|         | Market purchase on 24/02/2016   | 1                                                     | 0.00                             | 5894328                                             | 22.85                            |
|         | Market purchase on 25/02/2016   | 30832                                                 | 0.12                             | 5925160                                             | 22.96                            |
|         | Market purchase on 26/02/2016   | 31000                                                 | 0.12                             | 5956160                                             | 23.08                            |
|         | Market purchase on 01/03/2016   | 33200                                                 | 0.13                             | 5989360                                             | 23.21                            |
|         | Market purchase on 02/03/2016   | 11109                                                 | 0.04                             | 6000469                                             | 23.26                            |
|         | <b>At the end of the year</b>   | <b>6000469</b>                                        | <b>23.26</b>                     |                                                     |                                  |

| Sl. No. |                                                        | Share holding at the beginning of the Year 01/04/2015 |                                  | Cumulative Share holding during the year 31/03/2016 |                                  |
|---------|--------------------------------------------------------|-------------------------------------------------------|----------------------------------|-----------------------------------------------------|----------------------------------|
|         |                                                        | No. of Shares                                         | % of total shares of the company | No of shares                                        | % of total shares of the company |
| 2       | <b>Hemanti Deepak Kulkarni</b>                         |                                                       |                                  |                                                     |                                  |
|         | At the beginning of the year                           | 4905908                                               | 19.01                            | 4905908                                             | 19.01                            |
|         | Increase/decrease during the year (There is no change) | 0                                                     | 0.00                             | 0                                                   | 0.00                             |
|         | <b>At the end of the year</b>                          | <b>4905908</b>                                        | <b>19.01</b>                     | <b>4905908</b>                                      | <b>19.01</b>                     |
| 3       | <b>Shirish Deepak Kulkarni</b>                         |                                                       |                                  |                                                     |                                  |
|         | At the beginning of the year                           | 1520000                                               | 5.89                             | 1520000                                             | 5.89                             |
|         | Increase/decrease during the year                      | 0                                                     | 0.00                             | 0                                                   | 0.00                             |
|         | <b>At the end of the year</b>                          | <b>1520000</b>                                        | <b>5.89</b>                      | <b>1520000</b>                                      | <b>5.89</b>                      |
| 4       | <b>Amit Deepak Kulkarni</b>                            |                                                       |                                  |                                                     |                                  |
|         | At the beginning of the year                           | 464525                                                | 1.80                             | 464525                                              | 1.80                             |
|         | Increase/decrease during the year                      | 0                                                     | 0.00                             | 0                                                   | 0.00                             |
|         | <b>At the end of the year</b>                          | <b>464525</b>                                         | <b>1.80</b>                      | <b>464525</b>                                       | <b>1.80</b>                      |
| 5       | <b>Tanvi Shirish Kulkarni</b>                          |                                                       |                                  |                                                     |                                  |
|         | At the beginning of the year                           | 4600                                                  | 0.02                             | 4600                                                | 0.02                             |
|         | Increase/decrease during the year                      | 0                                                     | 0.00                             | 0                                                   | 0.00                             |
|         | <b>At the end of the year</b>                          | <b>4600</b>                                           | <b>0.02</b>                      | <b>4600</b>                                         | <b>0.02</b>                      |
| 6       | <b>Makarand Sakharam Kulkarni</b>                      |                                                       |                                  |                                                     |                                  |
|         | At the beginning of the year                           | 348                                                   | 0.00                             | 348                                                 | 0.00                             |
|         | Market sale on 31/08/2015                              | 300                                                   | 0.00                             | 300                                                 | 0.00                             |
|         | <b>At the end of the year</b>                          | <b>48</b>                                             | <b>0.00</b>                      | <b>48</b>                                           | <b>0.00</b>                      |

## (iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters &amp; Holders of GDRs &amp; ADRs)

| Sl. No | For Each of the Top 10 Shareholders               | Share holding at the beginning of the Year 01/04/2015 |                                  | Cumulative Share holding during the year 31/03/2016 |                                  |
|--------|---------------------------------------------------|-------------------------------------------------------|----------------------------------|-----------------------------------------------------|----------------------------------|
|        |                                                   | No. of shares                                         | % of total shares of the company | No of shares                                        | % of total shares of the company |
| 1      | <b>Ashok Kumar Parmar</b>                         |                                                       |                                  |                                                     |                                  |
|        | At the beginning of the year                      | 3568332                                               | 13.83                            | 3568332                                             | 13.83                            |
|        | Increase/decrease during the year                 | 299668                                                | 1.16                             | 299668                                              | 1.16                             |
|        | <b>At the end of the year</b>                     | <b>3868000</b>                                        | <b>14.99</b>                     | <b>3868000</b>                                      | <b>14.99</b>                     |
| 2      | <b>Chander Trilokchand Bhatia</b>                 |                                                       |                                  |                                                     |                                  |
|        | At the beginning of the year                      | 2000000                                               | 7.75                             | 2000000                                             | 7.75                             |
|        | Increase/decrease during the year                 | 0                                                     | 0.00                             | 0                                                   | 0.00                             |
|        | <b>At the end of the year</b>                     | <b>2000000</b>                                        | <b>7.75</b>                      | <b>2000000</b>                                      | <b>7.75</b>                      |
| 3      | <b>Asha Chander Bhatia</b>                        |                                                       |                                  |                                                     |                                  |
|        | At the beginning of the year                      | 1950000                                               | 7.56                             | 1950000                                             | 7.56                             |
|        | Increase/decrease during the year                 | 0                                                     | 0.00                             | 0                                                   | 0.00                             |
|        | <b>At the end of the year</b>                     | <b>1950000</b>                                        | <b>7.56</b>                      | <b>1950000</b>                                      | <b>7.56</b>                      |
| 4      | <b>Kare Electronics And Development Pvt. Ltd.</b> |                                                       |                                  |                                                     |                                  |
|        | At the beginning of the year                      | 285503                                                | 1.11                             | 285503                                              | 1.11                             |
|        | Increase/decrease during the year                 | 0                                                     | 0.00                             | 0                                                   | 0.00                             |
|        | <b>At the end of the year</b>                     | <b>285503</b>                                         | <b>1.11</b>                      | <b>285503</b>                                       | <b>1.11</b>                      |
| 5      | <b>K R Pradeep</b>                                |                                                       |                                  |                                                     |                                  |
|        | At the beginning of the year                      | 284365                                                | 1.10                             | 284365                                              | 1.10                             |
|        | Increase/decrease during the year                 | -72408                                                | -0.28                            | -72408                                              | -0.28                            |
|        | <b>At the end of the year</b>                     | <b>211957</b>                                         | <b>0.82</b>                      | <b>211957</b>                                       | <b>0.82</b>                      |
| 6      | <b>UTI Infrastructure Fund</b>                    |                                                       |                                  |                                                     |                                  |
|        | At the beginning of the year                      | 200000                                                | 0.78                             | 200000                                              | 0.78                             |
|        | Increase/decrease during the year                 | 0                                                     | 0.00                             | 0                                                   | 0.00                             |
|        | <b>At the end of the year</b>                     | <b>200000</b>                                         | <b>0.78</b>                      | <b>200000</b>                                       | <b>0.78</b>                      |
| 7      | <b>Spectra Commercial Pvt. Ltd.</b>               |                                                       |                                  |                                                     |                                  |
|        | At the beginning of the year                      | 184301                                                | 0.71                             | 184301                                              | 0.71                             |
|        | Increase/decrease during the year                 | -55293                                                | -0.21                            | -55293                                              | -0.21                            |
|        | <b>At the end of the year</b>                     | <b>129008</b>                                         | <b>0.50</b>                      | <b>129008</b>                                       | <b>0.50</b>                      |
| 8      | <b>Supriya Suhas Bhosale</b>                      |                                                       |                                  |                                                     |                                  |
|        | At the beginning of the year                      | 216692                                                | 0.84                             | 216692                                              | 0.84                             |
|        | Increase/decrease during the year                 | -114122                                               | -0.44                            | -114122                                             | -0.44                            |
|        | <b>At the end of the year</b>                     | <b>102570</b>                                         | <b>0.40</b>                      | <b>102570</b>                                       | <b>0.40</b>                      |
| 9      | <b>Integrated Master Securities Pvt. Ltd.</b>     |                                                       |                                  |                                                     |                                  |
|        | At the beginning of the year                      | 0                                                     | 0.00                             | 0                                                   | 0.00                             |
|        | Increase/decrease during the year                 | 100000                                                | 0.39                             | 100000                                              | 0.39                             |
|        | <b>At the end of the year</b>                     | <b>100000</b>                                         | <b>0.39</b>                      | <b>100000</b>                                       | <b>0.39</b>                      |
| 10     | <b>Anuradha Pradeep</b>                           |                                                       |                                  |                                                     |                                  |
|        | At the beginning of the year                      | 112400                                                | 0.44                             | 112400                                              | 0.44                             |
|        | Increase/decrease during the year                 | -20000                                                | -0.08                            | -20000                                              | -0.08                            |
|        | <b>At the end of the year</b>                     | <b>92400</b>                                          | <b>0.36</b>                      | <b>92400</b>                                        | <b>0.36</b>                      |

(v) Shareholding of Directors & KMP

| Sl. No |                                    | Share holding at the beginning of the Year<br>01/04/2015 |                                  | Cumulative Share holding during the year<br>31/03/2016 |                                  |
|--------|------------------------------------|----------------------------------------------------------|----------------------------------|--------------------------------------------------------|----------------------------------|
|        | For Each of the Directors & KMP    | No. of shares                                            | % of total shares of the company | No of shares                                           | % of total shares of the company |
| 1      | <b>Deepak Sakharam Kulkarni</b>    |                                                          |                                  |                                                        |                                  |
|        | At the beginning of the year       | 5727622                                                  | 22.20                            | 5727622                                                | 22.20                            |
|        | Increase/decrease during the year* | 272847                                                   | 1.06                             | 272847                                                 | 1.06                             |
|        | <b>At the end of the year</b>      | <b>6000469</b>                                           | <b>23.26</b>                     | <b>6000469</b>                                         | <b>23.26</b>                     |
| 2      | <b>Shirish Deepak Kulkarni</b>     |                                                          |                                  |                                                        |                                  |
|        | At the beginning of the year       | 1520000                                                  | 5.89                             | 1520000                                                | 5.89                             |
|        | Increase/decrease during the year  | 0                                                        | 0.00                             | 0                                                      | 0.00                             |
|        | <b>At the end of the year</b>      | <b>1520000</b>                                           | <b>5.89</b>                      | <b>1520000</b>                                         | <b>5.89</b>                      |
| 3      | <b>M. K. P. Setty</b>              |                                                          |                                  |                                                        |                                  |
|        | At the beginning of the year       | 450                                                      | 0.00                             | 450                                                    | 0.00                             |
|        | Increase/decrease during the year  | 0                                                        | 0.00                             | 0                                                      | 0.00                             |
|        | <b>At the end of the year</b>      | <b>450</b>                                               | <b>0.00</b>                      | <b>450</b>                                             | <b>0.00</b>                      |

**Note:**

- \* For date wise Increase/decrease during the year, refer point no. iii
- Shareholding of Company Secretary and Chief Financial Officer is Nil

## V INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

₹ in Lac

|                                                                               | Secured Loans<br>excluding deposits | Unsecured<br>Loans | Deposits         | Total<br>Indebtedness |
|-------------------------------------------------------------------------------|-------------------------------------|--------------------|------------------|-----------------------|
| <b>Indebtness at the beginning of<br/>the financial year 01-04-2015</b>       |                                     |                    |                  |                       |
| i) Principal Amount                                                           | 42,245.03                           | 2,277.40           | 8,599.21         | 53,121.64             |
| ii) Interest due but not paid                                                 | -                                   | -                  | -                | -                     |
| iii) Interest accrued but not due                                             | 353.46                              | -                  | 1,492.15         | 1,845.61              |
| <b>Total (i+ii+iii)</b>                                                       | <b>42,598.49</b>                    | <b>2,277.40</b>    | <b>10,091.36</b> | <b>54,967.25</b>      |
| <b>Change in Indebtedness<br/>during the financial year</b>                   |                                     |                    |                  |                       |
| Additions                                                                     | 1,31,550.11                         | 10,572.44          | 19,668.76        | 1,61,791.31           |
| Reduction                                                                     | 1,07,059.55                         | 8,758.39           | 25,272.40        | 1,41,090.34           |
| Net Change                                                                    |                                     |                    |                  |                       |
| <b>Indebtedness at the end<br/>of the financial year as on<br/>31-03-2016</b> |                                     |                    |                  |                       |
| i) Principal Amount                                                           | 66,313.60                           | 4,091.45           | 3,386.47         | 73,791.52             |
| ii) Interest due but not paid                                                 | -                                   | -                  | -                | -                     |
| iii) Interest accrued but not due                                             | 775.45                              | -                  | 1,101.25         | 1,876.70              |
| <b>Total (i+ii+iii)</b>                                                       | <b>67,089.05</b>                    | <b>4,091.45</b>    | <b>4,487.72</b>  | <b>75,668.22</b>      |

## VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

## A. Remuneration to Managing Director, Whole time director and/or Manager:

₹ in Lac

| Sr.<br>No | Particulars of Remuneration                                                      | Name of the MD/WTD/Manager |                      | Total<br>Amount |
|-----------|----------------------------------------------------------------------------------|----------------------------|----------------------|-----------------|
| 1         | Gross salary                                                                     | Mr. Deepak S Kulkarni      | Mr. Shirish Kulkarni |                 |
|           | (a) Salary as per provisions contained in Section 17(1) of the Income Tax, 1961. | 298.98                     | 61.71                | 360.69          |
|           | (b) Value of perquisites u/s 17(2) of the Income tax Act, 1961                   | 0.40                       | 0.40                 | 0.80            |
|           | (c) Profits in lieu of salary under Section 17(3) of the Income Tax Act, 1961    | -                          | -                    | -               |
| 2         | Stock option                                                                     | -                          | -                    | -               |
| 3         | Sweat Equity                                                                     | -                          | -                    | -               |
| 4         | Commission                                                                       | -                          | -                    | -               |
|           | as % of profit                                                                   |                            |                      |                 |
|           | others (specify)                                                                 |                            |                      |                 |
| 5         | Others, please specify                                                           | -                          | -                    | -               |
|           | <b>Total (A)</b>                                                                 | <b>299.38</b>              | <b>62.11</b>         | <b>361.48</b>   |
|           | <b>Ceiling as per the Act</b>                                                    |                            |                      | <b>373.75</b>   |

**B. Remuneration to other directors:**

₹ in Lac

| Sl. No | Particulars of Remuneration                    | Name of the Directors |                    |                   |                      |                         | Total Amount  |
|--------|------------------------------------------------|-----------------------|--------------------|-------------------|----------------------|-------------------------|---------------|
|        |                                                | Mr. V. C. Joshi       | Mr. M. K. P. Setty | Mr. K. K. Taparia | Mr. R. D. Kharosekar | Ms. Madhura Chatrapathy |               |
| 1      | Independent Directors                          |                       |                    |                   |                      |                         |               |
|        | (a) Fee for attending board committee meetings | 4.20                  | 3.20               | 1.40              | 1.20                 | 0.80                    | 10.80         |
|        | (b) Commission                                 | -                     | -                  | -                 | -                    | -                       | -             |
|        | (c ) Others, please specify                    | -                     | -                  | -                 | -                    | -                       | -             |
|        | <b>Total (1)</b>                               | <b>4.20</b>           | <b>3.20</b>        | <b>1.40</b>       | <b>1.20</b>          | <b>0.80</b>             | <b>10.80</b>  |
| 2      | Other Non Executive Directors                  |                       |                    |                   |                      |                         |               |
|        | (a) Fee for attending board committee meetings | -                     | -                  | -                 | -                    | -                       | -             |
|        | (b) Commission                                 | -                     | -                  | -                 | -                    | -                       | -             |
|        | (c ) Others, please specify.                   | -                     | -                  | -                 | -                    | -                       | -             |
|        | <b>Total (2)</b>                               | <b>-</b>              | <b>-</b>           | <b>-</b>          | <b>-</b>             | <b>-</b>                | <b>-</b>      |
|        | <b>Total (B)=(1+2)</b>                         | <b>4.20</b>           | <b>3.20</b>        | <b>1.40</b>       | <b>1.20</b>          | <b>0.80</b>             | <b>10.80</b>  |
|        | <b>Total Managerial Remuneration</b>           |                       |                    |                   |                      |                         | <b>361.48</b> |
|        | <b>Overall Ceiling as per the Act</b>          |                       |                    |                   |                      |                         | <b>373.75</b> |

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**

₹ in Lac

| Sl. No. | Particulars of Remuneration                                                          | Key Managerial Personnel |                   |              |              |
|---------|--------------------------------------------------------------------------------------|--------------------------|-------------------|--------------|--------------|
|         |                                                                                      | CEO                      | Company Secretary | CFO          | Total        |
| 1       | <b>Gross Salary</b>                                                                  |                          |                   |              |              |
|         | (a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961. | N.A.                     | 13.70             | 22.34        | 36.04        |
|         | (b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961                       | N.A.                     | -                 | -            | -            |
|         | (c) Profits in lieu of salary under Section 17(3) of the Income Tax Act, 1961        |                          | -                 | -            | -            |
| 2       | Stock Option                                                                         |                          | -                 | -            | -            |
| 3       | Sweat Equity                                                                         |                          | -                 | -            | -            |
| 4       | Commission                                                                           |                          | -                 | -            | -            |
|         | as % of profit                                                                       |                          |                   |              |              |
|         | others, specify                                                                      |                          |                   |              |              |
| 5       | Others, please specify                                                               |                          | -                 | -            | -            |
|         | <b>Total</b>                                                                         |                          | <b>13.70</b>      | <b>22.34</b> | <b>36.04</b> |

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

There were no penalties, punishment or compounding of offences during the year ended March 31, 2016.

## Annexure 3 Particulars of employees

Information as per Rule 5 of Chapter XIII, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the Financial Year 2015-16, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2015-16 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

| Sr. No. | Name of Director/ KMP                                        | Remuneration for FY 2015-16 (₹ in Lacs) | % increase in remuneration of each Director / KMP in FY 2015-16 | Ratio of remuneration of each Director/ to median remuneration of employees | Comparison of the remuneration of KMP against the performance of the Company |
|---------|--------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------|-----------------------------------------------------------------------------|------------------------------------------------------------------------------|
| 1       | Mr. D. S. Kulkarni<br>Chairman & Managing Director           | 299.37                                  | (4.13)                                                          | 112.65                                                                      | Turnover increased by 123.46% and PBT decreased by 15.83% in FY 2015-16      |
| 2       | Mr. Shirish Kulkarni<br>Executive Director                   | 62.11                                   | 117.17                                                          | 23.37                                                                       |                                                                              |
| 3       | Mr. V. C. Joshi<br>Independent Director                      | 4.20                                    | NA                                                              | NA                                                                          | NA                                                                           |
| 4       | Dr. M. K. P. Setty<br>Independent Director                   | 3.20                                    | NA                                                              | NA                                                                          | NA                                                                           |
| 5       | Mr. K. K. Taparia<br>Independent Director                    | 1.40                                    | NA                                                              | NA                                                                          | NA                                                                           |
| 6       | Mr. R. D. Kharosekar<br>Independent Director                 | 1.20                                    | NA                                                              | NA                                                                          | NA                                                                           |
| 7       | Dr. Madhura Chatrapathy<br>Independent Director              | 0.80                                    | NA                                                              | NA                                                                          | NA                                                                           |
| 8       | Mr. Nitin Deshpande<br>Chief Financial Officer               | 22.34                                   | (2.74)                                                          | NA                                                                          | Turnover increased by 123.46% and PBT decreased by 15.83% in FY 2015-16      |
| 9       | Mr. Amol Purandare<br>Company Secretary & Compliance Officer | 13.70                                   | 11.20                                                           | NA                                                                          |                                                                              |

### Notes:

- Amount paid to Independent Directors is by way of sitting fees only and hence not considered as remuneration.
- Turnover for FY 2015-16 is ₹ 19555.02 Lacs and profit before tax is ₹ 2677.68 Lacs.

- 1) The percentage increase in the median remuneration of employees in the financial year 2015-16 is 13.97 %.
- 2) The number of permanent employees on the rolls of company as on 31<sup>st</sup> March, 2016 are 464.
- 3) The Turnover for the FY 2015-16 increased by 123.46 % and profit before tax decreased by 15.83% whereas the average increase in remuneration was by 7.20%.
- 4) Comparison of the remuneration of the Key Managerial Personnel (KMP) against the performance of the company: The average total remuneration of KMP increased by 5.68% from ₹ 376.15 Lacs in FY 2014-15 to ₹ 397.52 Lacs in FY 2015-16 whereas the turnover for the FY 2015-16 increased by 123.46 % and profit before tax decreased by 15.83 % for FY 2015-16.
- 5) There is a decrease in the market capitalization of the company by 0.05 % as compared to last year. The market capitalization as on 31<sup>st</sup> March, 2016 was ₹ 187 Crores (₹ 196 Crores as on 31<sup>st</sup> March, 2015).

The Company had come up with a Composite Issue (Public issue & Rights Issue) in May, 2006. The Public Issue price was ₹ 275/- per share and the Rights Issue price was ₹ 110/- per share. The share price as on 31<sup>st</sup> March, 2016 was ₹ 72.45/- per share. There is a decrease of 73.65 % in share price as compared to the Public Issue price and 34.14% as compared to the Rights Issue price as on 31.03.2016.

- 6) Price earnings ratio of the Company was 13.32 as at 31<sup>st</sup> March, 2016 and was 10.60 as at 31<sup>st</sup> March, 2015 (price per share/ EPS)
- 7) Average percentage increase made in the salaries of employees other than the managerial personnel in the last financial year was 6.78 % whereas the increase in the managerial remuneration for the same financial year was 122.04 %.
- 8) The key parameters for any variable component of remuneration availed by the directors are considered by the Board of Directors based on the recommendations of the Nomination & Remuneration Committee as per the Nomination & Remuneration Policy for Directors and Human Resources and approved by the members in General Meeting. As per the terms and conditions approved by the members in the General Meeting the Managing Director and Executive Director of the Company are eligible for a commission (variable pay) of 0.05% of the Net Profits of the Company.
- 9) There are no employees receiving salary greater than the highest paid Director of the Company.
- 10) It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees of the Company.
- 11) The following are the particulars of employees that are required to be given pursuant to Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

| Name                 | Age | Educational qualification | Designation                  | Date of joining | Previous employment           | Gross remuneration ₹ In lacs | Net remuneration ₹ In lacs | Percentage Shareholding |
|----------------------|-----|---------------------------|------------------------------|-----------------|-------------------------------|------------------------------|----------------------------|-------------------------|
| D. S. Kulkarni       | 65  | B.Com.                    | Chairman & Managing Director | 20/09/1991      | None                          | 299.38                       | 204.83                     | 22.20%                  |
| Shirish Kulkarni     | 31  | PGDBM                     | Executive Director           | 27/07/2011      | None                          | 62.11                        | 46.67                      | 5.89%                   |
| Sharma Santosh Kumar | 61  | ME.                       | Director - Dream City        | 02/01/2012      | Sai Rang Developers Pvt. Ltd. | 67.60                        | 47.72                      | NIL                     |

## Annexure 4

Form No. MR-3

### SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2016

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,  
The Members,  
D. S. Kulkarni Developers Limited,  
1187 /60 J. M. Road, Shivajinagar,  
Pune

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by D. S. Kulkarni Developers Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2016 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by D. S. Kulkarni Developers Limited for the financial year ended on 31<sup>st</sup> March, 2016 according to the provisions of:

- (i) The Companies Act, 2013 and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.:-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 AND The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (There are no events occurred during the period which attracts provisions of these guidelines hence not applicable.);

- d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (There are no events occurred during the period which attracts provisions of these guidelines hence not applicable.);
  - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (There are no events occurred during the period which attracts provisions of these guidelines hence not applicable.);
  - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (There are no events occurred during the period which attracts provisions of these guidelines hence not applicable.); and
  - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (There are no events occurred during the period which attracts provisions of these guidelines hence not applicable.); and
- (vi) We further report that, having regards to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, the Company has generally complied with the following laws applicable specifically to the Company:-
- (a) Power of Attorneys Act, 1882;
  - (b) The Maharashtra Ownership Flats (Regulation of the Promotion of Construction, Sale, Management and Transfer) Act, 1963;
  - (c) Registration Act, 1908;
  - (d) The Maharashtra Apartment Ownership Act, 1970;
  - (e) Maharashtra Regional and Town Planning Act, 1966;
  - (f) Maharashtra Land Revenue Code, 1966.

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India
- (ii) The Listing Agreements ( for part of the year ) entered into by the Company with Bombay Stock Exchange Limited ("BSE") and the National Stock Exchange of India Limited ("NSE") for the Company's Equity Shares as well as Non-Convertible Debentures AND The Securities And Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 ( for part of the year).

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:

1. Company has not mentioned Corporate Identification Number (CIN), Fax number, email and website address in some of the notices of Board meetings and Quarterly financial results published by the Company in Newspapers
2. The Company has not regularly circulated draft minutes of the Board and the committee meetings within 15 days from the respective date of meetings. The proof of delivery of Notices, Agenda & Notes to Agenda to all the directors / committee members be maintained.

3. The Company at its Board meeting dated 20.07.2015 had passed a resolution for extension of time to give loan to its wholly owned subsidiary in United States of America under section 186. Company has yet to file form MGT 14. However company is of the view that since it is not a decision to make fresh loan, Form MGT-14 is not required to be filed with the Ministry of Corporate Affairs.
4. In one case in March 2016, share certificate ( after processing transfer of shares ) was issued with a delay of 10 days . The newly appointed RTA namely Link Intime India Private Limited have not received the complete records from the earlier RTA of the company viz. Sharepro Services India Private Limited

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors that took place during the period under review.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. However the company needs to strengthen the board processes.

All the decision in the board meetings and the committee meetings were carried through by majority and it was informed to us that since there were no dissenting views of the members and hence not captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, there were no specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

#### **For KANJ & ASSOCIATES**

Company Secretaries

**Mahesh A. Athavale**

PARTNER

FCS No.: 2412

C P No.:1488

Date: 24<sup>th</sup> May 2016

Place: Pune

This report is to be read with our letter of even date which is annexed as **Annexure A** and Forms an integral part of this report.

## Annexure A

To,  
The Members  
D. S. Kulkarni Developers Limited

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

### For KANJ & ASSOCIATES

Company Secretaries

**Mahesh A. Athavale**

PARTNER

FCS No.: 2412

C P No.:1488

Date: 24<sup>th</sup> May 2016

Place: Pune

## Annexure 5

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

**Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto**

1. Details of contracts or arrangements or transactions not at arm's length basis: **NIL**
  - (a) Name(s) of the related party and nature of relationship
  - (b) Nature of contracts/arrangements/transactions
  - (c) Duration of the contracts / arrangements / transactions
  - (d) Salient terms of the contracts or arrangements or transactions including the value, if any
  - (e) Justification for entering into such contracts or arrangements or transactions
  - (f) Date(s) of approval by the Board
  - (g) Amount paid as advances, if any;
  - (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

2. Details of material contracts or arrangement or transactions at arm's length basis:

| Particular                                                                                  | DSK Motors Pvt. Ltd.*                                                                  | DSK Motors Pvt. Ltd.                                                                                                                                           | D. S. Kulkarni & Company                                                                                                                                           | D. S. Kulkarni & Company                                                                                                                                           |
|---------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (a) Name(s) of the related party and nature of relationship                                 | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are common directors.                      | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are common directors.                                                                                              | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are the relatives of Mrs. H. D. Kulkarni who along with Mr. Shirish Kulkarni is a partner in D. S. Kulkarni & Company. | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are the relatives of Mrs. H. D. Kulkarni who along with Mr. Shirish Kulkarni is a partner in D. S. Kulkarni & Company. |
| (b) Nature of contracts/ arrangements/ transactions                                         | For purchasing five Toyota make motor vehicles for business use.                       | For availing spares and servicing facility for all the motor vehicles of Toyota make.                                                                          | Contract for sale of flats being constructed by D. S. Kulkarni & Co. in the project DSK Sadaphuli to prospective customers on commission basis.                    | Contract for sale of flats being constructed by D. S. Kulkarni & Co. in the project DSK Chaitranban to prospective customers on commission basis.                  |
| (c) Duration of the contracts / arrangements / transactions                                 | For FY 2015-16                                                                         | For FY 2015-16                                                                                                                                                 | Four equal half yearly installments starting from 01/04/2015                                                                                                       | Four equal half yearly installments starting from 01/04/2015                                                                                                       |
| (d) Salient terms of the contracts/ arrangements / transactions including the value, if any | Purchasing cars at prices at prevailing market rates at the value not exceeding ₹1 cr. | Availing spares and servicing facility for all the motor vehicles of Toyota make at the card rates offered by DSK Toyota at the value not exceeding ₹ 50 lacs. | Sale of flats on commission calculated at the rate of 3% of the total costing of the project, total commission not exceeding ₹ 46,29,240/-                         | Sale of flats on commission calculated at the rate of 3% of the total costing of the project, total commission not exceeding ₹1,68,63,860/-                        |
| (e) Date(s) of approval by the Board                                                        | 29/05/2015                                                                             | 29/05/2015                                                                                                                                                     | 29/05/2015                                                                                                                                                         | 29/05/2015                                                                                                                                                         |
| (f) Amount paid as advances, if any                                                         | Nil                                                                                    | Nil                                                                                                                                                            | Nil                                                                                                                                                                | Nil                                                                                                                                                                |

\* No transaction was undertaken during the year.

| Particular                                                                                   | D. S. Kulkarni & Company                                                                                                                                           | D. S. Kulkarni & Associates                                                                                                                            | D. S. Kulkarni & Associates                                                                                                                             | DSK Global Education and Research Ltd.                                                                                                                      |
|----------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (a) Name(s) of the related party and nature of relationship                                  | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are the relatives of Mrs. H. D. Kulkarni who along with Mr. Shirish Kulkarni is a partner in D. S. Kulkarni & Company. | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni, partner in D. S. Kulkarni & Associates                               | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni, partner in D. S. Kulkarni & Associates                                | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni, Managing Director in DSK Global Education and Research Ltd.               |
| (b) Nature of contracts/ arrangements/ transactions                                          | Contract for sale of flats being constructed by D. S. Kulkarni & Co. in the project DSK Nabha Nagar to prospective customers on commission basis.                  | Contract for sale of flats being constructed by D. S. Kulkarni & Associates in the project DSK Pushpaban to prospective customers on commission basis. | Contract for sale of flats being constructed by D. S. Kulkarni & Associates in the project DSK Vidyanagar to prospective customers on commission basis. | Contract for sale of flats being owned by DSK Global Education and Research Ltd. in the project DSK Anandghan to prospective customers on commission basis. |
| (c) Duration of the contracts / arrangements / transactions                                  | Four equal half yearly installments starting from 01/04/2015                                                                                                       | Four equal half yearly installments starting from 01/04/2015                                                                                           | Four equal half yearly installments starting from 01/04/2015                                                                                            | Four equal half yearly installments starting from 01/04/2015                                                                                                |
| (d) Salient terms of the contracts / arrangements / transactions including the value, if any | Sale of flats on commission calculated at the rate of 3% of the total costing of the project, total commission not exceeding ₹ 4,89,46,190/-                       | Sale of flats on commission calculated at the rate of 3% of the total costing of the project, total commission not exceeding ₹ 1,68,90,380/-           | Sale of flats on commission calculated at the rate of 3% of the total costing of the project, total commission not exceeding ₹ 66,95,200/-              | Sale of flats on commission calculated at the rate of 3% of the total costing of the project, total commission not exceeding ₹ 1,74,86,670/-                |
| (e) Date(s) of approval by the Board                                                         | 29/05/2015                                                                                                                                                         | 29/05/2015                                                                                                                                             | 29/05/2015                                                                                                                                              | 29/05/2015                                                                                                                                                  |
| (f) Amount paid as advances, if any                                                          | Nil                                                                                                                                                                | Nil                                                                                                                                                    | Nil                                                                                                                                                     | Nil                                                                                                                                                         |

| Particular                                                                                 | DSK Worldman Projects Limited                                                                                                                         | Telesmell                                                                                                                                                                    | Talisman Hospitality Services Pvt. Ltd.                                                                                                                                            | DSK Motors Pvt. Ltd.                                                                                                                                                                                                                                                                                      |
|--------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (a) Name(s) of the related party and nature of relationship                                | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni, Director in DSK Worldman Projects Ltd.                              | Mrs. Bhagyeshree Kulkarni being proprietor of Telesmell is the daughter-in-law of Mr. D. S. Kulkarni, Chairman & Managing Director of the company.                           | Mr. Shirish Kulkarni is a common Director and also a relative of Mr. D. S. Kulkarni                                                                                                | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are common directors.                                                                                                                                                                                                                                         |
| (b) Nature of contracts/ arrangements/ transactions                                        | Contract for sale of flats being constructed by DSK Worldman Projects Ltd. in the project DSK Sadaphuli to prospective customers on commission basis. | For availing phone cleaning services for all the telephones.                                                                                                                 | Availing restaurant/ hotel/ hospitality/ conference room services.                                                                                                                 | For rendering the services of deputation of employees and reimbursement of various expenses to M/s. DSK Motors Pvt. Ltd.                                                                                                                                                                                  |
| (c) Duration of the contracts/ arrangements / transactions                                 | Four equal half yearly installments starting from 01/04/2015                                                                                          | For FY 2015-16                                                                                                                                                               | For FY 2015-16                                                                                                                                                                     | For FY 2015-16                                                                                                                                                                                                                                                                                            |
| (d) Salient terms of the contracts/ arrangements/ transactions including the value, if any | Sale of flats on commission calculated at the rate of 3% of the total costing of the project, total commission not exceeding ₹ 47,83,485/-            | Cleaning of all the telephones of the company at the value not exceeding ₹ 25,000/- at the normal terms of servicing offered by the said Telesmell to independent customers. | Availing restaurant/ hotel/ hospitality/ conference room services at the normal terms as offered to the independent customers upto an aggregate amount not exceeding ₹ 10,00,000/- | For rendering the services of deputation of employees at the normal terms and on the same salary receivable by such employee(s) from the Company for that particular period of deputation on an arm's length basis and reimbursement of various expenses upto an aggregate value not exceeding ₹ 75 Lacs. |
| (e) Date(s) of approval by the Board                                                       | 29/05/2015                                                                                                                                            | 29/05/2015                                                                                                                                                                   | 29/05/2015                                                                                                                                                                         | 29/05/2015                                                                                                                                                                                                                                                                                                |
| (f) Amount paid as advances, if any                                                        | Nil                                                                                                                                                   | Nil                                                                                                                                                                          | Nil                                                                                                                                                                                | Nil                                                                                                                                                                                                                                                                                                       |

| Particular                                                                                  | D. S. Kulkarni & Company                                                                                                                                                                                                                                            | D. S. Kulkarni & Associates                                                                                                                                                                                                                                         | DSK Worldman Projects Limited                                                                                                                                                                                                                                       | D. S. Kulkarni & Associates                                                                                                                                                                        |
|---------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (a) Name(s) of the related party and nature of relationship                                 | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are the relatives of Mrs. H. D. Kulkarni who along with Mr. Shirish Kulkarni is a partner in D. S. Kulkarni & Company.                                                                                                  | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni, partner in D. S. Kulkarni & Associates.                                                                                                                                           | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni, Director in DSK Worldman Projects Ltd.                                                                                                                                            | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni, partner in D. S. Kulkarni & Associates.                                                                          |
| (b) Nature of contracts/ arrangements/ transactions                                         | For rendering the services of deputation of employees to M/s. D. S. Kulkarni & Company.                                                                                                                                                                             | For rendering the services of deputation of employees to M/s. D. S. Kulkarni & Associates.                                                                                                                                                                          | For rendering the services of deputation of employees to DSK Worldman Projects Ltd..                                                                                                                                                                                | Sale of construction material                                                                                                                                                                      |
| (c) Duration of the contracts / arrangements / transactions                                 | For FY 2015-16                                                                                                                                                                                                                                                      | For FY 2015-16                                                                                                                                                                                                                                                      | For FY 2015-16                                                                                                                                                                                                                                                      | For FY 2015-16                                                                                                                                                                                     |
| (d) Salient terms of the contracts/ arrangements / transactions including the value, if any | For rendering the services of deputation of employees at the normal terms and on the same salary receivable by such employee(s) from the Company for that particular period of deputation on an arm's length basis upto an aggregate value not exceeding ₹ 75 Lacs. | For rendering the services of deputation of employees at the normal terms and on the same salary receivable by such employee(s) from the Company for that particular period of deputation on an arm's length basis upto an aggregate value not exceeding ₹ 75 Lacs. | For rendering the services of deputation of employees at the normal terms and on the same salary receivable by such employee(s) from the Company for that particular period of deputation on an arm's length basis upto an aggregate value not exceeding ₹ 75 Lacs. | Sale of construction material at prevailing market prices to M/s. D S Kulkarni & Associates up to an aggregate value not exceeding ₹ 25,00,000/- at the normal terms and on an arm's length basis. |
| (e) Date(s) of approval by the Board                                                        | 29/05/2015                                                                                                                                                                                                                                                          | 29/05/2015                                                                                                                                                                                                                                                          | 29/05/2015                                                                                                                                                                                                                                                          | 29/05/2015                                                                                                                                                                                         |
| (f) Amount paid as advances, if any                                                         | Nil                                                                                                                                                                                                                                                                 | Nil                                                                                                                                                                                                                                                                 | Nil                                                                                                                                                                                                                                                                 | Nil                                                                                                                                                                                                |

| Particular                                                                                  | D. S. Kulkarni & Company                                                                                                                                                                        | DSK Motors Pvt. Ltd.                                                                                                                                                                          | DSK Worldman Projects Limited                                                                                                                                                                  | DSK Global Education and Research Ltd.                                                                                                                                                                                                  |
|---------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (a) Name(s) of the related party and nature of relationship                                 | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are the relatives of Mrs. H. D. Kulkarni who along with Mr. Shirish Kulkarni is a partner in D. S. Kulkarni & Company.                              | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are common directors.                                                                                                                             | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni, Director in DSK Worldman Projects Ltd.                                                                       | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni, Managing Director in DSK Global Education and Research Ltd.                                                                                           |
| (b) Nature of contracts/ arrangements/ transactions                                         | Sale of construction material                                                                                                                                                                   | Sale of construction material                                                                                                                                                                 | Sale of construction material                                                                                                                                                                  | Availing cafeteria facility for the employees of the Company working at DSK Dream City Project                                                                                                                                          |
| (c) Duration of the contracts / arrangements / transactions                                 | For FY 2015-16                                                                                                                                                                                  | For FY 2015-16                                                                                                                                                                                | For FY 2015-16                                                                                                                                                                                 | For FY 2015-16                                                                                                                                                                                                                          |
| (d) Salient terms of the contracts/ arrangements / transactions including the value, if any | Sale of construction material at prevailing market prices to M/s. D S Kulkarni & Company up to an aggregate value not exceeding ₹ 25,00,000/- at the normal terms and on an arm's length basis. | Sale of construction material at prevailing market prices to M/s. DSK Motors Pvt. Ltd. up to an aggregate value not exceeding ₹ 25,00,000/- at the normal terms and on an arm's length basis. | Sale of construction material at prevailing market prices to DSK Worldman Projects Ltd. up to an aggregate value not exceeding ₹ 25,00,000/- at the normal terms and on an arm's length basis. | Availing cafeteria facility for an amount of ₹ 100/- per day, per head at the normal terms offered by the said DSK Global and on an arm's length basis at prevailing market prices, for an aggregate amount not exceeding ₹ 40,00,000/- |
| (e) Date(s) of approval by the Board                                                        | 29/05/2015                                                                                                                                                                                      | 29/05/2015                                                                                                                                                                                    | 29/05/2015                                                                                                                                                                                     | 29/05/2015                                                                                                                                                                                                                              |
| (f) Amount paid as ₹ advances, if any                                                       | Nil                                                                                                                                                                                             | Nil                                                                                                                                                                                           | Nil                                                                                                                                                                                            | Nil                                                                                                                                                                                                                                     |

| Particular                                                                                  | DSK Global Education and Research Ltd.                                                                                                                                                       | D. S. Kulkarni & Associates                                                                                                                                                                              | D. S. Kulkarni & Company                                                                                                                                                                              | DSK Motors Pvt. Ltd.                                                                                                                                                                                  |
|---------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (a) Name(s) of the related party and nature of relationship                                 | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni, Managing Director in DSK Global Education and Research Ltd.                                                | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni, partner in D. S. Kulkarni & Associates.                                                                                | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are the relatives of Mrs. H. D. Kulkarni who along with Mr. Shirish Kulkarni is a partner in D. S. Kulkarni & Company.                                    | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are common directors.                                                                                                                                     |
| (b) Nature of contracts/ arrangements/ transactions                                         | Availing cafeteria facility for the guests of the Company visiting the DSK Dream City Project                                                                                                | Purchase of construction material                                                                                                                                                                        | Purchase of construction material                                                                                                                                                                     | Purchase of construction material                                                                                                                                                                     |
| (c) Duration of the contracts/ arrangements/ transactions                                   | For FY 2015-16                                                                                                                                                                               | For FY 2015-16                                                                                                                                                                                           | For FY 2015-16                                                                                                                                                                                        | For FY 2015-16                                                                                                                                                                                        |
| (d) Salient terms of the contracts/ arrangements / transactions including the value, if any | Availing cafeteria facility at the normal terms offered by the said DSK Global and on an arm's length basis at prevailing market prices, for an aggregate amount not exceeding ₹ 40,00,000/- | Purchase of construction material at prevailing market prices from M/s. D S Kulkarni & Associates up to an aggregate value not exceeding ₹ 25,00,000/- at the normal terms and on an arm's length basis. | Purchase of construction material at prevailing market prices from M/s. D S Kulkarni & Company up to an aggregate value not exceeding ₹ 25,00,000/- at the normal terms and on an arm's length basis. | Purchase of construction material at prevailing market prices from M/s. D S Kulkarni & Company up to an aggregate value not exceeding ₹ 25,00,000/- at the normal terms and on an arm's length basis. |
| (e) Date(s) of approval by the Board                                                        | 29/05/2015                                                                                                                                                                                   | 29/05/2015                                                                                                                                                                                               | 29/05/2015                                                                                                                                                                                            | 29/05/2015                                                                                                                                                                                            |
| (f) Amount paid as advances, if any                                                         | Nil                                                                                                                                                                                          | Nil                                                                                                                                                                                                      | Nil                                                                                                                                                                                                   | Nil                                                                                                                                                                                                   |

| Particular                                                                                   | D. S. Kulkarni & Company                                                                                                                                           | DSK Motors Pvt. Ltd.                                                                                                                                                                              | DSK Motowheels Pvt. Ltd.                                                                                                                                                                              | DSK Shivajians Football Club Pvt. Ltd.                                                                                                                                                                |
|----------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (a) Name(s) of the related party and nature of relationship                                  | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are the relatives of Mrs. H. D. Kulkarni who along with Mr. Shirish Kulkarni is a partner in D. S. Kulkarni & Company. | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are common directors.                                                                                                                                 | Mr. Shirish Kulkarni is a common director.                                                                                                                                                            | Mr. Shirish Kulkarni is a common director.                                                                                                                                                            |
| (b) Nature of contracts / arrangements / transactions                                        | Sale of land                                                                                                                                                       | Sale of LED TV sets and executive chairs at prevailing market prices.                                                                                                                             | Sale of LED TV sets and executive chairs at prevailing market prices.                                                                                                                                 | Sale of LED TV sets and executive chairs at prevailing market prices.                                                                                                                                 |
| (c) Duration of the contracts / arrangements / transactions                                  | Immediate upon execution                                                                                                                                           | Immediate upon execution                                                                                                                                                                          | Immediate upon execution                                                                                                                                                                              | Immediate upon execution                                                                                                                                                                              |
| (d) Salient terms of the contracts / arrangements / transactions including the value, if any | Sale of land to D. S. Kulkarni & Company for a value not exceeding ₹ 91,00,000/- which is at market value and on an arm's length basis.                            | Sale of LED TV sets and executive chairs at prevailing market prices to DSK Motors Pvt. Ltd. upto an aggregate value not exceeding ₹ 7,00,000/- at the normal terms and on an arm's length basis. | Sale of LED TV sets and executive chairs at prevailing market prices to DSK Motowheels Pvt. Ltd. upto an aggregate value not exceeding ₹ 5,00,000/- at the normal terms and on an arm's length basis. | Sale of LED TV sets and executive chairs at prevailing market prices to DSK Motowheels Pvt. Ltd. upto an aggregate value not exceeding ₹ 5,00,000/- at the normal terms and on an arm's length basis. |
| (e) Date(s) of approval by the Board                                                         | 29/05/2015                                                                                                                                                         | 31/10/2015                                                                                                                                                                                        | 31/10/2015                                                                                                                                                                                            | 31/10/2015                                                                                                                                                                                            |
| (f) Amount paid as advances, if any                                                          | Nil                                                                                                                                                                | Nil                                                                                                                                                                                               | Nil                                                                                                                                                                                                   | Nil                                                                                                                                                                                                   |

| Particular                                                                                  | DSK Motors Pvt. Ltd.                                                                                                                                                                                                                | DSK Motors Pvt. Ltd.                                                                                                                                                                                   | Telesmell                                                                                                                                                                    | Talisman Hospitality Services Pvt. Ltd.                                                                                                                                                     |
|---------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (a) Name(s) of the related party and nature of relationship                                 | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are common directors.                                                                                                                                                                   | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are common directors.                                                                                                                                      | Mrs. Bhagyeshree Kulkarni being proprietor of Telesmell is the daughter-in-law of Mr. D. S. Kulkarni, Chairman & Managing Director of the company.                           | Mr. Shirish Kulkarni is a common Director and also a relative of Mr. D. S. Kulkarni                                                                                                         |
| (b) Nature of contracts/ arrangements/ transactions                                         | Purchasing five Toyota make motor vehicles                                                                                                                                                                                          | Availing spares and servicing facility for all the motor vehicles of Toyota make                                                                                                                       | For availing phone cleaning services for all the telephones.                                                                                                                 | Availing restaurant/ hotel/ hospitality/ conference room services.                                                                                                                          |
| (c) Duration of the contracts/ arrangements/ transactions                                   | For FY 2016-17                                                                                                                                                                                                                      | For FY 2016-17                                                                                                                                                                                         | For FY 2016-17                                                                                                                                                               | For FY 2016-17                                                                                                                                                                              |
| (d) Salient terms of the contracts/ arrangements / transactions including the value, if any | Purchasing five Toyota make motor vehicles for total value not exceeding ₹ 1 Crore, at card rates (subject to customary discounts) on the normal terms of sale transacted by the said DSK Motors Pvt. Ltd. with independent buyers. | Availing spares and servicing facility upto an aggregate amount not exceeding ₹ 50 Lacs at the normal terms of servicing and spares offered by the said DSK Motors Pvt. Ltd. to independent customers. | Cleaning of all the telephones of the company at the value not exceeding ₹ 25,000/- at the normal terms of servicing offered by the said Telesmell to independent customers. | Availing restaurant/ hotel/ hospitality/ conference room services at the normal terms of services offered to the independent customers upto an aggregate amount not exceeding ₹ 25,00,000/- |
| (e) Date(s) of approval by the Board                                                        | 10/02/2016                                                                                                                                                                                                                          | 10/02/2016                                                                                                                                                                                             | 10/02/2016                                                                                                                                                                   | 10/02/2016                                                                                                                                                                                  |
| (f) Amount paid as advances, if any                                                         | Nil                                                                                                                                                                                                                                 | Nil                                                                                                                                                                                                    | Nil                                                                                                                                                                          | Nil                                                                                                                                                                                         |

| Particular                                                                                  | DSK Motors Pvt. Ltd.                                                                                                                                                                                                                                                                           | D. S. Kulkarni & Company                                                                                                                                                                                                                                                                       | D. S. Kulkarni & Associates                                                                                                                                                                                                                                                                    | DSK Worldman Projects Limited                                                                                                                                                                                                                                                                  |
|---------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (a) Name(s) of the related party and nature of relationship                                 | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are common directors.                                                                                                                                                                                                                              | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are the relatives of Mrs. H. D. Kulkarni who along with Mr. Shirish Kulkarni is a partner in D. S. Kulkarni & Company.                                                                                                                             | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni, partner in D. S. Kulkarni & Associates.                                                                                                                                                                      | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni, Director in DSK Worldman Projects Ltd.                                                                                                                                                                       |
| (b) Nature of contracts/ arrangements/ transactions                                         | For rendering the services of deputation of employees to M/s. DSK Motors Pvt. Ltd.                                                                                                                                                                                                             | For rendering the services of deputation of employees to M/s. D. S. Kulkarni & Company.                                                                                                                                                                                                        | For rendering the services of deputation of employees to M/s. D. S. Kulkarni & Associates.                                                                                                                                                                                                     | For rendering the services of deputation of employees to M/s. DSK Worldman Projects Ltd.                                                                                                                                                                                                       |
| (c) Duration of the contracts/ arrangements/ transactions                                   | For FY 2016-17                                                                                                                                                                                                                                                                                 | For FY 2016-17                                                                                                                                                                                                                                                                                 | For FY 2016-17                                                                                                                                                                                                                                                                                 | For FY 2016-17                                                                                                                                                                                                                                                                                 |
| (d) Salient terms of the contracts/ arrangements / transactions including the value, if any | For rendering the services of deputation of employees upto an aggregate value not exceeding ₹ 50 Lacs on the condition of recovery of the amount of salary for the number of days of deputation and a commission of 4% thereon to cover the administrative expenses, at an arm's length basis. | For rendering the services of deputation of employees upto an aggregate value not exceeding ₹ 50 Lacs on the condition of recovery of the amount of salary for the number of days of deputation and a commission of 4% thereon to cover the administrative expenses, at an arm's length basis. | For rendering the services of deputation of employees upto an aggregate value not exceeding ₹ 50 Lacs on the condition of recovery of the amount of salary for the number of days of deputation and a commission of 4% thereon to cover the administrative expenses, at an arm's length basis. | For rendering the services of deputation of employees upto an aggregate value not exceeding ₹ 50 Lacs on the condition of recovery of the amount of salary for the number of days of deputation and a commission of 4% thereon to cover the administrative expenses, at an arm's length basis. |
| (e) Date(s) of approval by the Board                                                        | 10/02/2016                                                                                                                                                                                                                                                                                     | 10/02/2016                                                                                                                                                                                                                                                                                     | 10/02/2016                                                                                                                                                                                                                                                                                     | 10/02/2016                                                                                                                                                                                                                                                                                     |
| (f) Amount paid as advances, if any                                                         | Nil                                                                                                                                                                                                                                                                                            | Nil                                                                                                                                                                                                                                                                                            | Nil                                                                                                                                                                                                                                                                                            | Nil                                                                                                                                                                                                                                                                                            |

| Particular                                                                                  | DSK Global Education and Research Ltd.                                                                                                                                                                                                                                                         | D. S. Kulkarni & Associates                                                                                                                                                                       | D. S. Kulkarni & Company                                                                                                                                                                        | DSK Worldman Projects Limited                                                                                                                                                                      |
|---------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (a) Name(s) of the related party and nature of relationship                                 | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni, Managing Director in DSK Global Education and Research Ltd.                                                                                                                                                  | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni, partner in D. S. Kulkarni & Associates.                                                                         | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni who along with Mr. Shirish Kulkarni is a partner in D. S. Kulkarni & Company.                                  | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni, Director in DSK Worldman Projects Ltd.                                                                           |
| (b) Nature of contracts/ arrangements/ transactions                                         | For rendering the services of deputation of employees to M/s. DSK Global Education and Research Ltd.                                                                                                                                                                                           | Sale of construction material                                                                                                                                                                     | Sale of construction material                                                                                                                                                                   | Sale of construction material                                                                                                                                                                      |
| (c) Duration of the contracts/ arrangements/ transactions                                   | For FY 2016-17                                                                                                                                                                                                                                                                                 | For FY 2016-17                                                                                                                                                                                    | For FY 2016-17                                                                                                                                                                                  | For FY 2016-17                                                                                                                                                                                     |
| (d) Salient terms of the contracts/ arrangements / transactions including the value, if any | For rendering the services of deputation of employees upto an aggregate value not exceeding ₹ 50 Lacs on the condition of recovery of the amount of salary for the number of days of deputation and a commission of 4% thereon to cover the administrative expenses, at an arm's length basis. | Sale of construction material at prevailing market prices to M/s. D S Kulkarni & Associates up to an aggregate value not exceeding ₹ 1,00,000/- at the normal terms and on an arm's length basis. | Sale of construction material at prevailing market prices to M/s. D S Kulkarni & Company up to an aggregate value not exceeding ₹ 20,00,000/- at the normal terms and on an arm's length basis. | Sale of construction material at prevailing market prices to M/s. DSK Worldman Projects Ltd. up to an aggregate value not exceeding ₹ 5,00,000/- at the normal terms and on an arm's length basis. |
| (e) Date(s) of approval by the Board                                                        | 10/02/2016                                                                                                                                                                                                                                                                                     | 10/02/2016                                                                                                                                                                                        | 10/02/2016                                                                                                                                                                                      | 10/02/2016                                                                                                                                                                                         |
| (f) Amount paid as advances, if any                                                         | Nil                                                                                                                                                                                                                                                                                            | Nil                                                                                                                                                                                               | Nil                                                                                                                                                                                             | Nil                                                                                                                                                                                                |

| Particular                                                                                  | DSK Global Education and Research Ltd.                                                                                                                                                                         | DSK Motors Pvt. Ltd.                                                                                                                                                                         | D. S. Kulkarni & Associates                                                                                                                                                                               | D. S. Kulkarni & Company                                                                                                                                                                               |
|---------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (a) Name(s) of the related party and nature of relationship                                 | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni, Managing Director in DSK Global Education and Research Ltd.                                                                  | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are common directors.                                                                                                                            | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni, partner in D. S. Kulkarni & Associates.                                                                                 | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are the relatives of Mrs. H. D. Kulkarni who along with Mr. Shirish Kulkarni is a partner in D. S. Kulkarni & Company.                                     |
| (b) Nature of contracts/ arrangements/ transactions                                         | Sale of construction material                                                                                                                                                                                  | Sale of construction material                                                                                                                                                                | Purchase of construction material                                                                                                                                                                         | Purchase of construction material                                                                                                                                                                      |
| (c) Duration of the contracts/ arrangements/ transactions                                   | For FY 2016-17                                                                                                                                                                                                 | For FY 2016-17                                                                                                                                                                               | For FY 2016-17                                                                                                                                                                                            | For FY 2016-17                                                                                                                                                                                         |
| (d) Salient terms of the contracts/ arrangements / transactions including the value, if any | Sale of construction material at prevailing market prices to M/s. DSK Global Education and Research Ltd. up to an aggregate value not exceeding ₹ 5,00,000/- at the normal terms and on an arm's length basis. | Sale of construction material at prevailing market prices to M/s. DSK Motors Pvt. Ltd. up to an aggregate value not exceeding ₹ 5,00,000/- at the normal terms and on an arm's length basis. | Purchase of construction material at prevailing market prices from M/s. D. S. Kulkarni & Associates up to an aggregate value not exceeding ₹ 4,00,000/- at the normal terms and on an arm's length basis. | Purchase of construction material at prevailing market prices from M/s. D. S. Kulkarni & Company up to an aggregate value not exceeding ₹ 2,00,000/- at the normal terms and on an arm's length basis. |
| (e) Date(s) of approval by the Board                                                        | 10/02/2016                                                                                                                                                                                                     | 10/02/2016                                                                                                                                                                                   | 10/02/2016                                                                                                                                                                                                | 10/02/2016                                                                                                                                                                                             |
| (f) Amount paid as advances, if any                                                         | Nil                                                                                                                                                                                                            | Nil                                                                                                                                                                                          | Nil                                                                                                                                                                                                       | Nil                                                                                                                                                                                                    |

| Particular                                                                                  | DSK Worldman Projects Limited                                                                                                                                                                            | DSK Global Education and Research Ltd.                                                                                                                                                                               | DSK Motors Pvt. Ltd.                                                                                                                                                                               | DSK Global Education and Research Ltd.                                                                                                                                                                                                  |
|---------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (a) Name(s) of the related party and nature of relationship                                 | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni, Director in DSK Worldman Projects Ltd.                                                                                 | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni, Managing Director in DSK Global Education and Research Ltd.                                                                        | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are common directors.                                                                                                                                  | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni, Managing Director in DSK Global Education and Research Ltd.                                                                                           |
| (b) Nature of contracts/ arrangements/ transactions                                         | Purchase of construction material                                                                                                                                                                        | Purchase of construction material                                                                                                                                                                                    | Purchase of construction material                                                                                                                                                                  | Availing cafeteria facility for the employees of the Company working at DSK Dream City Project                                                                                                                                          |
| (c) Duration of the contracts/ arrangements/ transactions                                   | For FY 2016-17                                                                                                                                                                                           | For FY 2016-17                                                                                                                                                                                                       | For FY 2016-17                                                                                                                                                                                     | For FY 2016-17                                                                                                                                                                                                                          |
| (d) Salient terms of the contracts/ arrangements / transactions including the value, if any | Purchase of construction material at prevailing market prices from M/s. DSK Worldman Projects Ltd. up to an aggregate value not exceeding ₹ 1,00,000/- at the normal terms and on an arm's length basis. | Purchase of construction material at prevailing market prices from M/s. DSK Global Education and Research Ltd. up to an aggregate value not exceeding ₹ 5,00,000/- at the normal terms and on an arm's length basis. | Purchase of construction material at prevailing market prices from M/s. DSK Motors Pvt. Ltd. up to an aggregate value not exceeding ₹ 5,00,000/- at the normal terms and on an arm's length basis. | Availing cafeteria facility for an amount of ₹ 100/- per day, per head at the normal terms offered by the said DSK Global and on an arm's length basis at prevailing market prices, for an aggregate amount not exceeding ₹ 25,00,000/- |
| (e) Date(s) of approval by the Board                                                        | 10/02/2016                                                                                                                                                                                               | 10/02/2016                                                                                                                                                                                                           | 10/02/2016                                                                                                                                                                                         | 10/02/2016                                                                                                                                                                                                                              |
| (f) Amount paid as advances, if any                                                         | Nil                                                                                                                                                                                                      | Nil                                                                                                                                                                                                                  | Nil                                                                                                                                                                                                | Nil                                                                                                                                                                                                                                     |

| Particular                                                                                  | DSK Global Education and Research Ltd.                                                                                                                                                       | DSK Shivajians Football Club Pvt. Ltd.                                                                                                                                                                      | D. S. Kulkarni & Company                                                                                                                                                                                                                                                                                | DSK Worldman Projects Limited                                                                                                                                                                                                                                                                           | D. S. Kulkarni & Associates                                                                                                                                                                                                                                                                |
|---------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (a) Name(s) of the related party and nature of relationship                                 | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni, Managing Director in DSK Global Education and Research Ltd.                                                | Mr. Shirish Kulkarni is a common director.                                                                                                                                                                  | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are the relatives of Mrs. H. D. Kulkarni who along with Mr. Shirish Kulkarni is a partner in D. S. Kulkarni & Company.                                                                                                                                      | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni, Director in DSK Worldman Projects Ltd.                                                                                                                                                                                | Mr. D. S. Kulkarni and Mr. Shirish Kulkarni are relatives of Mrs. H. D. Kulkarni, partner in D. S. Kulkarni & Associates.                                                                                                                                                                  |
| (b) Nature of contracts/ arrangements/ transactions                                         | Availing cafeteria facility for the guests of the Company visiting the DSK Dream City Project                                                                                                | Providing yearly sponsorship for the development of football, training to various classes, participation in tournaments, development of players.                                                            | Reimbursement to D. S. Kulkarni & Company                                                                                                                                                                                                                                                               | Reimbursement to DSK Worldman Projects Ltd.                                                                                                                                                                                                                                                             | Reimbursement to D. S. Kulkarni & Associates                                                                                                                                                                                                                                               |
| (c) Duration of the contracts/ arrangements/ transactions                                   | For FY 2016-17                                                                                                                                                                               | For FY 2016-17                                                                                                                                                                                              | Up to February 2017                                                                                                                                                                                                                                                                                     | Up to February 2017                                                                                                                                                                                                                                                                                     | Up to May, 2018                                                                                                                                                                                                                                                                            |
| (d) Salient terms of the contracts/ arrangements / transactions including the value, if any | Availing cafeteria facility at the normal terms offered by the said DSK Global and on an arm's length basis at prevailing market prices, for an aggregate amount not exceeding ₹ 25,00,000/- | Providing yearly sponsorship upto ₹ 50,00,000/- for the development of football, training to various classes, participation in tournaments, development of players to DSK Shivajians Football Club Pvt. Ltd | Reimbursing the proportionate amount as credited to the loan account of the Company maintained with Tata Capital Housing Finance Ltd. for loan availed of ₹ 30 Crores, through an Escrow arrangement, upto February, 2017 as per the sanction letter, at the normal terms and on an arm's length basis. | Reimbursing the proportionate amount as credited to the loan account of the Company maintained with Tata Capital Housing Finance Ltd. for loan availed of ₹ 30 Crores, through an Escrow arrangement, upto February, 2017 as per the sanction letter, at the normal terms and on an arm's length basis. | Reimbursing the proportionate amount as credited to the loan account of the Company maintained with Kotak Mahindra Bank Ltd., for loan availed of ₹ 25 Crores, through an Escrow arrangement, upto May, 2018 as per the sanction letter, at the normal terms and on an arm's length basis. |

| Particular                           | DSK Global Education and Research Ltd. | DSK Shivajians Football Club Pvt. Ltd. | D. S. Kulkarni & Company | DSK Worldman Projects Limited | D. S. Kulkarni & Associates |
|--------------------------------------|----------------------------------------|----------------------------------------|--------------------------|-------------------------------|-----------------------------|
| (e) Date(s) of approval by the Board | 10/02/2016                             | 10/02/2016                             | 10/02/2016               | 10/02/2016                    | 10/02/2016                  |
| (f) Amount paid as advances, if any  | Nil                                    | Nil                                    | Nil                      | Nil                           | Nil                         |

**For & on behalf of the Board of Directors of  
D. S. KULKARNI DEVELOPERS LTD**

**D. S. Kulkarni**  
**Chairman & Managing Director**  
DIN: 00394027

Date: 24<sup>th</sup> May, 2016  
Place: Pune

## Annexure 6

### Annual Report On CSR Activities to be included in the Board's Report

- 1 A brief outline of the company CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.

**CSR Policy is stated herein below:**

[http://www.dskdl.com/pdf/CORPORATE\\_SOCIAL\\_RESPONSIBILITY\\_POLICY.pdf](http://www.dskdl.com/pdf/CORPORATE_SOCIAL_RESPONSIBILITY_POLICY.pdf)

- 2 The Composition of the CSR Committee.

| Name                 | Designation |
|----------------------|-------------|
| Mr. D. S. Kulkarni   | Chairman    |
| Mr. R. D. Kharosekar | Member      |
| Dr. M. K. P. Setty   | Member      |

- 3 Average net profit of the company for last three financial years: ₹ 3205.17 Lacs
- 4 Prescribed CSR Expenditure (two per cent of the amount as in item 3 above): ₹ 64.10 Lacs
- 5 Details of CSR spent during the financial year:

(a) Total amount spent for the financial year: ₹ 64.31 Lacs as on 31.03.2016

(b) Amount unspent, if any: NIL

(c) Manner in which the amount spent during the financial year is detailed below:

| 1       | 2                                                                             | 3                                                                                           | 4                                                                                                                           | 5                                                           | 6                                                                                                                              | 7                                                               | 8                                                               |
|---------|-------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------|-----------------------------------------------------------------|
| Sr. No. | CSR project or activity identified                                            | Sector in which the project is covered                                                      | Projects or Programmes (1) Local area or other (2) Specify the State and district where projects or programs was undertaken | Amount outlay (budget) project or programs wise (₹ In lacs) | Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs. (2) Overheads: (₹ In lacs) | Cumulative expenditure upto to the reporting period (₹ In lacs) | Amount spend: Direct or through implementing agency (₹ In lacs) |
| 1       | Donation for 7 <sup>th</sup> national tribal youth exchange campus at Pune    | Implementing measures for reducing inequalities faced by socially and economically backward | Pune, Maharashtra                                                                                                           | 0.40                                                        | 0.40                                                                                                                           | 0.40                                                            | 0.40                                                            |
| 2       | Organising seminars, lectures for students (Yuva Sammelan)                    | Promoting education, including special education                                            | Pune, Maharashtra                                                                                                           | 2.00                                                        | 2.00                                                                                                                           | 2.00                                                            | 2.00                                                            |
| 3       | Organising trainings, seminars, lectures through their academy of Fire safety | Promoting education, including special education                                            | Mumbai, Maharashtra                                                                                                         | 30.00                                                       | 30.00                                                                                                                          | 30.00                                                           | 30.00                                                           |

| 1            | 2                                                                                                        | 3                                                                                           | 4                                                                                                                           | 5                                                           | 6                                                                                                                              | 7                                                               | 8                                                               |
|--------------|----------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------|-----------------------------------------------------------------|
| Sr. No.      | CSR project or activity identified                                                                       | Sector in which the project is covered                                                      | Projects or Programmes (1) Local area or other (2) Specify the State and district where projects or programs was undertaken | Amount outlay (budget) project or programs wise (₹ In lacs) | Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs. (2) Overheads: (₹ In lacs) | Cumulative expenditure upto to the reporting period (₹ In lacs) | Amount spend: Direct or through implementing agency (₹ In lacs) |
| 4            | Donation for distribution of food to poor, helpless and downstroden people and provide them accomodation | Works towards eradicating hunger and poverty and malnutrition                               | Pune, Maharashtra                                                                                                           | 0.25                                                        | 0.25                                                                                                                           | 0.25                                                            | 0.25                                                            |
| 5            | Organising flower decoration workshop for women                                                          | Empowering women                                                                            | Pune, Maharashtra                                                                                                           | 0.14                                                        | 0.14                                                                                                                           | 0.14                                                            | 0.14                                                            |
| 6            | Promoting Women Entrepreneurship by awarding deserving women in various fields                           | Empowering women                                                                            | Pune, Maharashtra                                                                                                           | 1.92                                                        | 1.92                                                                                                                           | 1.92                                                            | 1.92                                                            |
| 7            | Organising Singing programme for upcoming young singers                                                  | Restoration of works of art                                                                 | Pune, Maharashtra                                                                                                           | 1.61                                                        | 1.61                                                                                                                           | 1.61                                                            | 1.61                                                            |
| 8            | To train upcoming players and arrange camps, sports development in India for upcoming players            | Training to promote nationally recognised sports.                                           | Pune, Maharashtra                                                                                                           | 27.50                                                       | 27.50                                                                                                                          | 27.50                                                           | 27.50                                                           |
| 9            | Upliftment of Tribal People and help them educate                                                        | Implementing measures for reducing inequalities faced by socially and economically backward | Pune, Maharashtra                                                                                                           | 0.50                                                        | 0.50                                                                                                                           | 0.50                                                            | 0.50                                                            |
| <b>TOTAL</b> |                                                                                                          |                                                                                             |                                                                                                                             | <b>64.31</b>                                                | <b>64.31</b>                                                                                                                   | <b>64.31</b>                                                    | <b>64.31</b>                                                    |

\* Give details of implementing agency: Nehru Yuva Kendra, Pune, Shri Shahu Shikshan Prasarak Seva Mandal, Peth Vadgaon, Fire Safe India Foundation, Shri Shri Nityanand Sewashram Trust, Jyoti Research Foundation, DSK Shivajians Football Club Pvt. Ltd., Shree Sadguru Datta Dharmik Evam Paramarthik Trust.

- 6 In case the company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board report: The Company has spent the entire 2% of the average net profit of the last three financial years towards CSR expenses for the Financial Year 2015-16.
- 7 It is hereby certified that the implementation and monitoring of the CSR activities carried out by the Company are in accordance with the CSR Policy as approved by the Board of Directors of the Company.

SD/-

**D. S. Kulkarni**

Chairman & Managing Director

and Chairman CSR Committee

DIN : 00394027

SD/-

**R. D. Kharosekar**

(Member CSR Committee)

DIN : 03075915

## REPORT ON CORPORATE GOVERNANCE

### 1. PHILOSOPHY ON CORPORATE GOVERNANCE:

The Corporate Governance policy of the Company contemplates compliance with statutes, transparency in dealings, simplification and standardization of processes and bonding with customers, which will help the Company to achieve its business objectives while maintaining business ethics and professional standards. In pursuit of business excellence, the affairs of the Company are administered, directed and controlled in a manner which helps to enhance stakeholders' value by adopting conducive business practices, objectivity, accountability and integrity. Environmental aspects are given due importance in the conduct of the Company's business.

### 2. BOARD OF DIRECTORS:

The Board of Directors of the Company consists of seven directors of which five are independent directors and the rest two are whole-time directors individually titled as Chairman and Managing Director and Executive Director respectively. The percentage of independent directors is 71.00% of the total strength of the Board. The constitution of the Board and other relevant information are given below:

| Director                | Director Identification No. (DIN) | Whole time / Independent                 | Shareholding | Number of other directorships held <sup>(ii)</sup> | Committee positions held in other companies <sup>(v)</sup> |
|-------------------------|-----------------------------------|------------------------------------------|--------------|----------------------------------------------------|------------------------------------------------------------|
| Mr. D. S. Kulkarni      | 00394027                          | Promoter & Chairman & Managing Director  | 60,00,469    | 11                                                 | -                                                          |
| Mr. Shirish Kulkarni    | 01850287                          | Promoter & Executive Director            | 15,20,000    | 7                                                  | -                                                          |
| Mr. V. C. Joshi         | 00549735                          | Independent Non-Executive Director       | -            | 2                                                  | -                                                          |
| Dr. M. K. P. Setty      | 00151350                          | Independent Non-Executive Director       | 450          | 12                                                 | -                                                          |
| Mr. K. K. Taparia       | 01829829                          | Independent Non-Executive Director       | -            | -                                                  | -                                                          |
| Mr. R. D. Kharosekar    | 03075915                          | Independent Non-Executive Director       | -            | -                                                  | -                                                          |
| Dr. Madhura Chatrapathy | 07123970                          | Independent Non-Executive Women Director | -            | -                                                  | -                                                          |

- (i) The Company does not have any nominee director appointed by any institution, lender or equity investor.
- (ii) Other directorships of all the Directors include directorships held in listed companies, public companies, private companies and non-profit companies and also directorship of companies incorporated outside India but does not include alternate directorships.
- (iii) Mr. D. S. Kulkarni holds directorships in three US incorporated entities. One of these two companies is a wholly owned subsidiary and the other one a wholly owned step-down subsidiary.
- (iv) During the year under review, the Company did not enter into any business transaction with independent directors.

- (vi) For the purpose of reckoning the limit of committee memberships under Reg. 26(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), chairmanship/ memberships of the Audit Committee and the Stakeholders Relationship Committee only have been considered.
- (v) The Board has laid down a Code of Conduct for all the Board Members and senior management staff of the Company. A declaration regarding adherence to the Code of Conduct is given separately. A copy of the Code of Conduct is available on the website of the Company at [http://dskdl.com/wp-content/uploads/Code\\_of\\_conduct\\_for\\_Directors\\_Senior\\_Management\\_Personnel.pdf](http://dskdl.com/wp-content/uploads/Code_of_conduct_for_Directors_Senior_Management_Personnel.pdf).

The Company has conducted familiarisation programme for Independent Directors with regard to their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, the business models of the Company etc. Not just the employees but even the Directors of the Company are given presentations to keep themselves abreast with the changing provisions of the Companies Act, SEBI Regulations and other laws from time to time. The familiarisation programme is available on the website of the Company at <http://dskdl.com/wp-content/uploads/Familiarisation-programme-ersion-2-05-03-2016.pdf>

The familiarization programmes imparted to the independent directors is disclosed at [http://dskdl.com/wp-content/uploads/familiarisation-programme\\_directorwise-details.pdf](http://dskdl.com/wp-content/uploads/familiarisation-programme_directorwise-details.pdf)

During the reporting year, none of the Directors of the Company was a member of more than ten Board-level committees, or chairman of more than five such committees, across all the companies in which he/she was a Director.

### 3. AUDIT COMMITTEE:

- a. A qualified and independent Audit Committee of the Board has been constituted in line with the provisions of Reg. 18(1) of SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015 read with Section 177 of the Companies Act, 2013.
- b. The Audit Committee continued to have three directors as members throughout the FY 2015-16. All these members including Chairman of the Committee are independent directors. All members of the audit committee are financially literate and have accounting and related financial management expertise.
- c. The Chairman of the Audit Committee was present at the last Annual General Meeting of the Company held on 29<sup>th</sup> September, 2015.
- d. The Audit Committee meetings are usually attended, apart from its members, by invitees such as, Finance Head, Statutory Auditors, Internal Auditors, Secretarial Consultant, etc. The Audit Committee invites such of the executives of the Company as are desired and whenever it considered necessary, to be present at the meeting of the Committee. The Company Secretary acts as a Secretary to the Audit Committee.
- e. The composition of the Audit Committee is given below.

| Name               | Designation | Wholetime/ Independent |
|--------------------|-------------|------------------------|
| Mr. V. C. Joshi    | Chairman    | Independent Director   |
| Dr. M. K. P. Setty | Member      | Independent Director   |
| Mr. K. K. Taparia  | Member      | Independent Director   |

- f. Four Audit Committee meetings were held during the year, the dates of which are: 29<sup>th</sup> May, 2015, 20<sup>th</sup> July, 2015, 31<sup>st</sup> October, 2015 and 9<sup>th</sup> February, 2016. The time gap between two meetings did not

exceed one hundred and twenty days. There was a proper quorum of independent directors present at all the Audit Committee meetings.

**The following is the brief description of terms of reference of the Audit Committee:**

- Overview of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
- Recommending to the Board the appointment, re-appointment and if required, the replacement or removal of the statutory auditors and the approval and fixation of audit fees.
- Reviewing with the management, the quarterly and annual financial statements before submission of the same to the Board for approval.
- Reviewing with the management, performance of statutory and internal auditors and adequacy of the internal control systems and internal audit function.
- Discussion with internal auditors any significant findings and follow up thereon.
- Reviewing the findings of any internal investigations by the internal auditor.
- Discussion about the nature and scope with internal auditors before the commencement of audit.
- Reviewing draft financial statements and Directors' report (before submission to the Board).
- Recommending accounting policies and practices.
- Reviewing related party transactions.
- Ensuring compliance with Accounting Standards.
- Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- Examination of the financial statements and the auditors' report thereon;
- Approval or any subsequent modification of transactions of the company with related parties;
- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the company, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;
- Monitoring the end use of funds raised through public offers and related matters.

**4. OTHER COMMITTEES:**

**1. SECURITIES TRANSFER COMMITTEE:**

The Company has a Securities Transfer Committee to look into the transfer, transmission, demat, remat cases relating to the shares and non-convertible debentures.

The Securities Transfer Committee comprises of Mr. D. S. Kulkarni as the only member.

Mr. Amol Purandare acts as the Company Secretary and Compliance Officer of the Company.

**The terms of reference of the Securities Transfer Committee includes:**

- to expedite the process of transfer of physical securities, to approve securities transfers, demat of securities, remat of securities, transmission, transposition, name deletion, consolidation and splitting of Securities Certificates of the Company.
- to issue duplicate securities certificates.
- to authorize persons to sign on behalf of the Company on Securities Certificates, Securities Allotment Letters.
- to fix the dates for Closure of the Company's Register of Members and Transfer Books of securities and/or fixing Record Dates, in consultation with the Stock Exchanges.
- to inform the Board about the compliance to the Listing Agreement and SEBI guidelines, adequacy of risk management and internal controls relating to transfer of securities.
- to obtain quarterly share reconciliation statement and related half yearly certificate from Practicing Company Secretary

The Securities Transfer Committee may meet as and when the Company receives securities transfer, transmission, demat, remat, split requests from the shareholders/ debentureholder of the Company. A meeting thereof may be called by the Committee member/ the Company Secretary/the Board of Directors. Quorum will be the sole committee member."

Number of meetings held during the year under report were fourteen.

**2. STAKEHOLDERS' RELATIONSHIP COMMITTEE:**

The Stakeholders' Relationship Committee was constituted on 26<sup>th</sup> October, 2013. Functions relating to attending and resolving stakeholders' grievances were allotted to the Stakeholders' Relationship Committee. The Committee has set up a mechanism for redressal of grievances of stakeholders of the Company. Stakeholders mean and include the shareholders, fixed deposit holders and debenture holders of the Company.

The following are the members of the Stakeholder' Relationship Committee.

Mr. R. D. Kharosekar - Chairman

Mr. V. C. Joshi - Member

Mr. D. S. Kulkarni - Member

The terms of reference of the Stakeholders ' Relationship Committee include:

- look into redressal of shareholders'/ investors' complaints related to transfer of shares, non receipt of Annual Report, non-receipt of dividend, etc.
- consider and resolve the grievances of other stakeholders of the company.
- oversee performance of the Registrars and Transfer Agents of the Company.
- recommend measures for overall improvement in the quality of investor services.
- monitor implementation and compliance with the Company's Code of Conduct for Prohibition of Insider Trading in pursuance of SEBI (Prohibition of Insider Trading) Regulations, 2015.

- Monitor stakeholders' complaints registered at Company, Stock Exchanges, SCORES, etc.

The Chairman of the Committee and, in his absence, any other member of the Committee authorised by him in this behalf shall attend the annual general meetings of the company.

The Committee meeting is called as and when required and convenient. A period of 15 days is given to the functional or departmental head to attend to the grievance. A grievance status report is then submitted to the Committee members periodically. Thereafter, a Committee meeting is called either by the Company Secretary or by a Committee member to resolve the grievance. Quorum will be as per the requirements of the Articles of Association.

One meeting was held during the year under report.

Mr. Amol Purandare, Company Secretary of the Company is the Compliance Officer. The Company has allotted exclusive emails id for the purpose of investor grievances namely, [secretarial@dskdl.com](mailto:secretarial@dskdl.com) and [ncd@dskdl.com](mailto:ncd@dskdl.com). Details of routine security holders complaints received and resolved:

| Opening | Received during the year | Resolved during the year | Pending |
|---------|--------------------------|--------------------------|---------|
| Nil     | 119                      | 118                      | 1       |

### 3. NOMINATION AND REMUNERATION COMMITTEE :

Pursuant to the provisions of Section 178 of the Companies Act, 2013, the Company has constituted a Nomination and Remuneration Committee. The following are the members of Nomination and Remuneration Committee:

|                       |            |
|-----------------------|------------|
| Mr. K. K. Taparia     | - Chairman |
| Mr. V. C. Joshi       | - Member   |
| *Mr. Shirish Kulkarni | - Member   |
| Mr. R. D. Kharosekar  | - Member   |

\* Mr. Shirish Kulkarni ceased to a member of the Nomination & Remuneration Committee w.e.f. 24<sup>th</sup> May, 2016.

The terms of reference of the Nomination and Remuneration Committee include:

- to identify persons who are qualified to become directors and who may be appointed in senior management cadre in accordance with the criteria laid down and recommend to the Board their appointment and removal.
- to carry out evaluation of every director's performance.
- to formulate the criteria for determining qualifications, positive attributes and independence of a director
- to recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.

The chairperson of the committee and in his absence, any other member of the committee authorised by him in this behalf, shall attend the general meetings of the company.

The Nomination & Remuneration Committee may meet as and when required. A meeting thereof may be called by a Committee member or by the Company Secretary or on requisition by the Board of Directors. Quorum will be as per the requirements of the Articles of Association.

The Performance Evaluation Criteria for Independent Directors forms part of the Performance Evaluation Policy of the Company available on the website of the Company at [http://dskdl.com/wp-content/uploads/PERFORMANCE\\_EVALUATION\\_POLICY.pdf](http://dskdl.com/wp-content/uploads/PERFORMANCE_EVALUATION_POLICY.pdf)

### ***Performance Evaluation Criterion for Independent Directors***

1. Attendance in the Meetings of the Board and its Committees, wherever necessary
2. Timely inputs on the minutes of meetings
3. Adherence to the ethical standards and code of conduct of the Company
4. Disclosure of interest /non-independence, whenever it exists
5. Asking for elaborative inputs on the subject
6. Raising valid concerns to the Board through constructive contribution
7. Interpersonal relations with other members of the Board and management
8. Understanding the Company and industry in which it operates
9. Assisting the Company in implementing best corporate governance practices

### ***Non-Independent Directors/CMD/other WTD***

1. Attendance in the Meetings of the Board and its Committees, wherever necessary
2. Timely inputs on the minutes of meetings
3. Adherence to the ethical standards and code of conduct of the Company
4. Disclosure of interest /non-independence, whenever it exists
5. Leadership and team work attributes
6. Contribution towards growth of the Company
7. Compliance with policies, reporting of frauds, violations, etc. or any suspicion thereof
8. Safeguarding interest of whistle blowers
9. Regularly updates and refreshes skills, knowledge about the external environment and familiarity with the company

### ***Board of Directors***

1. Is composition of the Board is appropriate with the right mix of expertise and skills?
2. The Company has necessary and adequate Committees for the effective functioning and proper reports are given to the Board
3. Independence requirements are properly adhered to
4. Effectiveness in developing a corporate governance structure
5. There is an effective internal control system for identifying and reporting risk, violation of policies and legal compliances

6. Does the Board receive regular financial updates and also as and when required ?
7. Are sufficient number of Board meetings held?
8. Are Board meetings conducted so effectively that encourages open discussions, meaningful participation and timely resolution of issues?
9. Does the Chairman of the Board conduct meeting effectively?

The remuneration policy followed by the Company is generally in line with the prevailing industry practices/ current market trends. The criteria of making payments to non-executive director's forms part of the Nomination and Remuneration, which is available on the website of the Company at [http://dskdl.com/wp-content/uploads/NOMINATION\\_AND\\_REMUNERATION\\_POLICY1.pdf](http://dskdl.com/wp-content/uploads/NOMINATION_AND_REMUNERATION_POLICY1.pdf)

Two meetings were held during the year under report.

#### Details of remuneration to Whole-time Directors for the year.

The aggregate value of salary and perquisites paid for the year ended 31<sup>st</sup> March, 2016 to the Managing Director / Whole-time Director is as follows: -

| Name                 | Designation                  | Term                                 | Salary |          | Perquisites/ benefits/ bonuses | Total  |
|----------------------|------------------------------|--------------------------------------|--------|----------|--------------------------------|--------|
|                      |                              |                                      | Fixed  | Variable |                                |        |
| Mr. D. S. Kulkarni   | Chairman & Managing Director | 5 years<br>(01.10.2016 - 30.09.2021) | 285.07 | 13.91    | 0.40                           | 299.38 |
| Mr. Shirish Kulkarni | Executive Director           | 3 years<br>(27.07.2015 - 26.07.2018) | 58.82  | 2.89     | 0.40                           | 62.11  |

#### 4. FINANCE COMMITTEE:

The Finance Committee which had been formed under the provisions of Section 292(1) of the erstwhile Companies Act, 1956 to oversee the finance function of the Company was reconstituted as well as its terms of reference were brought in line with the provisions of the Companies Act, 2013. During the year under report the Board of Directors had authorized the Finance Committee to borrow money for an amount not exceeding ₹ 1400 Crores.

The following are the members of the Committee:

- Dr. M. K. P. Setty - Chairman
- Mr. V. C. Joshi - Member
- Mr. D. S. Kulkarni - Member
- Mr. Shirish Kulkarni - Member

The terms of reference of the Finance Committee include:

- to borrow monies as may be required from time to time for the purpose of the business of the Company upto an aggregate sum of ₹ 1400 Crores outstanding at any one time.

- to negotiate, settle and finalise all terms and conditions for the borrowings
- to offer and provide security and to create/ extend charges on the assets of the Company in respect of loans
- to execute and sign the loan, security and other documents and to affix the common seal as per the Articles of Association of the Company.
- to invest the funds of the Company;
- to grant loans or give guarantee in respect of loans;
- to raise further capital/ issue securities, including debentures, whether in or outside India;
- approve policy for the management of foreign exchange risk, interest rate risk and refinancing risk.
- to set and from time to time review guidelines for short, medium and long-term investment plans of the Company.
- to sub delegate the authority with defined limits, to the extent permissible.

The Finance Committee meets as and when required. Its quorum is in accordance with the provisions of the Articles of Association of the Company

Ten Committee meetings were held during the year and its attendance details are given in a separate consolidated table presented hereafter.

### 5. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The following are the members of the Committee:

- Mr. D. S. Kulkarni - Chairman
- Mr. R. D. Kharosekar - Member
- Dr. M. K. P. Setty - Member

The Corporate Social Responsibility Committee's terms of reference are:

- to formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII to the Companies Act, 2013.
- to recommend the amount of expenditure to be incurred on the activities referred to in clause (a) of Section 135 of the Companies Act, 2013;
- to monitor the Corporate Social Responsibility Policy of the Company from time to time.

Two meetings of the Committee was held during the period under report which were attended by all its members.

## 6. DEBENTURE COMMITTEE:

The Debenture Committee of the Company constitutes of following members:

Mr. V. C. Joshi  
 Mr. R. D. Kharosekar  
 Mr. D. S. Kulkarni  
 Mr. Shirish Kulkarni

No meeting was held during the period under report.

Attendance details of all Committee Meetings are as follows:

| Sr. No. | Name of Member          | Audit Committee |    | Securities Transfer Committee |    | Nomination & Remuneration Committee |    | Finance Committee |    | CSR Committee |    |
|---------|-------------------------|-----------------|----|-------------------------------|----|-------------------------------------|----|-------------------|----|---------------|----|
|         |                         | H               | A  | H                             | A  | H                                   | A  | H                 | A  | H             | A  |
| 1       | Mr. D. S. Kulkarni      | NA              | NA | 14                            | 14 | NA                                  | NA | 10                | 9  | 2             | 1  |
| 2       | Mr. Shirish Kulkarni    | NA              | NA | NA                            | NA | 2                                   | 1  | 10                | 7  | NA            | NA |
| 3       | Mr. V. C. Joshi         | 4               | 4  | NA                            | NA | 2                                   | 2  | 10                | 10 | NA            | NA |
| 4       | Dr. M. K. P. Setty      | 4               | 4  | NA                            | NA | NA                                  | NA | 10                | 5  | 2             | 2  |
| 5       | Mr. K. K. Taparia       | 4               | 2  | NA                            | NA | 2                                   | 2  | NA                | NA | NA            | NA |
| 6       | Mr. R. D. Kharosekar    | NA              | NA | NA                            | NA | 2                                   | 1  | NA                | NA | 2             | 1  |
| 7       | Dr. Madhura Chatrapathy | NA              | NA | NA                            | NA | NA                                  | NA | NA                | NA | NA            | NA |

Note: H=Held, A=Attended, NA=Not Applicable

## EXISTING TERMS OF APPOINTMENT AND REMUNERATION OF EXECUTIVE DIRECTORS:

### 1. Mr. D. S. Kulkarni, Chairman & Managing Director

1. Period of Agreement: 5 years with effect from 1<sup>st</sup> October 2011 till 30<sup>th</sup> September 2016.

2. Following are the existing terms of remuneration and perquisites:

I. Basic Salary : ₹ 25,50,000/- ( ₹ Twenty Five Lac Fifty Thousand Only) per month, in the scale of ₹ 25,50,000 - ₹ 2,50,000 - ₹ 1,00,00,000.

House Rent Allowance : ₹ 2,50,000/- (₹ Two Lakh Fifty Thousand Only) per month.

II. A Variable Component as a part of remuneration in form of commission will be paid annually at the end of the financial year at the rate of 0.5% of the Net Profit of the Company.

III. **Provident Fund Contribution:** As per Company Rules.

The contribution at (3) above is subject to any change effected in the scheme/ rules of the fund.

IV. **Car:** Provision of one or more Company's car(s) with driver as may be required from time to time.

V. **Telephone:** Provision of one or more landline telephone(s) at residence as may be required from time to time and mobile phone. All the bills for telephone and mobile phone will be borne and paid by the Company.

- VI. **Perquisites:** These shall be with an overall upper limit of ₹ 10 Lacs per annum on the value thereof. Such perquisites will include leave travel allowance; reimbursement of medical expenses; club fees, subject to maximum of two clubs; personal accident insurance premium and gas and electricity expenses.

**VII. OTHER BENEFITS:-**

**Gratuity:** Benefit in accordance with the rules and regulations in force in the Company from time to time but shall not exceed half a month's salary for each completed year of service.

**Pension:** Benefit in accordance with the rules and regulations in force in the Company from time to time.

**Leave:** Leave on full pay and allowances at the rate of one month for every eleven months of service with liberty to accumulate such leave upto a period of five months. Leave encashment for accumulated leave for a maximum of five months to be permitted at any time during the term.

Benefits under loan and other schemes in accordance with the practices, rules and regulations in force in the Company, from time to time.

Now it is proposed to reappoint Mr. D. S. Kulkarni as Chairman & Managing Director for a further period of 5 years in the ensuing Annual General Meeting.

**2. Mr. Shirish Kulkarni, Executive Director:**

1. Period of Agreement: Three years i.e. 27<sup>th</sup> July, 2015 to 26<sup>th</sup> July, 2018.
- I. Salary on per month basis:  
Basic Salary of ₹ 5,03,200/-  
House Rent Allowance of ₹1,50,960/- (30% of basic)  
City Compensatory Allowance of ₹ 41,917/-(8.33% of basic)  
Conveyance Allowance of ₹1,200/-  
Medical Allowance of ₹2,500/-  
Other Allowance of ₹50,320/- (10% of basic)
- II. Variable Component as a part of remuneration in form of commission will be paid annually at the end of the financial year at the rate of 0.5% of the Net Profit of the Company.
- III. Provident Fund: 12% of the basic salary per month subject to maximum as per Company rules. The contribution to provident fund is subject to any change effected in the schemes/ rules of the fund.
- IV. Car: Provision of the Company's car with driver for official purpose.
- V. Telephone: Provision of telephone (landline and mobile) and internet connection at residence.
- VI. **Perquisites will include-**
  - a. leave travel allowance as per the Company rules in force from time to time.
  - b. personal accident insurance upto ₹5,00,000/-.

**VII. OTHER BENEFITS:-**

**Gratuity:** Benefits in accordance with the rules and regulations in force in the Company from time to time but shall not exceed half a month's salary for each completed year of service.

**Pension:** Benefits in accordance with the rules and regulations in force in the Company from time to time.

**Leave:** The Executive Director shall be entitled to leave on full pay and allowance at the rate of fifteen days earned leave and six days casual for every twelve months of service. He shall be paid Leave encashment in accordance with the rules and regulations in force in the Company from time to time.

Benefits under loan and other schemes in accordance with the practices, rules and regulations in force in the Company, from time to time.

Details of remuneration paid to the Directors are given in **Form MGT – 9**.

#### Remuneration paid to Directors:

Details of remuneration paid to Directors are given below:

₹ Lacs

| Director                | Relationship with other Directors | Business relationship with DSKDL if any | Loans and advances from DSKDL | Remuneration paid during 2015-16 |                        |        |
|-------------------------|-----------------------------------|-----------------------------------------|-------------------------------|----------------------------------|------------------------|--------|
|                         |                                   |                                         |                               | Sitting Fees                     | Salary and perquisites | Total  |
| Mr. D. S. Kulkarni      | Father of Mr. Shirish Kulkarni    | Promoter                                | Nil                           | Nil                              | 299.38                 | 299.38 |
| Mr. Shirish Kulkarni    | Son of Mr. D.S. Kulkarni          | Promoter                                | Nil                           | Nil                              | 62.11                  | 62.11  |
| Mr. V. C. Joshi         | -                                 | None                                    | Nil                           | 4.20                             | Nil                    | 4.20   |
| Dr. M. K. P. Setty      | -                                 | None                                    | Nil                           | 3.20                             | Nil                    | 3.20   |
| Mr. K. K. Taparia       | -                                 | None                                    | Nil                           | 1.40                             | Nil                    | 1.40   |
| Mr. R. D. Kharosekar    | -                                 | None                                    | Nil                           | 1.20                             | Nil                    | 1.20   |
| Dr. Madhura Chatrapathy | -                                 | None                                    | Nil                           | 0.80                             | Nil                    | 0.80   |

#### Board Meetings and Attendance at Board Meetings and the last Annual General Meeting:

The Board of Directors of the Company met five times during the year under report. The dates of Board Meeting were as follows:

|                               |                             |                                |                                 |
|-------------------------------|-----------------------------|--------------------------------|---------------------------------|
| 29 <sup>th</sup> May, 2015    | 20 <sup>th</sup> July, 2015 | 31 <sup>st</sup> October, 2015 | 10 <sup>th</sup> February, 2016 |
| *25 <sup>th</sup> March, 2016 |                             |                                |                                 |

\* The Board Meeting held on 25<sup>th</sup> March, 2016 was a separate meeting of the Independent Directors of the Company pursuant to Section 149 read with Schedule IV of the Companies Act, 2013.

The Company placed before the Board the annual operating plans and budgets and performance reports / statements of various departments; information regarding implications of amendments to various laws; defaults, if any, in obligations; details of business operations; etc. Minutes of every Committee meeting and subsidiaries Board meetings were also placed before, and noted by, the Board.

The attendance at the Board Meetings and at the last Annual General Meeting was as under:

| Director                | Attendance                                          |                                                               |
|-------------------------|-----------------------------------------------------|---------------------------------------------------------------|
|                         | *Board Meetings during the Financial Year 2015-2016 | Annual General Meeting dated 29 <sup>th</sup> September, 2015 |
| Mr. D. S. Kulkarni      | 3                                                   | Yes                                                           |
| Mr. Shirish Kulkarni    | 3                                                   | Yes                                                           |
| Mr. V. C. Joshi         | 5                                                   | Yes                                                           |
| Dr. M. K. P. Setty      | 5                                                   | Yes                                                           |
| Mr. K. K. Taparia       | 3                                                   | Yes                                                           |
| Mr. R. D. Kharosekar    | 4                                                   | Yes                                                           |
| Dr. Madhura Chatrapathy | 4                                                   | Yes                                                           |

\* Board Meetings include meeting of Independent Directors

### Management Discussion and Analysis Report:

The Management Discussion and Analysis Report for the year ended 31<sup>st</sup> March, 2016 is attached separately and forms a part of this Annual Report.

### General Body Meetings

| Year / Date of Annual General Meeting/ EOGM     | Location and time                                                                                                                    | Whether special resolution passed | Particulars                                                                                                                                                                                                                                                                                                                                                                                                            |
|-------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| AGM 2014-15<br>29 <sup>th</sup> September, 2015 | Pandit Jawaharlal Nehru Sanskrutik Bhavan, Ghole Road, Opp Mahatma Phule Museum, Shivajinagar, Pune 411 005 at 9.30 a.m.             | Yes                               | 1. Re-appointment of Mr. Shirish Kulkarni as Whole-time Director and revision in the terms of his remuneration.<br>2. Variation in terms of remuneration of Mr. D. S. Kulkarni, Chairman & Managing Director.                                                                                                                                                                                                          |
| AGM 2013-14<br>30 <sup>th</sup> September, 2014 | S. M. Joshi Socialist Foundation Auditorium, S.No.191/192, Navi Peth, Ganjave Chowk, Opp. Patrakar Bhavan, Pune-411 030 at 9.30 a.m. | Yes                               | 1. Re-appointment of Mr. Shirish Kulkarni as Whole-time Director and revision in terms of his remuneration.<br>2. To specify borrowing limit of the company.<br>3. Approval to create mortgage(s)/ charge(s)and/or hypothecation for securing the borrowing of the company pursuant to the requirement of the Companies Act, 2013.<br>4. To invite, accept or renew fixed deposits within limit prescribed in the Act. |
| AGM 2012-13<br>27 <sup>th</sup> September, 2013 | Maratha Chambers of Commerce, Pudumjee Hall, 1014, Shukrawar Peth, Tilak Road, Pune 411 002 at 9.30 a.m.                             | No                                | N.A.                                                                                                                                                                                                                                                                                                                                                                                                                   |

No special resolution was passed in the year under report through postal ballot.

### Information in respect of Directors seeking appointment/ re-appointment as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Mr. D. S. Kulkarni, aged 65 years, is the Promoter, holding the position of Chairman and Managing Director of the Company. Mr. D. S. Kulkarni has been honoured with the Degree of Doctorate in Science by Dr. Vijay Kelkar, Chancellor of Pravara Institute of Medical Sciences (Deemed University), Ahmednagar. In the year 1981, Mr. D. S. Kulkarni forayed into the business of building & construction and within a short span of time created the brand 'DSK' by successful completion of prestigious projects in Pune and Mumbai. Mr. D. S. Kulkarni has over three (3) decades of experience in the real estate industry. Mr. D. S. Kulkarni has been bestowed with several awards by various organizations for his achievements viz. FIE Foundation Award in the field of Entrepreneurship, Suryadatta Lifetime Achievement Award for excellence in the field of corporate world etc.

He is a relative of Mr. Shirish Kulkarni and is holding 60,00,469 equity shares of the Company.

As required under Regulation 36(3) of the SEBI Listing Regulations, particulars of Director seeking re-appointment at the forthcoming AGM are given herein and in the Annexure to the Notice of the AGM to be held on 29<sup>th</sup> September, 2016.

### COMPLIANCE WITH ACCOUNTING STANDARDS

These financial statements comply in all material respects with the relevant provisions of the Companies Act 2013, the Generally Accepted Accounting Principles in India, and the Accounting Standards issued by the Institute of Chartered Accountants of India which are prescribed in the Companies (Indian Accounting Standards) Rules 2015 notified by the Central Government u/s 211(3C) read with Sections 210A(1) and 642(1) (a) of the said Act.

### SUBSIDIARY COMPANIES:

The Company does not have any material non-listed Indian subsidiary Company, whose turnover or net worth (paid-up capital and free reserves) exceeds 20% of the consolidated turnover or net worth of the Company.

Further the Audit Committee of the Company reviews the financial statements, in particular, the investments made by the unlisted subsidiary companies.

The minutes of the Board meetings of the unlisted subsidiary companies are placed at the Board meeting of the Company.

The Audit Committee and the Board of Directors look into the related party transactions entered into by the Company including those with the subsidiary companies.

Details of percentage holding of the Company in the subsidiary companies as on 31<sup>st</sup> March, 2016 is as follows:

| Sr. No. | Name of the Subsidiary Company  | Registered in | Holding percentage                                    |
|---------|---------------------------------|---------------|-------------------------------------------------------|
| 1       | DSK Infra Pvt. Ltd.             | India         | 100%                                                  |
| 2       | DSK Southern Projects Pvt. Ltd. | India         | 100%                                                  |
| 3       | DSK Developers Corporation      | USA           | 100%                                                  |
| 4       | DSK Woods, LLC                  | USA           | Wholly owned subsidiary of DSK Developers Corporation |

### DISCLOSURES:

1. There are no related party transactions of the Company which have potential conflict with the interests of the Company at large.
2. In the preparation of financial statements, treatments as per Accounting Standards issued by the Institute of Chartered Accountants of India have been followed.
3. Details of non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets: NIL
4. The Company has adopted Vigil Mechanism Policy/ Whistle Blower Policy which is available on the website at [http://dskdl.com/wp-content/uploads/Vigil\\_Mechanism\\_WhistleBlower\\_Ppolicy.pdf](http://dskdl.com/wp-content/uploads/Vigil_Mechanism_WhistleBlower_Ppolicy.pdf)
5. The Company affirms that no Company personnel has been denied access to the Audit Committee during the year under report.
6. The Company has a Policy on determining material subsidiary and is available on the website of the Company at <http://dskdl.com/wp-content/uploads/policy-of-material-subsiadiary.pdf>
7. The Company has a Policy on dealing with related party transactions and is available on the website of the Company at [http://dskdl.com/wp-content/uploads/RELATED-PARTY-TRANSACTION-POLICY\\_version-2.pdf](http://dskdl.com/wp-content/uploads/RELATED-PARTY-TRANSACTION-POLICY_version-2.pdf)
8. The Company has complied with Corporate Governance Requirements specified in Regulation 17 to 27 and Regulation 46(2)(b) to (i) of the Listing Regulations.

### Means of Communication:

The quarterly and half-yearly results were published in newspapers having wide circulation and the said results were also displayed on the website of the Company <http://dskdl.com/investors/financial-performance/>

The Quarterly results were published as follows during the year:

| S. No. | Quarter ended | Newspaper in which published |                   |
|--------|---------------|------------------------------|-------------------|
|        |               | English                      | Vernacular        |
| 1.     | 31.03.2015    | Business Standard            | Maharashtra Times |
| 2.     | 30.06.2015    | Business Standard            | Maharashtra Times |
| 3.     | 30.09.2015    | Business Standard            | Maharashtra Times |
| 4.     | 31.12.2015    | The Financial Express        | Loksatta          |

The Company from time to time gives investor presentation to Investors. An updated copy of the said presentation is available on the website of the Company at <http://dskdl.com/wp-content/uploads/Investor-Presentation-DS-Kulkarni-Developers-March-2016.pdf>

## GENERAL SHAREHOLDER INFORMATION

### Financial Year: 2015-2016.

#### i. Annual General Meeting:

|               |                                                                                                             |
|---------------|-------------------------------------------------------------------------------------------------------------|
| Date and time | 29 <sup>th</sup> September, 2016 at 9.30 a.m.                                                               |
| Venue         | S. M. Joshi Socialist Foundation Auditorium Navi Peth,<br>Ganjave Chowk, Opp. Patrakar Bhavan, Pune 411 030 |

#### ii. Financial Calendar

|                                            |                                                                                             |
|--------------------------------------------|---------------------------------------------------------------------------------------------|
| Financial Reporting for                    |                                                                                             |
| -Quarter ending 30 <sup>th</sup> June      | By 14 <sup>th</sup> August                                                                  |
| -Quarter ending 30 <sup>th</sup> September | By 14 <sup>th</sup> November                                                                |
| -Quarter ending 31 <sup>st</sup> December  | By 14 <sup>th</sup> February                                                                |
| -Year ending 31 <sup>st</sup> March        | By 30 <sup>th</sup> May                                                                     |
| Annual General Meeting                     | By end of September, 2016                                                                   |
| iii. Dates of current book closure         | 25 <sup>th</sup> September, 2016 to 29 <sup>th</sup> September, 2016 (both days inclusive). |
| iv. Dividend payment date                  | 4 <sup>th</sup> October, 2016                                                               |
| v. Listing on Stock exchanges              | BSE Limited<br>The National Stock Exchange of India Limited                                 |

#### vi. Stock Code

|                                              |            |
|----------------------------------------------|------------|
| BSE Limited                                  | 523890     |
| The National Stock Exchange of India Limited | DSKULKARNI |

Listing fees for the financial year 2015-16 have been paid for both NSE and BSE.

The ISIN of the Company for its shares is INE891A01014.

#### vii. Market Price Data

##### 1 Comparison of High and Low share price and volume on BSE and NSE

| Month           | BSE    |        | NSE    |        |
|-----------------|--------|--------|--------|--------|
|                 | High   | Low    | High   | Low    |
| April, 2015     | 80.00  | 70.00  | 81.60  | 69.20  |
| May, 2015       | 88.75  | 76.15  | 89.50  | 75.60  |
| June, 2015      | 83.20  | 70.00  | 86.00  | 70.15  |
| July, 2015      | 85.75  | 70.10  | 85.65  | 70.15  |
| August, 2015    | 124.70 | 71.05  | 124.65 | 71.00  |
| September, 2015 | 132.60 | 89.00  | 134.90 | 89.20  |
| October, 2015   | 126.30 | 102.00 | 126.00 | 100.50 |
| November, 2015  | 111.90 | 81.00  | 111.90 | 79.00  |
| December, 2015  | 113.00 | 97.00  | 113.50 | 96.00  |
| January, 2016   | 120.30 | 81.00  | 120.00 | 80.60  |
| February, 2016  | 89.50  | 62.00  | 88.50  | 64.30  |
| March, 2016     | 78.00  | 70.05  | 78.00  | 70.00  |

**2. Performance of the share prices of the Company on BSE in Comparison to BSE Sensex**

| Month           | DSKDL High on BSE | BSE Sensex | Month          | DSKDL High on BSE | BSE Sensex |
|-----------------|-------------------|------------|----------------|-------------------|------------|
| April, 2015     | 80.00             | 29,094.61  | October, 2015  | 126.30            | 27,618.14  |
| May, 2015       | 88.75             | 28,071.16  | November, 2015 | 111.90            | 26,824.30  |
| June, 2015      | 83.20             | 27,968.75  | December, 2015 | 113.00            | 26,256.42  |
| July, 2015      | 85.75             | 28,578.33  | January, 2016  | 120.30            | 26,197.27  |
| August, 2015    | 124.70            | 28,417.59  | February, 2016 | 89.50             | 25,002.32  |
| September, 2015 | 132.60            | 26,471.82  | March, 2016    | 78.00             | 25,479.62  |

**3. Performance of the share prices of the Company on NSE in Comparison to CNX NIFTY**

| Month           | DSK HIGH NSE | CNX NIFTY | Month          | DSK HIGH NSE | CNX NIFTY |
|-----------------|--------------|-----------|----------------|--------------|-----------|
| April, 2015     | 81.60        | 8844.80   | October, 2015  | 126.00       | 8336.30   |
| May, 2015       | 89.50        | 8489.55   | November, 2015 | 111.90       | 8116.10   |
| June, 2015      | 86.00        | 8467.15   | December, 2015 | 113.50       | 7979.30   |
| July, 2015      | 85.65        | 8654.75   | January, 2016  | 120.00       | 7972.55   |
| August, 2015    | 124.65       | 8621.55   | February, 2016 | 88.50        | 7600.45   |
| September, 2015 | 134.90       | 8055.00   | March, 2016    | 78.00        | 7777.60   |

**UNCLAIMED DIVIDENDS / REFUND AMOUNTS AND TRANSFER TO INVESTOR EDUCATION & PROTECTION FUND**

In terms of Section 205C of the Companies Act, 1956, the unclaimed and unpaid dividend and the application monies received by Company for allotment of shares and due for refund for a period of seven years are required to be transferred to the Investor Education & Protection Fund administered by Central Government. Unclaimed Dividend upto 2007-08 declared on 27<sup>th</sup> September, 2008, has been transferred to the Investor Education & Protection Fund.

The table given below gives the dates of dividend declaration since 2007-08 amounts and the corresponding dates when the said amounts are due to be transferred to the Investor Education & Protection Fund.

| Year    | Type     | Date of declaration / refund     | Due date of transfer           |
|---------|----------|----------------------------------|--------------------------------|
| 2008-09 | Dividend | 29 <sup>th</sup> September, 2009 | 28 <sup>th</sup> October, 2016 |
| 2009-10 | Dividend | 29 <sup>th</sup> September, 2010 | 28 <sup>th</sup> October, 2017 |
| 2010-11 | Dividend | 29 <sup>th</sup> September, 2011 | 28 <sup>th</sup> October, 2018 |
| 2011-12 | Dividend | 26 <sup>th</sup> September, 2012 | 25 <sup>th</sup> October, 2019 |
| 2012-13 | Dividend | 27 <sup>th</sup> September, 2013 | 26 <sup>th</sup> October, 2020 |
| 2013-14 | Dividend | 30 <sup>th</sup> September, 2014 | 29 <sup>th</sup> October, 2021 |
| 2014-15 | Dividend | 29 <sup>th</sup> September, 2015 | 28 <sup>th</sup> October, 2022 |

## SECURED REDEEMABLE NON-CONVERTIBLE DEBENTURES (NCDs)

The Company's Secured Redeemable Non-Convertible Debentures (NCDs) offered for subscription to public under the Prospectus dated 28<sup>th</sup> July, 2014, were allotted on 6<sup>th</sup> September, 2014 and are listed on BSE on 10<sup>th</sup> September, 2014. The ISIN details for these NCDs are as under:

| Series / Tranche | ISIN         | Scrip code | No. of NCDs | Face value (₹ in cr.) | Rate of Interest | Interest interval | Date of Redemption      |
|------------------|--------------|------------|-------------|-----------------------|------------------|-------------------|-------------------------|
| Option I         | INE891A07011 | 935190     | 1,03,444    | 5000                  | 12.50%*          | Quarterly         | 06/09/2017              |
| Option II        | INE891A07037 | 935192     | 46,851      | 5000                  | NA               | Cumulative        | 06/03/2020              |
| Option III       | INE891A07045 | 935194     | 849         | 25000                 | 12.65%*          | Annually          | Staggered redemption ** |
| Option IV        | INE891A07029 | 935196     | 68,852      | 5000                  | 12.75%*          | Monthly           | 06/09/2021              |

\* Additional Coupon of 0.25% p.a. for women, senior citizens, shareholders, servicemen, ex-servicemen or DSK employees.

\*\* Under Option III, the payment of principal together with the interest accrued on the residual face value will be paid as under.

| Sr. No. | Partial redemption dates   | % to Face Value |
|---------|----------------------------|-----------------|
| 1       | 6 <sup>th</sup> Sept, 2016 | 10              |
| 2       | 6 <sup>th</sup> Sept, 2017 | 15              |
| 3       | 6 <sup>th</sup> Sept, 2018 | 20              |
| 4       | 6 <sup>th</sup> Sept, 2019 | 25              |
| 5       | 6 <sup>th</sup> Sept, 2020 | 25              |

### Securities Transfer System:

1. The Securities Transfer Committee looks after the securities transfer system. The Securities Transfer Committee meets as and when necessary. The proceedings of the earlier Committee meeting are confirmed at the subsequent Committee Meeting. Minutes of the Committee meetings are placed before, and noted by, the Board of Directors.
2. Sharepro Services (India) Pvt. Ltd., Registrar & Transfer agent of the Company were looking after the work relating to transfers of Equity Shares and Link Intime India Pvt. Ltd., Registrar to the Issue looks after the work relating to transfers of Debentures. SEBI vide its order no. WTM/RKA/MIRSD2/41/2016 dated 22<sup>nd</sup> March, 2016 in the name of Sharepro and some of its employees and their relatives has alleged committing irregularities in transfer of shares and dividends over a period of 10 years. SEBI in the said order has accused Sharepro of pocketing dividends of several shareholders of the various companies. Pursuant to the said order, SEBI has advised companies to switch over their RTA activities to other registrar. Hence on 15<sup>th</sup> April, 2016, the Company has terminated the services of Sharepro and appointed Link Intime India Pvt. Ltd. (Link Intime) as its new RTA.
3. The Company's shares are traded on Stock Exchanges in compulsorily dematerialised form. But the off market trading of shares of the Company is also possible in physical form. The share transfer forms received at Company are sent to the R & T Agent for further processing.

4. The Company ensures that all transfers are effected within a period of fifteen days from the date of their lodgement.
5. As required under regulation 40(9) and (10) of Listing Regulations, certificate is obtained every six months from a Practicing Company Secretary with regard to, *inter-alia*, effecting transfer, transmission, sub-division and consolidation of equity shares within 15 days of the lodgment. The certificates are forwarded to BSE and NSE, where the equity shares are listed and also placed before the Board of Directors.

**Distribution of Shareholdings as at 31<sup>st</sup> March, 2016:**

| Slab of Shareholdings No. of Shares | No. of Shareholders | Percentage of total shareholders | Holdings        | Percentage of total paid up capital |
|-------------------------------------|---------------------|----------------------------------|-----------------|-------------------------------------|
| Less than 5000                      | 21083               | 99.61                            | 2489966         | 9.65                                |
| 5001-10000                          | 23                  | 0.11                             | 176032          | 0.68                                |
| 10001-20000                         | 21                  | 0.10                             | 315702          | 1.22                                |
| 20001-30000                         | 8                   | 0.04                             | 186980          | 0.73                                |
| 30001-40000                         | 2                   | 0.01                             | 61989           | 0.24                                |
| 40001-50000                         | 2                   | 0.01                             | 95103           | 0.37                                |
| 50001-100000                        | 13                  | 0.06                             | 1028999         | 3.99                                |
| 100001 & above                      | 13                  | 0.06                             | 21446237        | 83.12                               |
| <b>Total</b>                        | <b>22142</b>        | <b>100.00</b>                    | <b>25801008</b> | <b>100.00</b>                       |

**Categories of shareholders as at 31<sup>st</sup> March, 2016:**

| Categories                                        | Number of shares | % to shareholding |
|---------------------------------------------------|------------------|-------------------|
| Promoters, Directors & Relatives                  | 12895550         | 49.98             |
| Mutual Funds & UTI                                | 200000           | 0.78              |
| Banks/Financial Institutions/ Insurance Companies | 2400             | 0.01              |
| Foreign Institutional Investors                   | 0                | 0.00              |
| Private Corporate Bodies                          | 1012262          | 3.92              |
| Indian Public                                     | 7609921          | 29.49             |
| NRIs/OCBs/Foreign Nationals                       | 4080875          | 15.82             |
| <b>Total</b>                                      | <b>25801008</b>  | <b>100.00</b>     |

**Dematerialisation of shares**

The Company's Equity Shares have been dematerialised with the Central Depository Services (India) Limited (CDSL) and the National Securities Depository Limited (NSDL). The ISIN of the Company for its shares is mentioned above.

As on 31<sup>st</sup> March, 2016, out of the total holding of 2,58,01,008 equity shares 2,15,46,675 shares representing 83.51% of the total holding are in dematerialized form.

## Investor Correspondence

### Registrar & Transfer agents

#### Link Intime India Private Limited

C-13, Pannalal Silk Mills Compound,  
L.B.S. Marg, Bhandup (West)  
Mumbai – 400 078  
Ph No. 022 -256963838

#### Equity:

[ganapati.haligouda@linkintime.co.in](mailto:ganapati.haligouda@linkintime.co.in)  
Contact: Mr. Ganapati Haligouda

#### Debenture:

[dsk.ncd@linkintime.co.in](mailto:dsk.ncd@linkintime.co.in)

Contact: Mr. Dhanaji Jondhale

### Debenture Trustee

#### GDA Trusteeship Ltd.

GDA House, 1<sup>st</sup> Floor, Plot No.85  
S No. 94 & 95, Bhusari Colony (Right),  
Paud Road, Kothrud, Pune-411038.  
Ph No. 020-25280081  
[dt@gdatrustee.com](mailto:dt@gdatrustee.com)  
Contact: Ms. Shamala Nalawade

### Corporate Identity Number (CIN)

L45201PN1991PLC063340

### Registered Office

‘DSK House’, 1187/60, J. M. Road, Shivajinagar, Pune - 411005

### Mumbai Office

‘DSK’ on Veer Savarkar Marg (Cadle Road), Next to Mayor’s  
Bungalow, Shivaji Park, Dadar, Mumbai – 400 028.

### Company Secretary and Compliance Officer

Mr. Amol Purandare

### Company website

[www.dskdl.com](http://www.dskdl.com)

### Email id for investor grievances

[secretarial@dskdl.com](mailto:secretarial@dskdl.com) / [ncd@dskdl.com](mailto:ncd@dskdl.com)

## DECLARATION REGARDING COMPLIANCE BY THE BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH COMPANY’S CODE OF CONDUCT OF BOARD OF DIRECTORS AND SENIOR MANAGEMENT PERSONNEL.

This is to confirm that the Company has adopted a Code of Conduct for all its Board Members and Senior Management of the Company. This Code is available on the Company’s website at [http://dskdl.com/wp-content/uploads/Code\\_of\\_conduct\\_for\\_Directors\\_Senior\\_Management\\_Personnel.pdf](http://dskdl.com/wp-content/uploads/Code_of_conduct_for_Directors_Senior_Management_Personnel.pdf)

I confirm that the Board Members and Senior Management of the Company have in respect of the financial year ended 31<sup>st</sup> March, 2016 complied with the Code of Conduct as applicable to them.

**D. S. Kulkarni**

**Chairman & Managing Director**

DIN: 00394027

Place: Pune

Date: 24<sup>th</sup> May, 2016

## **CERTIFICATE**

To  
The Member of  
D.S.KULKARNI DEVELOPERS LIMITED  
1187/60, J.M.ROAD, SHIVAJINAGAR,  
PUNE – 411 005  
MAHARASHTRA, INDIA.

We have examined the compliance conditions of Corporate Governance by D. S. KULKARNI DEVELOPERS LIMITED having company Registration Number: CIN L45201PM1991PLC063340 for the year ended on March 31<sup>st</sup>, 2016 as stipulated under Regulation 34 read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

In our opinion and to the best of our information and according to explanations given to us and based on the representation made by the Directors and the management, we certify that the Company has complied of Corporate Governance as stipulated in the above mentioned Regulations.

**For KANJ & ASSOCIATES**  
**Company Secretaries**

**Mahesh A. Athavale**  
PARTNER  
FCS No.: 2412  
C P No.: 1488

Date : 24<sup>th</sup> May, 2016  
Place : Pune

## MANAGEMENT DISCUSSION AND ANALYSIS

### Economic Overview

The Indian Government is on the fast track of financial reforms. The Reserve Bank of India ("RBI") with its helping hand is supporting the Government to bring down inflation. It is perceived that the Government and RBI are working in tandem with each other to accelerate the tempo of development. Economic development benefits everyone.

The public and private sector projects which were stalled are now seeing the light at the end of a dark tunnel. Government is quickly moving towards the era of 'Minimum government and maximum governance' by digitisation, simplification of procedures, shortening various forms, leveraging technology, transparency in public interface, etc. The Government has also taken a number of initiatives for improving 'Ease of Doing Business'. The emphasis has been on simplification and rationalization of the existing rules and introduction of IT (information technology) solutions to make governance more proactive, efficient and effective.

All these measures shall have the effect of bringing back the confidence of the industry and society as a whole. Indian economy grew at 7.6% during fiscal 2015-16 as against 7.3% of the earlier year. It is expected that the Indian economy will grow between 7 to 7.75% of GDP in fiscal 2016-17. The fiscal deficit target for FY 2016-17 has been kept at 3.5% and the Government seems to be on track to achieve it though albeit it being challenging. Though steps have been taken to keep inflation at sub 5, confidence in price stability has to be improved.

The Government's encouragement towards start-ups is remarkable as it creates entrepreneurs, employment, new product/service lines, new investment avenues, etc. It is expected that the Government takes steps to sustainability of reforms initiated; otherwise their impact are negative for employment, and economy. Also certain political events are expected to strengthen the Government's power to pass GST and other crucial legislations.

For the last two years, India in general and important states like Maharashtra in particular faced drought situation. Agriculture was much affected, pushing inflation up. However, IMD has given a favourable monsoon forecast for the current year. Normal monsoon will certainly give confidence to the industry and agricultural and economy as a whole can achieve its set targets.

### Real Estate Sector Overview and Outlook

It may be noted that the Central Government passed the Real Estate Regulation and Development Act, 2016 which got notified on 26<sup>th</sup> March, 2016. The Central Real Estate Regulatory Authority and the Rules under the said Act are yet to be notified.

Tepid home sales, rising inventory levels and weak sentiment pulled down India's property markets in 2015. The sector awaits the return of investors and customers, who seem to be waiting for prices to stabilize and developers to honour project delivery schedules before they take the plunge.

Many steps by the Government/regulators have been seen to stabilize real estate sector, be it in the form of formation of REITs and InvITs, regulatory changes, reduction in interest rates or easing FDI norms. Real estate has always been an attractive sector for private equity providers and NBFCs.

The Union Budget of 2016-17 saw heavy provisioning for real estate and infrastructure. The Real Estate (Regulation and Development) Act, 2016 is expected to boost the sentiments in the real estate sector as it will bring in more transparency and organised working which in turn will benefit every stakeholder.

The Government's policy steps and RBI's reduction in rates are helping recovery in many sectors of economy. In a recuperating economy, real estate sector takes time to recover, be it a housing, commercial or retail real estate. In the short term and long term, lot of investment is expected in the Tier I and II cities such as Bengaluru,

Pune, Ahmedabad, Chennai, Delhi, etc. Also a major investment can be seen in the cities which have been included in Government's "Smart City Mission".

The real estate sector that suffered much pain in the past two years is moving towards a more rational regime. Developers are focusing on project execution and delivery. 2016 is expected to gradually move towards better home sales and see a spurt in launches in some locations. The year will also see the sector moving from an investor-driven to an end-user driven cycle. Home prices, which declined to some extent in 2015, may see further correction as customers are still delaying home-buying decisions. Prices may stabilize within a band. Overall, there is an improvement in the sentiments for the residential sector. The benefits provided to buyers in the Union Budget 2016 are also expected to generate the further demand. Stakeholders are quite optimistic about residential sales.

With the Government's efforts in pushing start-ups, new projects and overall economic growth, commercial real estate seems to be better placed than residential real estate. Stakeholders are optimistic about the office space, especially in terms of leasing volumes and rental appreciation.

### Opportunities

With the Government's and RBI's steps for economic reforms, the industry is positive for revival of economic growth across all sectors. Be it regulation or execution, government is trying to be transparent and at the same time vigilant.

The Government's 'Smart City Mission' will help to revive real estate in the cities which have been recognised in Smart City project. Also under Sardar Patel Urban Housing Mission, 30 millions housing will be built in India by 2022 for economically weaker sections and low income group.

The concept of smart township is now shaping the concept in which company has been operating for a long time.

The start-ups boost and ease of doing business will lead to more entrepreneurs and new projects which may lead to development of new industrial corridors and as such development of residential avenues.

The relaxation of FDI norms for real estate will see boost in investment in real estate sector. This move should boost affordable housing projects and smart cities across the country.

Since the number of new launches have reduced, developers are concentrating on completing the existing projects. It is giving confidence to the buyers that the launched projects will be completed and as such it is expected to boost demand.

### Threats, Risks & Concerns

With the Real Estate Regulator being appointed under the Real Estate (Regulation and Development) Act, 2016, it will lead to one more 'table' for approval of a real estate project which is already reeling with the longest list of approvals required.

The regulatory initiative to bring about orderly development of Real Estate Sector (which is tipped to benefit the organised sector player like your Company), *inter alia*, is construed by the home buyers to mean likely softening in residential (dwelling) unit prices which assumption need not hold good.

Government's projects like "Smart City Mission", "House for all by 2022", may lead to increase in land prices.

With infrastructure being penetrated in rural India, availability of labour will be scarce who may defy from migrating to urban areas.

Though RBI is reducing rates, banks were not willing to pass on the whole of the reduction to the customers as such customers are waiting further for reduction in rates by banks.

Though land is considered to be the principal raw material for real estate developers, bank finance is not available for land purchase and as such developers have to resort to dearer finance. This leads to increase in project cost and resultant sale price. The major factor to determine selling price is costs which are going up.

There are many townships are expected to come up in the vicinity of the Company's township. It may pose sales threat.

The Real Estate sector is seeing a lot of technological innovations used in construction. The ability of their technologies is a question but the Company has to adopt these to match customer's choices.

Investments in real estate are relatively illiquid. The Company may not be able to liquidate its inventory at the pace it is required to do so for the reasons of economic slow down and depressive general real estate market. As such it may resort to higher borrowing impacting its cash flows and profitability.

In substance there has been a continuing slow down in the Real Estate Industry which the Company believes will last for sometime. The Company may have to resort to further borrowings to tide over the financial mismatches.

### **Risk Mitigation**

After implementation of RERA, the Real Estate Regulator is being appointed, many of the obligations of the said Act are already being taken care of by the Company.

Though the Company has existing land bank acquired at the historical costs, innovative, cost effective methods for new land acquisitions and construction have to be adopted so that the projects become viable.

Cost effective and aggressive execution of project and out of the box marketing efforts are needed. Aggressive marketing and new marketing strategies are required to sell products at faster rate.

Invention and innovation in technology for execution of project is inevitable as labour is scarce. It will also lead to faster completion of project.

Since the real estate market is now moving from a seller's market to a buyer's market, continuous market research is important to understand the changing tastes of customers and ensure that the residential units become marketable.

Cash flows and financials have to be managed judiciously so that there is not much stress on cash flows.

### **Internal Control Systems and their adequacy**

An ERP system is now implemented in almost all the spheres of the organisation which helps in controlling the internal processes. Each of the construction stage and each activity is monitored and controlled by the internal control system. The existing internal control system supports the internal financial controls also. Internal control systems are audited regularly by the Internal auditors within the scope defined by Audit Committee.

### **Customer Care and Satisfaction**

Customer care and satisfaction is given prime importance in the business culture of the company by maintaining healthy relationship with them. At the start of the project, "Bhumipujan" is done at the hands of those who have booked flats. Customer meets are organised at the project site to inform the flat owners about the progress of their dream homes and they are educated at various intervals about the maintenance of home and society. At the closure of the site, grand function is organised to hand over flats to the owners.

### **Financial Performance and Accounting Treatment**

During the year under report the projects under construction showed progress. Though the performance on the sales domain was sluggish, the Company managed to achieve the construction targets. Total Income was

increased by 23% for FY 2015-16 as compared to FY 2014-15. Profit before tax was decreased by 16% for FY 2015-16 as compared to the FY 2014-15. EPS stood at ₹5.44 for FY 2015-16 as compared to ₹7.17 for FY 2014-15. Consolidated income rose by 23% for FY 2015-16 as compared to FY 2014-15 but PBT fell by 31% dragged by the subsidiaries' poor performance. The Company has made a provision for impairment of investment in subsidiaries in the USA.

The Company's accounts are prepared as per the Accounting Standards and there is no treatment different from that prescribed in an Accounting Standards.

### **Development of Human Resources**

Efforts are always made to keep employees morale high and motivate them. The extra-ordinary work performed by the employees is appraised monthly and the employees are awarded. Training needs are identified for the employees with the help of their seniors and are provided with theoretical as well as practical training. Even the Directors of the Company are provided with the training of legal updates of the Companies Act, SEBI Regulations and other laws from time to time. The employees' active participation is ensured in various events organised by the Company for their personality development. The number of people employed by the Company during the FY 2015-16 were 156.

### **Environmental and Health Safety Policy**

In each of the project importance is given to the environment protection by giving amenities of a Sewage Treatment Plant (STP), rain water harvesting, solar panels, etc. Care is also taken for minimization of occupation health and safety risks. Not only employees of the Company but contractors and their labourers are also given training for safety practices to be followed at sites.

### **Cautionary Statement**

Certain statements in the Management Discussion and Analysis Report relating to the Company's objectives, projections, outlook, expectations, estimates, etc. may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Actual results may differ from such expectations, projections, etc. whether express or implied. Several factors could make significant difference to the Company's operations. These include climatic conditions, global and local economic conditions affecting demand and supply, government regulations and taxation, natural calamities and other force majeure conditions, etc. over which Company does not have any control.

## Independent Auditors' Report to the Members

To,  
The Members of **D. S. Kulkarni Developers Ltd.**  
**Report on the Standalone Financial Statements**

We have audited the accompanying standalone financial statements of **D. S. Kulkarni Developers Ltd.** which comprise the

- Balance Sheet as at the **31<sup>st</sup> March 2016**
- Statement of Profit and Loss for the year ended on that date
- Cash Flow Statement for the year ended on that date, and
- A summary of significant accounting policies and other explanatory information.

### Management 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 and presentation 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 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.

### Auditors' 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.

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 auditors' 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,

- a) in the case of the standalone balance sheet, of the state of affairs of the Company as at **31<sup>st</sup> March, 2016**
- b) in the case of the standalone statement of profit & loss, of the **profit** of the Company for the year ended on that date.
- c) in the case of the standalone cash flow statement, of the **cash flows** of the Company for the year ended on that date.

### Report on other legal and regulatory requirements

- a) As required by the Companies (Auditor's Report) Order, 2016, issued by the Central Government of India in terms of Section 143(11) of the Companies Act, 2013, we enclose, on the basis of our opinion, our examination of the relevant records and according to the information and explanation given to us, in the "Annexure A" a statement on the matters specified in Paragraphs 3 and 4 of the said Order.
- b) As required by Section 143(3) of the Act, we report that
  - i 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.
  - ii In our opinion, proper books of account as required by law have been kept by the Company, so far as appears from our examination of those books;
  - iii 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
  - iv 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.
  - v On the basis of the written representations received from the directors as on **31<sup>st</sup> March, 2016** taken on record by the Board of Directors, none of the directors is disqualified as on **31<sup>st</sup> March, 2016** from being appointed as a director in terms of Section 164 (2) of the Act.
  - vi With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
  - vii 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:
    - a) the Company does not have any pending litigations which would impact its financial position
    - b) the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses
    - c) there has been no delay on the part of the Company in transferring amounts, required to be transferred, to the Investor Education and Protection Fund

**For Gokhale, Tanksale & Ghatpande,**

Firm Registration No: 103277W

Chartered Accountants

**S. M. Ghatpande**

Partner

Membership No. 30462

Place: Pune

Date: 24<sup>th</sup> May 2016

## “Annexure A” Referred to in Paragraph a) under the heading “Report on other legal and regulatory requirements” of Our Report of Even Date

### (i) Fixed Assets

- The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets during the financial year under review.
- The management has not physically verified all the fixed assets during the year but there is a regular programme of verification which is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification during the financial year under review.
- The title deeds of immovable properties owned by the Company are held in the name of the company

### (ii) Inventories

The management has conducted physical verification of inventories at reasonable intervals during the year. The discrepancies noticed on physical verification of inventory as compared to the book records were not material and have been properly dealt with in the books of account.

### (iii) Loans granted to related parties

- The Company has granted loans, secured or unsecured, to companies, firms or other parties covered in the register maintained u/s 189 of the Act. The number of parties and amount involved in the transactions is as follows: -

| Number of Parties | Amount of loans given |           |
|-------------------|-----------------------|-----------|
|                   | Balance (₹ Lacs)      |           |
|                   | 31-Mar-16             | 31-Mar-15 |
| Two (Two)         | 10,544.06             | 9,471.31  |

- The rate of interest and other terms and conditions of loans, secured or unsecured, granted by the Company, are not, prima facie, prejudicial to the interest of the Company;
- In respect of the loans, secured or unsecured, given by the Company, the terms of repayments of the principal amount and the payments of the interest have not been stipulated. Hence no repayment can be said to be overdue. However, the Company has made provision for loans whose recovery may be doubtful.

### (iv) Compliance with S. 185 & S. 186

The Company has made investments, granted loans, offered guarantee and security in compliance with the provisions of section 185 & section 186 of CA, 2013 .

### (v) Deposits

The Company has complied with the provisions of Sections 73-76 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 and the Reserve Bank of India Directives in the matter of acceptance of deposits from the public. No Order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal in this regard.

**(vi) Cost Records**

The Company has maintained cost records as required by the Companies (Cost Record & Audit), 2014 prescribed by the Central Government u/s 148(1) of the Act.

**(vii) Payment of statutory dues**

- (a) ***There have been instances of delay in depositing with the appropriate authorities undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, TDS, Income-tax (except advance tax), Sales-tax, Wealth Tax, Service tax, Customs Duty, Excise Duty, cess and other material statutory dues applicable to it.***

***The amount of undisputed statutory dues outstanding on 31/03/2016 is ₹17.14 crores.***

***There are no arrears of outstanding undisputed statutory dues (except advance tax of approximately ₹ 4.39 crores) as at the last day of the financial year for a period of more than six months from the date those became payable.***

- (b) There are no disputed amounts outstanding in respect of Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service tax, Customs Duty, Excise Duty, cess and other material statutory dues applicable to it as at the last day of the Financial year. The disputed amounts in respect of income tax are as follows:

| ₹ Lacs  |                                      |                 |                 |                 |
|---------|--------------------------------------|-----------------|-----------------|-----------------|
| Sr. No. | Forum where dispute is pending       | Assessment Year | 31-Mar-16       | 31-Mar-15       |
| 1       | High Court of Judicature, Mumbai     | 2004-05         | 67.25           | 67.25           |
| 2       | High Court of Judicature, Mumbai     | 2005-06         | 152.02          | 152.02          |
| 3       | High Court of Judicature, Mumbai     | 2006-07         | 311.45          | 311.45          |
| 4       | High Court of Judicature, Mumbai     | 2007-08         | 418.80          | 418.80          |
| 5       | High Court of Judicature, Mumbai     | 2008-09         | 116.00          | 116.00          |
| 6       | High Court of Judicature, Mumbai     | 2009-10         | 156.93          | 156.93          |
| 7       | Income Tax Appellate Tribunal        | 2010-11         |                 | 99.95           |
|         | High Court of Judicature, Mumbai     | 2010-11         | 99.95           |                 |
| 8       | Commissioner of Income Tax (Appeals) | 2011-12         |                 | 35.47           |
|         | Income Tax Appellate Tribunal        | 2011-12         | 35.47           |                 |
| 9       | Commissioner of Income Tax (Appeals) | 2012-13         |                 | 40.40           |
|         | Income Tax Appellate Tribunal        | 2012-13         | 40.40           |                 |
|         | <b>Total</b>                         |                 | <b>1,398.27</b> | <b>1,398.27</b> |

The ITAT Pune decided the Company's appeals for AY 2004-05, 2005-06, 2006-07, 2007-08, 2008-09 & 2009-10 in favour of the Company. However, the Dept has filed a reference with the High Court of Judicature at Mumbai. The Company expects that the ITAT Pune will decide similarly the Company's appeals for AY 2010-11, 2011-12 & 2012-13 in favour of the Company. Against these contingent liabilities the Company paid ₹ 903.53 lacs. However, after the decision of the ITAT in the Company's favour, the Company received a refund of ₹ 726.24 lacs.

- (c) During the year under review, the Company has transferred ₹ 269,914/- to the Investor Education and Protection Fund in accordance with the provisions of section 124(5) the Companies Act, 2013 and Rule 4 of the Companies (Declaration & Payment of Dividend) Rules 2014, made thereunder

**(viii) Default in repayment of bank loan**

The Company has not defaulted in repayment of dues to debenture holders. The Company has delayed by a short period repayment of dues to financial institutions and banks during the year. However, the lending institutions have confirmed that as at the date of this report the respective accounts are classified as standard.

**(ix) Application of proceeds of term loans / public offer**

The company has applied the term loans obtained during the year towards the purpose for which the loans were obtained. During the year under review, the Company has not raised moneys by way of initial public offer or further public offer (including debt instruments).

**(x) Fraud**

The contents of Paragraph 3(x) of CARO, 2016 are not applicable since no material fraud on or by the Company has been noticed or reported during the financial year under review.

**(xi) Managerial remuneration**

The Company has paid or provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act 2013

**(xii) Nidhi Company**

The contents of Paragraph 3(xii) of CARO, 2016 are not applicable since the Company is not a Nidhi Company.

**(xiii) Related party transactions & compliance with S.177 & 188**

All the transactions with related parties are in compliance with Sections 177 & 188 of the CA 2013 and details thereof have been disclosed in the financial statements as required by the applicable accounting standards.

**(xiv) Preferential allotment / private placement of shares or convertible debentures & compliance with S 42**

The contents of Paragraph 3(xiv) of CARO, 2016 are not applicable since the Company has not made preferential allotment or private placement of equity shares or fully or partly-paid convertible debentures during the year under review.

**(xv) Non-cash transactions with directors etc. & compliance with S.192**

The contents of paragraph 3(xv) of CARO 2016 are not applicable since

- (a) the directors have not entered into any arrangement for acquiring any assets from the company for a consideration other than cash during the financial year under review.
- (b) the company has not entered into any arrangement for acquiring any assets from the directors for a consideration other than cash during the financial year under review.

**(xvi) Compliance with S.45IA of RBI Act**

The contents of paragraph 3(xvi) are not applicable since the company is not required to register itself with RBI under section 45IA of the RBI Act.

**For Gokhale, Tanksale & Ghatpande**

Firm Registration No: 103277W

Chartered Accountants

**S. M. Ghatpande**

Partner

Membership No. 30462

Place: Pune

Date: 24<sup>th</sup> May 2016

## **“Annexure B” Referred to in Paragraph (b)(vi) under the heading “Report on other legal and regulatory requirements” of Our Report of Even Date**

### **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 D. S. Kulkarni Developers Ltd. (“the Company”) as of **31<sup>st</sup> March 2016** in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

#### **Management’s Responsibility for Internal Financial Controls**

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (‘ICAI’).

These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India.

Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were 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 its 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 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

- (a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (b) 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
- (c) 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.

### **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 **31 March 2016**, 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 Gokhale, Tanksale & Ghatpande**

Firm Registration No: 103277W

Chartered Accountants

### **S. M. Ghatpande**

Partner

Membership No. 30462

Place: Pune

Date: 24<sup>th</sup> May 2016

**BALANCE SHEET**

| Standalone Balance Sheet as at                                                     | Note No. | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|------------------------------------------------------------------------------------|----------|----------------------|----------------------|----------------------|----------------------|
| <b>I. EQUITY AND LIABILITIES</b>                                                   |          |                      |                      |                      |                      |
| <b>1 Shareholders' Funds</b>                                                       |          |                      |                      |                      |                      |
| a Share capital                                                                    | 3        | 2,580.10             |                      | 2,580.10             |                      |
| b Reserves and surplus                                                             | 4        | 49,850.68            | 52,430.78            | 48,993.14            | 51,573.25            |
| <b>2 Non-current liabilities</b>                                                   |          |                      |                      |                      |                      |
| a Long term borrowings                                                             | 5        | 49,620.64            |                      | 30,661.40            |                      |
| b Deferred tax liabilities (Net)                                                   | 6        | 42.67                | 49,663.32            | 63.01                | 30,724.41            |
| c Other long term liabilities                                                      | 7        |                      | 170.48               |                      | 170.84               |
| <b>3 Current liabilities</b>                                                       |          |                      |                      |                      |                      |
| a Short-term borrowings                                                            | 8        | 8,358.86             |                      | 5,296.28             |                      |
| b Trade payables                                                                   |          | 6,199.24             |                      | 2,788.87             |                      |
| c Other current liabilities                                                        | 9        | 100,560.88           |                      | 95,056.49            |                      |
| d Short-term provisions                                                            | 10       | 9,648.02             | 124,767.00           | 8,352.65             | 111,494.28           |
| <b>TOTAL</b>                                                                       |          |                      | <b>227,031.57</b>    |                      | <b>193,962.78</b>    |
| <b>II. ASSETS</b>                                                                  |          |                      |                      |                      |                      |
| <b>1 Non-current assets</b>                                                        |          |                      |                      |                      |                      |
| a Fixed Assets                                                                     |          |                      |                      |                      |                      |
| i) Tangible assets                                                                 | 11       | 4,859.39             |                      | 3,848.06             |                      |
| ii) Intangible assets                                                              | 12       | 42.25                |                      | 34.65                |                      |
| iii) Capital work-in-progress                                                      |          | 8.75                 |                      | -                    |                      |
| iv) Intangible assets under development                                            |          | 38.83                | 4,949.22             | 38.83                | 3,921.53             |
| b Non-current investments                                                          | 13       |                      | 1,685.19             |                      | 2,204.29             |
| c Other non-current assets                                                         | 14       |                      | 9,879.87             |                      | 8,858.14             |
| <b>2 Current assets</b>                                                            |          |                      |                      |                      |                      |
| a Inventories                                                                      | 15       | 180,108.36           |                      | 157,088.03           |                      |
| b Trade receivables                                                                | 16       | 408.58               |                      | 324.20               |                      |
| c Cash and cash equivalents                                                        | 17       | 3,457.28             |                      | 4,776.91             |                      |
| d Short-term loans and advances                                                    | 18       | 16,910.75            |                      | 9,359.59             |                      |
| e Other current assets                                                             | 19       | 9,632.32             | 210,517.30           | 7,430.09             | 178,978.82           |
| <b>TOTAL</b>                                                                       |          |                      | <b>227,031.57</b>    |                      | <b>193,962.78</b>    |
| <b>Contingent liabilities and commitments<br/>(to the extent not provided for)</b> | 20       |                      | 10,002.09            |                      | 11,076.37            |
| Corporate Information & Statement of Accounting Policies                           | 1-2      |                      |                      |                      |                      |

The accompanying notes are an integral part of these financial statements.

As per our audit report of even date.

**For Gokhale, Tanksale & Ghatpande**

Firm Registration No: 103277W

Chartered Accountants

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

**D. S. Kulkarni**

DIN 00394027

Chairman & Managing Director

**V. C. Joshi**

DIN 00549735

Director

**S. M. Ghatpande**

Partner

Membership No. 30462

Place: Pune

Date: 24<sup>th</sup> May, 2016

**N. V. Deshpande**

Chief Financial Officer

Place : Pune

Date: 24<sup>th</sup> May, 2016

**Amol Purandare**

Company Secretary

## PROFIT AND LOSS STATEMENT

| Standalone Profit and Loss Statement for the year ended  |                                                                               | Note No. | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|----------------------------------------------------------|-------------------------------------------------------------------------------|----------|----------------------|----------------------|----------------------|----------------------|
| I                                                        | Revenue from operations                                                       | 21       |                      | 20,307.45            |                      | 9,494.89             |
| II                                                       | Increase / (Decrease) in inventories of Finished Tenements & Work-in-Progress | 22       |                      | 23,148.59            |                      | 25,847.88            |
| III                                                      | Other income                                                                  | 23       |                      | 288.18               |                      | 260.61               |
| <b>Total</b>                                             |                                                                               |          |                      | <b>43,744.23</b>     |                      | <b>35,603.38</b>     |
| IV                                                       | <b>Expenses:</b>                                                              |          |                      |                      |                      |                      |
|                                                          | Land & Development expenses                                                   | 24       |                      | 33,950.36            |                      | 26,261.18            |
|                                                          | Office & administration expenses                                              | 25       |                      | 969.69               |                      | 1,736.95             |
|                                                          | Employee benefits expense                                                     | 26       |                      | 1,575.73             |                      | 1,412.51             |
|                                                          | Selling expenses                                                              | 27       |                      | 2,687.33             |                      | 1,512.93             |
|                                                          | Finance expenses                                                              | 28       |                      | 828.15               |                      | 954.90               |
|                                                          | Depreciation and amortization expense                                         | 29       |                      | 328.89               |                      | 335.31               |
|                                                          | Other Expenses                                                                | 30       |                      | 41.27                |                      | 34.47                |
|                                                          | Corporate Social Responsibility Expense                                       | 31       |                      | 64.31                |                      | 58.75                |
| <b>Total</b>                                             |                                                                               |          |                      | <b>40,445.73</b>     |                      | <b>32,307.01</b>     |
| V                                                        | Profit before exceptional and extra-ordinary items and tax                    |          |                      | 3,298.50             |                      | 3,296.37             |
| VI                                                       | Exceptional Items                                                             | 32       |                      | 19.54                |                      | 8.70                 |
| VII                                                      | Profit before extra-ordinary items and tax                                    |          |                      | 3,318.03             |                      | 3,305.07             |
| VIII                                                     | Extra-ordinary items                                                          | 33       |                      | (640.35)             |                      | (123.81)             |
| IX                                                       | Profit before tax                                                             |          |                      | 2,677.68             |                      | 3,181.26             |
| X                                                        | Tax expense                                                                   |          |                      |                      |                      |                      |
|                                                          | 1 Current tax                                                                 |          | (1,295.38)           |                      | (1,381.65)           |                      |
|                                                          | 2 Deferred tax                                                                |          | 20.34                | (1,275.04)           | 50.83                | (1,330.82)           |
| XI                                                       | Profit (Loss) for the period from continuing operations                       |          |                      | 1,402.64             |                      | 1,850.44             |
| XII                                                      | Profit (Loss) from discontinuing operations (after tax)                       |          |                      | -                    |                      | -                    |
| XIII                                                     | Profit (Loss) for the period                                                  |          |                      | 1,402.64             |                      | 1,850.44             |
| XIV                                                      | <b>Earnings per equity share</b>                                              |          |                      |                      |                      |                      |
|                                                          | 1 Basic                                                                       | 34       |                      | 5.44                 |                      | 7.17                 |
|                                                          | 2 Diluted                                                                     |          |                      | 5.44                 |                      | 7.17                 |
| Corporate Information & Statement of Accounting Policies |                                                                               | 1-2      |                      |                      |                      |                      |

The accompanying notes are an integral part of these financial statements.

As per our audit report of even date.

**For Gokhale, Tanksale & Ghatpande**

Firm Registration No: 103277W

Chartered Accountants

**S. M. Ghatpande**

Partner

Membership No. 30462

Place: Pune

Date: 24<sup>th</sup> May, 2016

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

**D. S. Kulkarni**

DIN 00394027

Chairman & Managing Director

**V. C. Joshi**

DIN 00549735

Director

**N. V. Deshpande**

Chief Financial Officer

Place : Pune

Date: 24<sup>th</sup> May, 2016

**Amol Purandare**

Company Secretary

## CASH FLOW STATEMENT

| Standalone Cash Flow Statement<br>for the year ended   | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|--------------------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| <b>A) Cash Flow From Operating Activities</b>          |                      |                      |                      |                      |
| Net Profit before Tax & Extraordinary Items            |                      | 3,318.03             |                      | 3,305.07             |
| Adjustments for                                        |                      |                      |                      |                      |
| Depreciation                                           | 328.89               |                      | 335.31               |                      |
| Loss/(Profit) on Sale of Assets                        | 41.27                |                      | 34.47                |                      |
| Interest Expenditure                                   | 700.85               |                      | 892.59               |                      |
| Interest & Dividend Received                           | (246.21)             | 824.79               | (207.27)             | 1,055.09             |
| <b>Operating Profit before Working Capital Changes</b> |                      | <b>4,142.82</b>      |                      | <b>4,360.17</b>      |
| Adjustment for                                         |                      |                      |                      |                      |
| Increase (Decrease) in Short Term Borrowings           | 3,062.58             |                      | 3,032.16             |                      |
| Increase (Decrease) in Other Current Liabilities       | 5,504.39             |                      | 18,843.64            |                      |
| Increase (Decrease) in Trade Payables                  | 3,410.37             |                      | 1,234.08             |                      |
| (Increase) Decrease in Inventories                     | (23,020.32)          |                      | (25,754.11)          |                      |
| (Increase) Decrease in Receivables                     | (84.38)              |                      | 6.62                 |                      |
| (Increase) Decrease in Loans & Advances                | (7,551.16)           |                      | (6,898.34)           |                      |
| (Increase) Decrease in Other current assets            | (677.43)             |                      | (324.55)             |                      |
| (Increase) Decrease in Other non-current assets        | (1,152.59)           | (20,508.54)          | (1,600.31)           | (11,460.82)          |
| <b>Cash generated from Operations</b>                  |                      | <b>(16,365.72)</b>   |                      | <b>(7,100.66)</b>    |
| Income Tax Paid                                        |                      | (1,681.74)           |                      | (942.63)             |
| <b>Net Cash from Operating Activities (A)</b>          |                      | <b>(18,047.46)</b>   |                      | <b>(8,043.29)</b>    |
| <b>B) Cash Flow from Investing Activities</b>          |                      |                      |                      |                      |
| Purchase of Fixed Assets                               | (1,503.12)           |                      | (257.94)             |                      |
| Sale of Fixed Assets                                   | 105.28               |                      | 19.33                |                      |
| Sale of Investment                                     | 9.60                 |                      |                      |                      |
| Interest & Dividend Received                           | 246.21               |                      | 207.27               |                      |
| <b>Net Cash used in Investing Activities (B)</b>       |                      | <b>(1,142.03)</b>    |                      | <b>(31.33)</b>       |

## CASH FLOW STATEMENT

| Standalone Cash Flow Statement<br>for the year ended                                      | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|-------------------------------------------------------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| <b>C) Cash Flow from Financing Activities</b>                                             |                      |                      |                      |                      |
| Interest Paid                                                                             | (700.85)             |                      | (892.59)             |                      |
| Dividend Paid                                                                             | (322.51)             |                      | (258.01)             |                      |
| Dividend Tax Paid                                                                         | (65.66)              |                      | (43.85)              |                      |
| Increase (Decrease) in Secured Loans                                                      | 18,959.24            |                      | 1,983.79             |                      |
| Increase (Decrease) in Other long term liabilities                                        | (0.36)               |                      | -                    |                      |
| <b>Net Cash used in Financing Activities (C)</b>                                          |                      | <b>17,869.87</b>     |                      | <b>789.35</b>        |
| <b>Net increase/decrease in cash and cash equivalents (A+B+C)</b>                         |                      | <b>(1,319.62)</b>    |                      | <b>(7,285.27)</b>    |
| <b>Cash &amp; Cash Equivalent as at beginning of the year</b>                             |                      | 4,776.88             |                      | 12,062.15            |
| <b>Cash &amp; Cash Equivalent as at end of the year</b>                                   |                      | 3,457.26             |                      | 4,776.88             |
| Note to the Cash Flow Statement: Cash and Cash Equivalents include Cash and Bank Balances |                      |                      |                      |                      |
| <b>Corporate Information &amp; Statement of Accounting Policies</b>                       |                      | 1-2                  |                      |                      |

The accompanying notes are an integral part of these financial statements.

As per our audit report of even date.

**For Gokhale, Tanksale & Ghatpande**

Firm Registration No: 103277W

Chartered Accountants

**S. M. Ghatpande**

Partner

Membership No. 30462

Place: Pune

Date: 24<sup>th</sup> May, 2016

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

**D. S. Kulkarni**

DIN 00394027

Chairman & Managing Director

**V. C. Joshi**

DIN 00549735

Director

**N. V. Deshpande**

Chief Financial Officer

Place : Pune

Date: 24<sup>th</sup> May, 2016

**Amol Purandare**

Company Secretary

## D. S. Kulkarni Developers Ltd.

### Notes to the Standalone Financial Statements for the year ended 31-Mar-16

#### 1 Corporate Information:

D. S. Kulkarni Developers Ltd. is a public limited company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The Company is engaged in the business of real estate development in India.

The Company is not a Small Company as defined in Section 2(85) of the Companies Act, 2013 ("the Act") because it is a public company.

As per Rule 7 of the Companies (Accounts) Rules 2014, the standards of accounting as specified under the Companies Act, 1956 (1 of 1956) shall be deemed to be the accounting standards until accounting standards are specified by the Central Government u/s 133 of the Act.

Rule 3 (1) of the Companies (Accounting Standards) Rules, 2006, made by the Central Government u/s 642 (1) read with Section 211(3C) and Section 210A(1) of the Companies Act, 1956 provides that the accounting standards recommended by the Institute of Chartered Accountants of India (ICAI) specified in the annexure to the said Rules shall come into effect in respect of accounting periods commencing on or after the publication of these accounting standards.

The Company is not a Small and Medium Sized Company (SMC) as defined in Rule 2(f) of the Companies (Accounting Standards) Rules, 2006 because

- a) it did have borrowings (including public deposits) in excess of ₹ 10 crores at any time during the immediately preceding accounting year and in the year under review
- b) its turnover (excluding other income) did exceed ₹ 50 crores in the immediately preceding accounting year and in the year under review, and
- c) its equity or debt securities are listed or are in the process of being listed on any stock exchange.

#### 2 Basis of Preparation of Financial Statements

These financial statements comply in all material respects with the relevant provisions of the Act, the Generally Accepted Accounting Principles followed in India in conjunction with the Accounting Standards issued by the Institute of Chartered Accountants of India which are specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. As required by AS 1 issued by the Institute of Chartered Accountants of India, the accounting policies adopted in the preparation of these financial statements are disclosed below.

##### 2.1 Summary of significant accounting policies:

###### 2.1.1 Presentation and disclosure of financial statements:

These financial statements have been presented in accordance with the Schedule III to the Companies Act, 2013.

###### 2.1.2 Accounting Convention:

These financial statements are prepared under the historical cost convention.

### 2.1.3 Method of Accounting:

As required by Section 128(1) of the Act, these financial statements are prepared in accordance with the accrual method of accounting with revenues recognized and expenses accounted on their accrual including provisions / adjustments for committed obligations and amounts determined as payable or receivable during the period.

### 2.1.4 Use of Estimates:

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgements, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets and liabilities and disclosures of contingent liabilities at the date of the end of the reporting periods and the reported amounts of revenues and expenses for the reporting periods. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the year in which the estimate is revised.

### 2.1.5 Consistency:

These financial statements have been prepared on a basis consistent with previous years and accounting policies not specifically referred hereto are consistent with generally accepted accounting principles.

### 2.1.6 Contingencies and Events occurring after the Balance Sheet Date:

AS 4 issued by the Institute of Chartered Accountants of India is applicable since

- i) there are no contingent liabilities existing on the reporting date for which provision may be required and
- ii) there are events occurring after the balance sheet date but before the financial statements are approved, having an effect on the balance sheet and profit and loss statement.

### 2.1.7 Net Profit or Loss for the Period, Prior Period Items and Changes in Accounting Policies:

The Company's Profit & Loss Account presents profit / loss from ordinary activities. There are no extraordinary items or changes in accounting estimates and policies during the year under review which need to be disclosed as per AS 5 issued by the Institute of Chartered Accountants of India.

### 2.1.8 Cash Flow Statements:

Cash Flows are reported as per the Indirect Method as specified in AS 3 issued by the Institute of Chartered Accountants of India.

### 2.1.9 Previous Year Figures:

The figures for the previous year have been rearranged to facilitate comparison.

## 2.2 Fixed Assets

**2.2.1 Tangible Fixed Assets:** In accordance with AS 10 issued by the Institute of Chartered Accountants of India,

- i) Tangible Fixed Assets are stated at cost of acquisition or construction net of accumulated depreciation and accumulated impairment losses, if any.
- ii) The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable incidental expenses related to acquisition and installation and other pre-operative expenses of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.
- iii) Subsequent expenditure related to an item of fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing fixed assets, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.
- iv) Gains or losses arising from derecognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

**2.2.2 Depreciation on Tangible Fixed Assets:** In accordance with AS 6 issued by the Institute of Chartered Accountants of India,

- i) Depreciation on Tangible Fixed Assets is provided as per Schedule II to the Companies Act, 2013.
- ii) Leasehold land is amortized on a straight line basis over the period of the lease

**2.2.3 Intangible Fixed Assets:** In accordance with AS 26 issued by the Institute of Chartered Accountants of India,

- i) Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in an amalgamation in the nature of purchase is their fair value as at the date of amalgamation. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the statement of profit and loss in the year in which the expenditure is incurred.
- ii) Intangible assets are amortized on a straight line basis over the estimated useful economic life. The company uses a rebuttable presumption that the useful life of an intangible asset will not exceed ten years from the date when the asset is available for use. If the persuasive evidence exists to the effect that useful life of an intangible asset exceeds ten years, the company amortizes the intangible asset over the best estimate of its useful life.
- iii) Such intangible assets and intangible assets not yet available for use are tested for impairment annually, either individually or at the cash-generating unit level. All other intangible assets are assessed for impairment whenever there is an indication that the intangible asset may be impaired.
- iv) The amortization period and the amortization method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly. If there has been a significant change in the expected pattern of economic benefits from the asset, the amortization method is changed to reflect the changed pattern. Such changes are accounted for in accordance with AS 5 Net Profit or Loss for the Period, Prior Period Items and Changes in Accounting Policies.

- v) Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

#### **2.2.4 Borrowing Costs: In accordance with Accounting Standard 16 issued by the Institute of Chartered Accountants of India,**

- i) Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.
- ii) A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale.
- iii) Borrowing costs that are attributable to the acquisition, construction or production of qualifying assets are capitalized as part of the cost of such assets. All other borrowing costs are recognized as an expense in the period in which those are incurred.

#### **2.2.5 Impairment of tangible and intangible assets: In accordance with AS 28 issued by the Institute of Chartered Accountants of India,**

- i) The company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company estimates the recoverable amount of the asset. Such recoverable amount is the higher of an asset's or cash-generating unit's (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.
- ii) The company bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the company's cash-generating units to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of five years. For longer periods, a long term growth rate is calculated and applied to project future cash flows after the fifth year.
- iii) Impairment losses of continuing operations, including write-down of inventories, are recognized in the statement of profit and loss, except for previously revalued tangible fixed assets, where the revaluation was taken to revaluation reserve. In this case, the impairment is also recognized in the revaluation reserve up to the amount of any previous revaluation.
- iv) After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.
- v) An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the company estimates the asset's or cash-generating unit's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used

to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of profit and loss unless the asset is carried at a revalued amount, in which case the reversal is treated as a revaluation increase.

**2.2.6 Research and development costs:** In accordance with AS 26 issued by the Institute of Chartered Accountants of India,

- i) Research costs are expensed as incurred. Development expenditure incurred on an individual project is recognized as an intangible asset when the company can demonstrate all the following:
  - a) The technical feasibility of completing the intangible asset so that it will be available for use or sale
  - b) Its intention to complete the asset
  - c) Its ability to use or sell the asset
  - d) How the asset will generate future economic benefits
  - e) The availability of adequate resources to complete the development and to use or sell the asset
  - f) The ability to measure reliably the expenditure attributable to the intangible asset during development.
- ii) Following the initial recognition of the development expenditure as an asset, the cost model is applied requiring the asset to be carried at cost less any accumulated amortization and accumulated impairment losses. Amortization of the asset begins when development is complete and the asset is available for use. It is amortized on a straight line basis over the period of expected future benefit from the related project. Amortization is recognized in the statement of profit and loss. During the period of development, the asset is tested for impairment annually.

**2.2.7 Leases:** In accordance with Accounting Standard 19, issued by the Institute of Chartered Accountants of India,

- A Where the company is lessee
  - i) Finance leases, which effectively transfer to the company substantially all the risks and benefits incidental to ownership of the leased item, are capitalized at the inception of the lease term at the lower of the fair value of the leased property and present value of minimum lease payments. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognized as finance costs in the statement of profit and loss. Lease management fees, legal charges and other initial direct costs of lease are capitalized.
  - ii) A leased asset is depreciated on a straight-line basis over the useful life of the asset. However, if there is no reasonable certainty that the company will obtain the ownership by the end of the lease term, the capitalized asset is depreciated on a straight-line basis over the shorter of the estimated useful life of the asset, the lease term or the useful life.
  - iii) Leases, where the lessor effectively retains substantially all the risks and benefits of

ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis over the lease term.

**B Where the company is the lessor**

- i) Leases in which the company transfers substantially all the risks and benefits of ownership of the asset are classified as finance leases. Assets given under finance lease are recognized as a receivable at an amount equal to the net investment in the lease. After initial recognition, the company apportions lease rentals between the principal repayment and interest income so as to achieve a constant periodic rate of return on the net investment outstanding in respect of the finance lease. The interest income is recognized in the statement of profit and loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognized immediately in the statement of profit and loss.
- ii) Leases in which the company does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Assets subject to operating leases are included in fixed assets. Costs, including depreciation, are recognized as an expense in the statement of profit and loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognized immediately in the statement of profit and loss.

**2.3 Investments:** In accordance with AS 13 issued by the Institute of Chartered Accountants of India,

- i) Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.
- ii) On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. If an investment is acquired, or partly acquired, by the issue of shares or other securities, the acquisition cost is the fair value of the securities issued. If an investment is acquired in exchange for another asset, the acquisition is determined by reference to the fair value of the asset given up or by reference to the fair value of the investment acquired, whichever is more clearly evident.
- iii) Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.
- iv) On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.
- v) An investment in land or buildings, which is not intended to be occupied substantially for use by, or in the operations of, the company, is classified as investment property. Investment properties are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any.
- vi) The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the investment property to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.
- vii) Depreciation on building component of investment property is calculated on a straight-line basis using the rate arrived at based on the useful life prescribed under the Schedule II to the Companies Act, 2013.
- viii) On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

**2.4 Inventories:** In accordance with Accounting Standards 2 & 9 issued by the Institute of Chartered Accountants of India,

- i) Construction materials, components, stores and spares are valued at the lower of cost and net realizable value (as certified by the management) after providing for the cost of obsolescence. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above its cost of acquisition. Cost of raw materials, components and stores and spares is determined on **FIFO basis**.
- ii) Inventories of work in progress are valued, in accordance with the Percentage of Completion Method. Profit on incomplete projects is not recognized unless 20% expenditure has been incurred in respect of the project. Based on projections and estimates by the Company of the expected revenues and costs to completion, provision for losses to completion and / or write off of costs carried to inventories is made on projects where the expected revenues are lower than the estimated costs to completion. In the opinion of the management, the net realisable value of the work in progress as at the balance sheet date will not be lower than the costs so included therein.
- iii) Inventories of finished tenements are valued at the carrying value or estimated net realizable value, (as certified by the management) whichever is the less.
- iv) Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

**2.5 Revenue Recognition:** In accordance with AS 9 issued by the Institute of Chartered Accountants of India, Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company. The following specific recognition criteria must also be met before revenue is recognized.

- i) Income from real estate sales is recognized on the transfer of all significant risks and rewards of ownership to the buyer and it is not unreasonable to expect ultimate collection and no significant uncertainty exists regarding the amount of consideration.
- ii) However, if, at the time of transfer, substantial acts are yet to be performed, revenue is recognized on proportionate basis as the acts are performed, that is, on the percentage of completion basis. Determination of revenues under the percentage of completion method necessarily involves making estimates by the Company, some of which are of technical nature, concerning, where relevant, the percentages of completion, costs to completion, the expected revenues from the project and the foreseeable losses to completion. As the construction projects necessarily extend beyond one year, revision in estimates of costs and revenues during the year under review are reflected in the accounts of the year.
- iii) Revenue from sale of goods is recognized when all the significant risks and rewards of ownership of the goods have been passed to the buyer, usually on delivery of the goods. The company collects value added taxes (VAT) and service tax on behalf of the government and, therefore, these are not economic benefits flowing to the company. Hence, they are excluded from revenue.
- iv) Revenues from maintenance contracts are recognized pro-rata over the period of the contract as and when services are rendered. The company collects service tax on behalf of the government and, therefore, it is not an economic benefit flowing to the company. Hence, it is excluded from revenue.

- v) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head “other income” in the statement of profit and loss.
- vi) Dividend income is recognized when the company’s right to receive dividend is established by the reporting date.

**2.6 Expense Recognition:** Project-specific revenue Expenses such as development & construction expenses, interest on borrowings attributable to specific projects etc. are included in the valuation of inventories of work in progress. Indirect costs are treated as period costs and are charged to the Profit & Loss Account in the year incurred. Expenses incurred on repairs & maintenance of completed projects are charged to Profit & Loss Account.

**2.7 Foreign currency transactions and balances:** In accordance with AS 11 issued by the Institute of Chartered Accountants of India,

- i) **Initial recognition:** Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.
- ii) **Conversion:** Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.
- iii) **Exchange differences:** From accounting periods commencing on or after 7 December 2006, the company accounts for exchange differences arising on translation/settlement of foreign currency monetary items as below:
  - a) Exchange differences arising on a monetary item that, in substance, forms part of the company’s net investment in a non-integral foreign operation is accumulated in the foreign currency translation reserve until the disposal of the net investment. On the disposal of such net investment, the cumulative amount of the exchange differences which have been deferred and which relate to that investment is recognized as income or as expenses in the same period in which the gain or loss on disposal is recognized.
  - b) Exchange differences arising on long-term foreign currency monetary items related to acquisition of a fixed asset are capitalized and depreciated over the remaining useful life of the asset in accordance with the Ministry of Corporate Affairs Notification dated 31<sup>st</sup> March 2009. For this purpose, the company treats a foreign monetary item as “long-term foreign currency monetary item”, if it has a term of 12 months or more at the date of its origination.
  - c) Exchange differences arising on other long-term foreign currency monetary items are accumulated in the “Foreign Currency Monetary Item Translation Difference Account” and amortized over the remaining life of the concerned monetary item.
  - d) All other exchange differences are recognized as income or as expenses in the period in which they arise.
- iv) **Translation of integral and non-integral foreign operation:** The company classifies all its foreign operations as either “integral foreign operations” or “non-integral foreign operations.” The financial

statements of an integral foreign operation are translated as if the transactions of the foreign operation have been those of the company itself. The assets and liabilities of a non-integral foreign operation are translated into the reporting currency at the exchange rate prevailing at the reporting date and their statement of profit and loss are translated at annual average exchange rates. The exchange differences arising on translation are accumulated in the foreign currency translation reserve. On disposal of a non-integral foreign operation, the accumulated foreign currency translation reserve relating to that foreign operation is recognized in the statement of profit and loss. When there is a change in the classification of a foreign operation, the translation procedures applicable to the revised classification are applied from the date of the change in the classification.

**2.8 Retirement and other employee benefits:** In accordance with Accounting Standard 15 issued by the Institute of Chartered Accountants of India,

- i) Retirement benefit in the form of provident fund is a defined contribution scheme. The contributions to the provident fund are charged to the statement of profit and loss for the year when the contributions are due. The company has no obligation, other than the contribution payable to the provident fund.
- ii) The company operates one defined benefit plan for its employees, viz., gratuity. The cost of providing benefits under this plan are determined on the basis of actuarial valuation at each year-end using the projected unit credit method. The Company has obtained a Group Gratuity Policy from the Life Insurance Corporation of India in respect of the gratuity obligation and the annual contribution paid by the Company to LIC is charged to the profit & loss statement.

**2.9 Tax Expense:** In accordance with Accounting Standard 22 issued by the Institute of Chartered Accountants of India,

- i) Tax expense comprises current and deferred tax.
- ii) Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.
- iii) Deferred tax assets and liabilities are recognized for future tax consequences attributable to the timing differences between taxable income and accounting income that are capable of reversal in one or more subsequent periods and are measured using tax rates enacted or substantively enacted as at the balance sheet date. Deferred income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.
- iv) Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.
- v) In the situations where the company is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognized in respect of timing differences which reverse during

the tax holiday period, to the extent the company's gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of timing differences which reverse after the tax holiday period is recognized in the year in which the timing differences originate. However, the company restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the timing differences which originate first are considered to reverse first.

- vi) At each reporting date, the company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.
- vii) The carrying amount of deferred tax assets are reviewed at each reporting date. The company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available
- viii) 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 taxes relate to the same taxable entity and the same taxation authority.
- ix) Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The company recognizes MAT credit available for a particular assessment year as an asset only after the assessment for that year is complete and such credit is finally quantified and only to the extent that there is convincing evidence that the company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement" under the head "Current Assets". The company reviews the "MAT credit entitlement" asset at each reporting date and writes down its carrying amount to the extent such credit is set-off u/s 115JAA or to the extent the company does not have convincing evidence that it will pay normal tax during the specified period.

**2.10 Consolidated Financial Statements:** In accordance with AS 21 and AS 27 issued by the Institute of Chartered Accountants of India, separate consolidated financial statements of the Company and its Subsidiaries have been prepared by combining on a line-to-line basis by adding together the book values of like items of assets, liabilities, incomes and expenses after fully eliminating intra-group balances, intra-group transactions and unrealised profits and losses.

**2.11 Earnings Per Share:** In accordance with Accounting Standard 20, issued by the Institute of Chartered Accountants of India.

- i) Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) 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, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

- ii) 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 dilutive potential equity shares, except where the results are anti-dilutive.

**2.12 Provisions:** In accordance with Accounting Standard 29 issued by the Institute of Chartered Accountants of India,

- i) A provision is recognized when the company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. Where the company expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of profit and loss net of any reimbursement.
- ii) **Warranty provisions:** Provisions for warranty-related costs are recognized when the product is sold or service provided. Provision is based on historical experience. The estimate of such warranty-related costs is revised annually.

**2.13 Contingent Liabilities and Contingent Assets:** In accordance with Accounting Standard 29 issued by the Institute of Chartered Accountants of India,

- i) A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The company does not recognize a contingent liability but discloses its existence in the financial statements.
- ii) Contingent assets are not recognized.

**2.14 Accounting Standards not applicable to the Company during the year under review:**

- i) **Accounting for Government Grants:** AS 12 is not applicable since the Company has not received any Government Grants
- ii) **Accounting for Amalgamations:** AS 14 is not applicable since the Company has not so far entered into any amalgamation.
- iii) **Segment reporting:** AS 17 is not applicable since the Company operates only in one segment, to wit, real estate development.
- iv) **Accounting for Investments in Associates in Consolidated Financial statements:** AS 23 is not applicable to the standalone financial statements of the Company.
- v) **Discontinuing Operations:** AS 24 is not applicable since the Company has not so far discontinued operations.
- vi) **Interim Financial Reporting:** AS 25 is not applicable to the financial statements under review.
- vii) **Financial Reporting of Interests in Joint Ventures:** AS 27 is not applicable since the Company has no joint ventures.

## D. S. Kulkarni Developers Ltd.

| Notes to the Standalone Balance Sheet as at     |                                                                                                                         | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|-------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| <b>3</b>                                        | <b>Equity Share Capital</b>                                                                                             |                      |                      |                      |                      |
| a                                               | Number of shares authorized                                                                                             |                      | 50,000,000           |                      | 50,000,000           |
| b                                               | Amount of shares authorized                                                                                             |                      | 5,000.00             |                      | 5,000.00             |
| c                                               | Number of shares issued, subscribed and fully paid                                                                      |                      | 25,801,008           |                      | 25,801,008           |
| d                                               | Number of shares issued and subscribed but not fully paid                                                               |                      | -                    |                      | -                    |
| e                                               | Par value per share                                                                                                     |                      | 10                   |                      | 10                   |
| f                                               | Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period              |                      |                      |                      |                      |
| i                                               | Shares outstanding at the beginning of the reporting period                                                             |                      | 25,801,008           |                      | 25,801,008           |
| ii                                              | Shares allotted during the reporting period                                                                             |                      | -                    |                      | -                    |
| iii                                             | Shares forfeited during the reporting period                                                                            |                      | -                    |                      | -                    |
| iv                                              | Shares bought back during the reporting period                                                                          |                      | -                    |                      | -                    |
| v                                               | Shares outstanding at the end of the reporting period                                                                   |                      | 25,801,008           |                      | 25,801,008           |
| g                                               | Shares in the company held by each shareholder holding more than 5 per cent shares specifying the number of shares held |                      |                      |                      |                      |
| 1                                               | D. S. Kulkarni                                                                                                          | 23.26%               | 6,000,469            | 22.20%               | 5,727,622            |
| 2                                               | H. D. Kulkarni                                                                                                          | 19.01%               | 4,905,908            | 19.01%               | 4,905,908            |
| 3                                               | Ashok Parmar                                                                                                            | 14.99%               | 3,868,000            | 13.83%               | 3,568,332            |
| 4                                               | Chander Bhatia                                                                                                          | 7.75%                | 2,000,000            | 7.75%                | 2,000,000            |
| 5                                               | Asha Bhatia                                                                                                             | 7.56%                | 1,950,000            | 7.56%                | 1,950,000            |
| 6                                               | Shirish Kulkarni                                                                                                        | 5.89%                | 1,520,000            | 5.89%                | 1,520,000            |
| <b>Total at the end of the reporting period</b> |                                                                                                                         |                      | <b>2,580.10</b>      |                      | <b>2,580.10</b>      |
| <b>4</b>                                        | <b>Reserves and Surplus</b>                                                                                             |                      |                      |                      |                      |
| a                                               | Securities Premium Reserve                                                                                              |                      |                      |                      |                      |
| i                                               | Balance at the beginning of the reporting period                                                                        | 30,822.71            |                      | 30,822.71            |                      |
| ii                                              | Additions during the reporting period                                                                                   | -                    |                      | -                    |                      |
| iii                                             | Deduction during the reporting period                                                                                   | -                    |                      | -                    |                      |
| iv                                              | Balance at the end of the reporting period                                                                              |                      | 30,822.71            |                      | 30,822.71            |

## D. S. Kulkarni Developers Ltd.

| Notes to the Standalone Balance Sheet as at |                                                                                                                                                                | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|---------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| b                                           | Debenture Redemption Reserve                                                                                                                                   |                      |                      |                      |                      |
| i                                           | Balance at the beginning of the reporting period                                                                                                               | 669.29               |                      | -                    |                      |
| ii                                          | Additions during the reporting period                                                                                                                          | 669.29               |                      | 669.29               |                      |
| iii                                         | Deduction during the reporting period                                                                                                                          |                      |                      |                      |                      |
| iv                                          | Balance at the end of the reporting period                                                                                                                     |                      | 1,338.58             |                      | 669.29               |
| c                                           | General Reserve                                                                                                                                                |                      |                      |                      |                      |
| i                                           | Balance at the beginning of the reporting period                                                                                                               | 953.70               |                      | 953.70               |                      |
| ii                                          | Additions during the reporting period                                                                                                                          | -                    |                      | -                    |                      |
| iii                                         | Deduction during the reporting period                                                                                                                          | -                    |                      | -                    |                      |
| iv                                          | Balance at the end of the reporting period                                                                                                                     |                      | 953.70               |                      | 953.70               |
| d                                           | Surplus i.e. balance in Statement of Profit & Loss disclosing allocations and appropriations such as dividend, bonus shares and transfer to/from reserves etc. |                      |                      |                      |                      |
| i                                           | Balance at the beginning of the reporting period                                                                                                               | 16,547.44            |                      | 15,778.70            |                      |
| ii                                          | Additions during the reporting period                                                                                                                          | 1,402.64             |                      | 1,850.44             |                      |
| iii                                         | Deduction during the reporting period                                                                                                                          |                      |                      |                      |                      |
|                                             | Prior year adjustments                                                                                                                                         | (156.94)             |                      | (24.24)              |                      |
|                                             | Proposed equity dividend                                                                                                                                       | (322.51)             |                      | (322.51)             |                      |
|                                             | Tax on equity dividend                                                                                                                                         | (65.66)              |                      | (65.66)              |                      |
|                                             | Transfer to Debenture Redemption Reserve                                                                                                                       | (669.29)             |                      | (669.29)             |                      |
| iv                                          | Balance at the end of the reporting period                                                                                                                     |                      | 16,735.69            |                      | 16,547.44            |
|                                             | <b>Total at the end of the reporting period</b>                                                                                                                |                      | <b>49,850.68</b>     |                      | <b>48,993.14</b>     |
| 5                                           | <b>Long-Term Borrowings</b>                                                                                                                                    |                      |                      |                      |                      |
| i                                           | <b>Long-term borrowings secured</b>                                                                                                                            |                      |                      |                      |                      |
| a                                           | Bonds/debentures.                                                                                                                                              |                      | 11,692.82            |                      | 11,363.48            |
| b                                           | Term loans                                                                                                                                                     |                      |                      |                      |                      |
| i                                           | Project term loan                                                                                                                                              | 29,323.81            |                      | 11,418.52            |                      |
| ii                                          | Equipment term loans                                                                                                                                           | -                    |                      | 347.25               |                      |
| iii                                         | Corporate term loans                                                                                                                                           | 8,582.28             |                      | 4,068.29             |                      |
| iv                                          | Vehicle Term Loan                                                                                                                                              | 8.23                 | 37,914.32            | 26.41                | 15,860.47            |
| ii                                          | <b>Long-term borrowings unsecured</b>                                                                                                                          |                      |                      |                      |                      |
| i                                           | Deposits from public                                                                                                                                           |                      | 13.50                |                      | 3,437.45             |
|                                             | <b>Total at the end of the reporting period</b>                                                                                                                |                      | <b>49,620.64</b>     |                      | <b>30,661.40</b>     |

## D. S. Kulkarni Developers Ltd.

| Notes to the Standalone Balance Sheet as at |                                                                                     | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|---------------------------------------------|-------------------------------------------------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| <b>6</b>                                    | <b>Deferred Tax Liability:</b>                                                      |                      |                      |                      |                      |
|                                             | The deferred tax liability comprises the effect of the following:                   |                      |                      |                      |                      |
|                                             | DTL resulting from timing difference between book depreciation and tax depreciation |                      | 42.67                |                      | 63.01                |
|                                             | <b>Total at the end of the reporting period</b>                                     |                      | <b>42.67</b>         |                      | <b>63.01</b>         |
| <b>7</b>                                    | <b>Other long term liabilities</b>                                                  |                      |                      |                      |                      |
| a                                           | Deposits                                                                            |                      | 26.60                |                      | 25.60                |
| b                                           | Deposits from subsidiary                                                            |                      | 143.88               |                      | 145.24               |
|                                             | <b>Total at the end of the reporting period</b>                                     |                      | <b>170.48</b>        |                      | <b>170.84</b>        |
| <b>8</b>                                    | <b>Short-term borrowings</b>                                                        |                      |                      |                      |                      |
| a                                           | <b>Short-term borrowings secured</b>                                                |                      |                      |                      |                      |
| a                                           | Loans repayable on demand from banks.                                               |                      |                      |                      |                      |
| i                                           | Working capital limits                                                              |                      | 8,358.86             |                      | 5,296.28             |
|                                             | <b>Total at the end of the reporting period</b>                                     |                      | <b>8,358.86</b>      |                      | <b>5,296.28</b>      |
| <b>9</b>                                    | <b>Other current liabilities</b>                                                    |                      |                      |                      |                      |
| a                                           | Advance against Tenements / Plots                                                   |                      | 72,127.56            |                      | 64,341.48            |
| b                                           | Current maturities of long-term debt                                                |                      | 16,352.08            |                      | 17,373.57            |
| c                                           | Interest accrued but not due on borrowings                                          |                      | 1,336.63             |                      | 1,636.00             |
| d                                           | Unclaimed dividends                                                                 |                      | 16.97                |                      | 17.24                |
| e                                           | Statutory liabilities                                                               |                      | 1,392.52             |                      | 773.91               |
| f                                           | Provision for expenses                                                              |                      | 8,444.03             |                      | 10,536.73            |
| g                                           | Unclaimed public deposits                                                           |                      | 187.90               |                      | 241.66               |
| h                                           | Other liabilities                                                                   |                      | 703.18               |                      | 135.90               |
|                                             | <b>Total at the end of the reporting period</b>                                     |                      | <b>100,560.88</b>    |                      | <b>95,056.49</b>     |
| <b>10</b>                                   | <b>Short-term provisions</b>                                                        |                      |                      |                      |                      |
| a                                           | Provision for Income Tax                                                            |                      | 9,259.85             |                      | 7,964.48             |
| b                                           | Proposed Dividend                                                                   |                      | 322.51               |                      | 322.51               |
| c                                           | Tax on Dividend                                                                     |                      | 65.66                |                      | 65.66                |
|                                             | <b>Total at the end of the reporting period</b>                                     |                      | <b>9,648.02</b>      |                      | <b>8,352.65</b>      |

**D. S. Kulkarni Developers Ltd.**  
**Notes to the Standalone Balance Sheet as at 31-Mar-16**

| 11 | Tangible Fixed Assets           | Gross carrying amount at beginning of reporting period<br>₹ (Lacs) | Additions reporting period<br>₹ (Lacs) | Disposals during reporting period<br>₹ (Lacs) | Gross carrying amount at end of reporting period<br>₹ (Lacs) | Accumulated depreciation at beginning of reporting period<br>₹ (Lacs) | Depreciation for reporting period<br>₹ (Lacs) | Transfer to reserve<br>₹ (Lacs) | Depreciation on disposals during reporting period<br>₹ (Lacs) | Accumulated depreciation at end of reporting period<br>₹ (Lacs) | Net carrying amount at beginning of reporting period<br>₹ (Lacs) | Net carrying amount at end of reporting period<br>₹ (Lacs) |
|----|---------------------------------|--------------------------------------------------------------------|----------------------------------------|-----------------------------------------------|--------------------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------------|---------------------------------|---------------------------------------------------------------|-----------------------------------------------------------------|------------------------------------------------------------------|------------------------------------------------------------|
|    | <b>Land</b>                     |                                                                    |                                        |                                               |                                                              |                                                                       |                                               |                                 |                                                               |                                                                 |                                                                  |                                                            |
|    | Current Year                    | 2,724.91                                                           | -                                      | -                                             | 2,724.91                                                     | -                                                                     | -                                             | -                               | -                                                             | -                                                               | 2,724.91                                                         | 2,724.91                                                   |
|    | Previous Year                   | 2,724.91                                                           | -                                      | -                                             | 2,724.91                                                     | -                                                                     | -                                             | -                               | -                                                             | -                                                               | 2,724.91                                                         | 2,724.91                                                   |
|    | <b>Plant &amp; Machinery</b>    |                                                                    |                                        |                                               |                                                              |                                                                       |                                               |                                 |                                                               |                                                                 |                                                                  |                                                            |
|    | Current Year                    | 1,107.51                                                           | 1,236.01                               | (256.94)                                      | 2,086.58                                                     | 359.04                                                                | 177.25                                        | -                               | (110.39)                                                      | 425.90                                                          | 748.48                                                           | 1,660.68                                                   |
|    | Previous Year                   | 1,107.24                                                           | 0.27                                   | -                                             | 1,107.51                                                     | 241.01                                                                | 117.27                                        | 0.75                            | -                                                             | 359.04                                                          | 866.23                                                           | 748.48                                                     |
|    | <b>Office Machinery</b>         |                                                                    |                                        |                                               |                                                              |                                                                       |                                               |                                 |                                                               |                                                                 |                                                                  |                                                            |
|    | Current Year                    | 392.50                                                             | 68.83                                  | (0.09)                                        | 461.24                                                       | 288.51                                                                | 39.94                                         | -                               | (0.09)                                                        | 328.36                                                          | 103.98                                                           | 132.87                                                     |
|    | Previous Year                   | 325.73                                                             | 67.24                                  | (0.47)                                        | 392.50                                                       | 245.27                                                                | 41.08                                         | 2.17                            | -                                                             | 288.51                                                          | 80.46                                                            | 103.98                                                     |
|    | <b>Computers</b>                |                                                                    |                                        |                                               |                                                              |                                                                       |                                               |                                 |                                                               |                                                                 |                                                                  |                                                            |
|    | Current Year                    | 204.84                                                             | 30.80                                  | -                                             | 235.64                                                       | 150.72                                                                | 31.75                                         | -                               | -                                                             | 182.47                                                          | 54.11                                                            | 53.17                                                      |
|    | Previous Year                   | 150.92                                                             | 53.91                                  | -                                             | 204.84                                                       | 105.89                                                                | 37.93                                         | 6.90                            | -                                                             | 150.72                                                          | 45.03                                                            | 54.11                                                      |
|    | <b>Furniture &amp; Fixtures</b> |                                                                    |                                        |                                               |                                                              |                                                                       |                                               |                                 |                                                               |                                                                 |                                                                  |                                                            |
|    | Current Year                    | 98.01                                                              | 125.51                                 | -                                             | 223.52                                                       | 39.97                                                                 | 18.70                                         | -                               | -                                                             | 58.67                                                           | 58.04                                                            | 164.85                                                     |
|    | Previous Year                   | 72.49                                                              | 25.52                                  | -                                             | 98.01                                                        | 23.51                                                                 | 12.14                                         | 4.32                            | -                                                             | 39.97                                                           | 49.97                                                            | 58.04                                                      |
|    | <b>Vehicles</b>                 |                                                                    |                                        |                                               |                                                              |                                                                       |                                               |                                 |                                                               |                                                                 |                                                                  |                                                            |
|    | Current Year                    | 506.85                                                             | -                                      | (23.43)                                       | 483.42                                                       | 348.31                                                                | 35.63                                         | -                               | (23.43)                                                       | 360.51                                                          | 158.54                                                           | 122.91                                                     |
|    | Previous Year                   | 522.07                                                             | 65.71                                  | (80.94)                                       | 506.85                                                       | 288.75                                                                | 105.38                                        | 1.78                            | (27.61)                                                       | 348.31                                                          | 253.32                                                           | 158.54                                                     |
|    | <b>Total</b>                    | <b>5,034.61</b>                                                    | <b>1,461.16</b>                        | <b>(280.45)</b>                               | <b>6,215.31</b>                                              | <b>1,186.55</b>                                                       | <b>303.28</b>                                 | <b>-</b>                        | <b>(133.91)</b>                                               | <b>1,355.92</b>                                                 | <b>3,849.06</b>                                                  | <b>4,899.39</b>                                            |
|    | <b>Previous Year</b>            | <b>4,903.36</b>                                                    | <b>212.66</b>                          | <b>(81.41)</b>                                | <b>5,034.61</b>                                              | <b>884.44</b>                                                         | <b>313.81</b>                                 | <b>15.91</b>                    | <b>(27.61)</b>                                                | <b>1,186.55</b>                                                 | <b>4,016.92</b>                                                  | <b>3,848.06</b>                                            |
| 12 | Intangible Fixed Assets         |                                                                    |                                        |                                               |                                                              |                                                                       |                                               |                                 |                                                               |                                                                 |                                                                  |                                                            |
|    | <b>Computer software</b>        |                                                                    |                                        |                                               |                                                              |                                                                       |                                               |                                 |                                                               |                                                                 |                                                                  |                                                            |
|    | Current Year                    | 143.85                                                             | 33.21                                  | -                                             | 177.07                                                       | 109.21                                                                | 25.61                                         | -                               | -                                                             | 134.82                                                          | 34.65                                                            | 42.25                                                      |
|    | Previous Year                   | 107.47                                                             | 36.39                                  | -                                             | 143.85                                                       | 79.36                                                                 | 21.50                                         | 8.35                            | -                                                             | 109.21                                                          | 28.11                                                            | 34.65                                                      |
|    | <b>Total</b>                    | <b>143.85</b>                                                      | <b>33.21</b>                           | <b>-</b>                                      | <b>177.07</b>                                                | <b>109.21</b>                                                         | <b>25.61</b>                                  | <b>-</b>                        | <b>-</b>                                                      | <b>134.82</b>                                                   | <b>34.65</b>                                                     | <b>42.25</b>                                               |
|    | <b>Previous Year</b>            | <b>107.47</b>                                                      | <b>36.39</b>                           | <b>-</b>                                      | <b>143.85</b>                                                | <b>79.36</b>                                                          | <b>21.50</b>                                  | <b>8.35</b>                     | <b>-</b>                                                      | <b>109.21</b>                                                   | <b>28.11</b>                                                     | <b>34.65</b>                                               |

## D. S. Kulkarni Developers Ltd.

| Notes to the Standalone Balance Sheet as at                                                                                                                                                                                                                                | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| <b>13 Non-current investments</b>                                                                                                                                                                                                                                          |                      |                      |                      |                      |
| a Investments in Equity Instruments                                                                                                                                                                                                                                        |                      |                      |                      |                      |
| i Subsidiaries                                                                                                                                                                                                                                                             | 2,109.73             |                      | 2,109.73             |                      |
| Less: Provision for diminution                                                                                                                                                                                                                                             | (509.50)             |                      |                      |                      |
| ii Others                                                                                                                                                                                                                                                                  | 73.32                |                      | 82.92                |                      |
| iii Cooperative banks                                                                                                                                                                                                                                                      | 11.64                | 1,685.19             | 11.64                | 2,204.29             |
| <b>Total at the end of the reporting period</b>                                                                                                                                                                                                                            |                      | <b>1,685.19</b>      |                      | <b>2,204.29</b>      |
| Additional Disclosures                                                                                                                                                                                                                                                     |                      |                      |                      |                      |
| a Investments carried at other than at cost and the basis for valuation thereof.                                                                                                                                                                                           |                      | Nil                  |                      | Nil                  |
| b Aggregate amount of quoted investments                                                                                                                                                                                                                                   |                      | -                    |                      | -                    |
| c Market value of quoted investments                                                                                                                                                                                                                                       |                      | NA                   |                      | NA                   |
| d Aggregate amount of unquoted investments;                                                                                                                                                                                                                                |                      | 1,685.19             |                      | 2,204.29             |
| e Aggregate provision for diminution in value of investments                                                                                                                                                                                                               |                      | 509.50               |                      | Nil                  |
| <b>14 Other non-current assets</b>                                                                                                                                                                                                                                         |                      |                      |                      |                      |
| a Deposits unsecured, considered good                                                                                                                                                                                                                                      |                      |                      |                      |                      |
| i With Related Parties                                                                                                                                                                                                                                                     | 76.53                |                      | 76.53                |                      |
| ii With Others                                                                                                                                                                                                                                                             | 373.12               | 449.65               | 293.28               | 369.81               |
| b Long Term Receivables Related Parties                                                                                                                                                                                                                                    |                      |                      |                      |                      |
| a Unsecured considered good                                                                                                                                                                                                                                                |                      | 4,938.99             |                      | 4,660.02             |
| b Doubtful                                                                                                                                                                                                                                                                 | 5,605.07             |                      | 4,811.29             |                      |
| c Allowance for bad and doubtful debts                                                                                                                                                                                                                                     | (1,113.84)           | 4,491.23             | (982.99)             | 3,828.30             |
| ii Others                                                                                                                                                                                                                                                                  |                      |                      |                      |                      |
| Debts due by directors or other officers of the company or any of them either severally or jointly with any other person or debts due by firms or private companies respectively in which any director is a partner or a director or a member should be separately stated. | 9,506.75             |                      | 8,564.86             |                      |
| <b>Total at the end of the reporting period</b>                                                                                                                                                                                                                            |                      | <b>9,879.87</b>      |                      | <b>8,858.14</b>      |

## D. S. Kulkarni Developers Ltd.

| Notes to the Standalone Balance Sheet as at                                                                                                                                                                                                     | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| <b>15 Inventories</b>                                                                                                                                                                                                                           |                      |                      |                      |                      |
| a Construction materials                                                                                                                                                                                                                        |                      | 263.30               |                      | 391.57               |
| b Work-in-progress                                                                                                                                                                                                                              |                      | 175,694.27           |                      | 152,892.68           |
| c Finished tenements                                                                                                                                                                                                                            |                      | 4,150.79             |                      | 3,803.79             |
| <b>Total at the end of the reporting period</b>                                                                                                                                                                                                 |                      | <b>180,108.36</b>    |                      | <b>157,088.03</b>    |
| Mode of valuation: See Note 2.4                                                                                                                                                                                                                 |                      |                      |                      |                      |
| <b>16 Trade Receivables</b>                                                                                                                                                                                                                     |                      |                      |                      |                      |
| a Receivables outstanding for less than six months                                                                                                                                                                                              |                      |                      |                      |                      |
| i Unsecured considered good                                                                                                                                                                                                                     |                      | 272.75               |                      | 47.78                |
| b Receivables outstanding for a period exceeding six months                                                                                                                                                                                     |                      |                      |                      |                      |
| i Unsecured considered good                                                                                                                                                                                                                     |                      | 135.84               |                      | 276.42               |
| c Debts due by directors or other officers of the company or any of them either severally or jointly with any other person or debts due by firms or private companies respectively in which any director is a partner or a director or a member | 36.20                |                      | 38.10                |                      |
| <b>Total at the end of the reporting period</b>                                                                                                                                                                                                 |                      | <b>408.58</b>        |                      | <b>324.20</b>        |
| <b>17 Cash and cash equivalents</b>                                                                                                                                                                                                             |                      |                      |                      |                      |
| a Balances with banks                                                                                                                                                                                                                           |                      |                      |                      |                      |
| i Earmarked balances with banks                                                                                                                                                                                                                 | 1,396.86             |                      | 1,314.85             |                      |
| ii Current a/c balances with bank                                                                                                                                                                                                               | 703.96               |                      | 2,235.14             |                      |
| iii Balances with banks to the extent held as margin money or security against the borrowings, guarantees, other commitments                                                                                                                    | 1,133.30             |                      | 1,017.70             |                      |
| iv Interest accrued on FD                                                                                                                                                                                                                       | 91.44                | 3,325.56             | 143.59               | 4,711.28             |
| b Cash on hand                                                                                                                                                                                                                                  |                      | 131.72               |                      | 65.62                |
| d Others                                                                                                                                                                                                                                        |                      |                      |                      |                      |
| <b>Total at the end of the reporting period</b>                                                                                                                                                                                                 |                      | <b>3,457.28</b>      |                      | <b>4,776.91</b>      |

## D. S. Kulkarni Developers Ltd.

| Notes to the Standalone Balance Sheet as at                                                                                                                                                                                                                  | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| <b>18 Short-term loans, advances and deposits</b>                                                                                                                                                                                                            |                      |                      |                      |                      |
| a Advances to related parties                                                                                                                                                                                                                                |                      |                      |                      |                      |
| i Unsecured, considered good                                                                                                                                                                                                                                 |                      | 1,040.71             |                      | 974.97               |
| b Others                                                                                                                                                                                                                                                     |                      |                      |                      |                      |
| i Unsecured, considered good                                                                                                                                                                                                                                 |                      | 15,870.04            |                      | 8,384.62             |
| Loans and advances due by directors or other officers of the company or any of them either severally or jointly with any other person or amounts due by firms or private companies respectively in which any director is a partner or a director or a member | 1,040.71             |                      | 974.97               |                      |
| <b>Total at the end of the reporting period</b>                                                                                                                                                                                                              |                      | <b>16,910.75</b>     |                      | <b>9,359.59</b>      |
| <b>19 Other current assets</b>                                                                                                                                                                                                                               |                      |                      |                      |                      |
| a Advance Tax & TDS                                                                                                                                                                                                                                          |                      | 8,564.60             |                      | 7,039.79             |
| b Cenvat Credit                                                                                                                                                                                                                                              |                      | 891.73               |                      | 389.71               |
| c Foreign currency in hand                                                                                                                                                                                                                                   |                      | 4.45                 |                      | 0.58                 |
| d Society Maintenance                                                                                                                                                                                                                                        |                      | 171.54               |                      | -                    |
| <b>Total at the end of the reporting period</b>                                                                                                                                                                                                              |                      | <b>9,632.32</b>      |                      | <b>7,430.09</b>      |
| <b>20 Contingent Liabilities not provided for:</b>                                                                                                                                                                                                           |                      |                      |                      |                      |
| 1 Guarantee in respect of secured loans obtained by another company                                                                                                                                                                                          |                      | 10,000.00            |                      | 10,000.00            |
| Balance of secured loans as at end of year                                                                                                                                                                                                                   |                      | 8,103.42             |                      | 8,922.69             |
| 2 Guarantee to Government Authorities                                                                                                                                                                                                                        |                      | 376.10               |                      | 686.64               |
| 3 Tax Matters under appeal                                                                                                                                                                                                                                   |                      | 1,398.27             |                      | 1,398.27             |
| 4 Cases filed against the Company                                                                                                                                                                                                                            |                      | 124.30               |                      | 68.78                |
| <b>Total at the end of the reporting period</b>                                                                                                                                                                                                              |                      | <b>10,002.09</b>     |                      | <b>11,076.37</b>     |

## D. S. Kulkarni Developers Ltd.

| Notes to the Standalone Profit and Loss Statement for the year ended                      | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|-------------------------------------------------------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| <b>21 Revenue from Operations</b>                                                         |                      |                      |                      |                      |
| Revenue from                                                                              |                      |                      |                      |                      |
| a Company other than a finance company                                                    |                      |                      |                      |                      |
| i Sale of products                                                                        |                      |                      |                      |                      |
| Sales of Tenements                                                                        | 18,498.16            |                      | 7,822.08             |                      |
| Sale of Land & Development Rights                                                         | 97.88                | 18,596.03            | 498.25               | 8,320.33             |
| ii Sale of services                                                                       |                      |                      |                      |                      |
| Contract receipts                                                                         |                      | 212.78               |                      | 246.09               |
| iii Rent                                                                                  |                      | 149.87               |                      | 183.09               |
| iv Income from subsidiaries                                                               |                      | 752.43               |                      | 734.82               |
| v Commission / Brokerage                                                                  |                      | 581.48               |                      |                      |
| vi Other operating revenues                                                               |                      | 14.85                |                      | 10.56                |
| <b>Total at the end of the reporting period</b>                                           |                      | <b>20,307.45</b>     |                      | <b>9,494.89</b>      |
| <b>22 Increase / (Decrease) in inventories of finished tenements and work-in-progress</b> |                      |                      |                      |                      |
| a Finished tenements                                                                      |                      |                      |                      |                      |
| Closing                                                                                   | 4,150.79             |                      | 3,803.79             |                      |
| Less: Opening                                                                             | (3,803.79)           | 347.01               | (2,135.41)           | 1,668.38             |
| b Work-in-Progress                                                                        |                      |                      |                      |                      |
| Closing                                                                                   | 175,694.27           |                      | 152,892.68           |                      |
| Less: Opening                                                                             | (152,892.68)         | 22,801.59            | (128,713.18)         | 24,179.50            |
| <b>Total at the end of the reporting period</b>                                           |                      | <b>23,148.59</b>     |                      | <b>25,847.88</b>     |
| <b>23 Other income</b>                                                                    |                      |                      |                      |                      |
| a Interest on fixed deposits with banks                                                   |                      | 225.44               |                      | 205.35               |
| b Other Interest                                                                          |                      | 20.77                |                      | 1.93                 |
| c Other Receipts                                                                          |                      | 41.97                |                      | 53.33                |
| d Resale of movables                                                                      | 4.50                 |                      |                      |                      |
| Less: Cost of movables                                                                    | (4.50)               | -                    |                      |                      |
| <b>Total at the end of the reporting period</b>                                           |                      | <b>288.18</b>        |                      | <b>260.61</b>        |

## D. S. Kulkarni Developers Ltd.

| Notes to the Standalone Profit and Loss Statement for the year ended | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|----------------------------------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| <b>24 Land &amp; / or Development expenses</b>                       |                      |                      |                      |                      |
| a Land & Development Rights                                          |                      | 2,089.91             |                      | 770.23               |
| b Sub-Contractors' Charges (Including Material)                      |                      | 13,664.49            |                      | 8,303.25             |
| c Other Development Expenses                                         |                      | 18,195.97            |                      | 17,187.70            |
| <b>Total at the end of the reporting period</b>                      |                      | <b>33,950.36</b>     |                      | <b>26,261.18</b>     |
| <b>25 Office &amp; administration expenses</b>                       |                      |                      |                      |                      |
| a Professional Fees                                                  |                      | 182.48               |                      | 200.60               |
| b Postage, Telephone & Telegram                                      |                      | 67.40                |                      | 59.08                |
| c Rent                                                               |                      | 278.85               |                      | 232.90               |
| d Rates & Taxes                                                      |                      | 5.81                 |                      | 3.54                 |
| e Repairs & Maintenance                                              |                      | 82.09                |                      | 76.96                |
| f Printing & Stationery                                              |                      | 45.32                |                      | 51.18                |
| g Legal Charges                                                      |                      | 13.50                |                      | 12.93                |
| h Conveyance and foreign travel                                      |                      | 105.82               |                      | 113.11               |
| i Electricity Charges                                                |                      | 44.15                |                      | 40.39                |
| j Office Expenses                                                    |                      | 21.15                |                      | 21.59                |
| k Subscription                                                       |                      | 5.85                 |                      | 3.90                 |
| l Insurance                                                          |                      | 6.20                 |                      | 8.57                 |
| m Audit Fees                                                         |                      |                      |                      |                      |
| Internal Audit Fees                                                  | 2.82                 |                      | 4.34                 |                      |
| Company Audit Fees                                                   | 8.80                 |                      | 7.50                 |                      |
| Tax Audit Fees                                                       | 1.00                 | 12.62                | 1.00                 | 12.84                |
| n Security Charges                                                   |                      | 3.92                 |                      | 1.20                 |
| o Other administrative expenses                                      |                      | 94.53                |                      | 74.19                |
| p Debenture issue expenses                                           |                      | -                    |                      | 823.97               |
| <b>Total at the end of the reporting period</b>                      |                      | <b>969.69</b>        |                      | <b>1,736.95</b>      |

## D. S. Kulkarni Developers Ltd.

| Notes to the Standalone Profit and Loss Statement for the year ended | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|----------------------------------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| <b>26 Employee Benefits Expense</b>                                  |                      |                      |                      |                      |
| a Salaries, Wages, Bonus etc.                                        | 943.94               |                      | 864.65               |                      |
| b Contribution to Provident & Other Funds                            | 128.38               | 1,072.32             | 69.69                | 934.33               |
| c Directors' Remuneration                                            |                      | 361.15               |                      | 340.42               |
| d Staff Welfare                                                      |                      | 131.45               |                      | 126.66               |
| e Directors' Sitting Fees                                            |                      | 10.80                |                      | 11.10                |
| f Recruitment Charges                                                |                      | -                    |                      | -                    |
| <b>Total at the end of the reporting period</b>                      |                      | <b>1,575.73</b>      |                      | <b>1,412.51</b>      |
| <b>27 Selling expenses</b>                                           |                      |                      |                      |                      |
| a Advertisement                                                      |                      | 1,875.17             |                      | 832.62               |
| b Sales Promotion                                                    |                      | 236.35               |                      | 170.26               |
| c Domestic Travel Expenses                                           |                      | 87.16                |                      | 83.43                |
| d Foreign Travel Expenses                                            |                      | 83.06                |                      | 80.60                |
| e Domestic Exhibition Expenses                                       | 336.89               |                      | 118.74               |                      |
| f Foreign Exhibition Expenses                                        | 1.16                 | 338.05               | 85.51                | 204.25               |
| g Donations                                                          |                      | 1.74                 |                      | 23.81                |
| h Other Selling Expenses                                             |                      | 65.80                |                      | 117.96               |
| <b>Total at the end of the reporting period</b>                      |                      | <b>2,687.33</b>      |                      | <b>1,512.93</b>      |
| <b>28 Finance Costs</b>                                              |                      |                      |                      |                      |
| a Interest on Deposits & Loans                                       |                      | 362.21               |                      | 713.61               |
| b Interest to Financial Institutions                                 |                      | 165.18               |                      | 87.46                |
| c Interest to Banks                                                  |                      | 173.46               |                      | 91.52                |
| d Other Financial Expenses                                           |                      | 127.30               |                      | 62.31                |
| <b>Total at the end of the reporting period</b>                      |                      | <b>828.15</b>        |                      | <b>954.90</b>        |
| <b>29 Depreciation and amortization expense</b>                      |                      |                      |                      |                      |
| a Depreciation expense                                               |                      | 303.28               |                      | 313.81               |
| b Amortization expense                                               |                      | 25.61                |                      | 21.50                |
| <b>Total at the end of the reporting period</b>                      |                      | <b>328.89</b>        |                      | <b>335.31</b>        |

## D. S. Kulkarni Developers Ltd.

| Notes to the Standalone Profit and Loss Statement for the year ended | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|----------------------------------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| <b>30 Other expenses</b>                                             |                      |                      |                      |                      |
| a (Profit) / Loss on Sale of Assets                                  |                      | 41.27                |                      | 34.47                |
| <b>Total at the end of the reporting period</b>                      |                      | <b>41.27</b>         |                      | <b>34.47</b>         |
| <b>31 Corporate Social Responsibility Expense</b>                    |                      |                      |                      |                      |
| a) Gross Amount required to be spent during the year                 |                      | 64.10                |                      | 58.68                |
| b) Amount spent during the year on                                   |                      | 64.31                |                      | 58.75                |
| <b>Total at the end of the reporting period</b>                      |                      | <b>64.31</b>         |                      | <b>58.75</b>         |
| <b>32 Items of exceptional nature</b>                                |                      |                      |                      |                      |
| Foreign Exchange Difference                                          |                      | 19.54                |                      | 8.70                 |
| <b>Total at the end of the reporting period</b>                      |                      | <b>19.54</b>         |                      | <b>8.70</b>          |
| <b>33 Items of extraordinary nature</b>                              |                      |                      |                      |                      |
| Provision for Doubtful advances-DSKDC                                |                      | 130.85               |                      | 123.81               |
| Provision for Diminution in carrying value of investment -DSKDC      |                      | 509.50               |                      | -                    |
| <b>Total at the end of the reporting period</b>                      |                      | <b>640.35</b>        |                      | <b>123.81</b>        |
| <b>34 Earnings Per Share (EPS):</b>                                  |                      |                      |                      |                      |
| Earnings per share is calculated in accordance with the AS 20        |                      |                      |                      |                      |
| <b>Particulars</b>                                                   |                      |                      |                      |                      |
| Profit after tax (₹ lacs)                                            |                      | 1,402.64             |                      | 1,850.44             |
| Weighted Average Number of Equity shares                             |                      | 25,801,008           |                      | 25,801,008           |
| Nominal Value of Equity Share (₹)                                    |                      | 10                   |                      | 10                   |
| Basic and Diluted Earnings Per Share (₹)                             |                      | 5.44                 |                      | 7.17                 |

## D. S. Kulkarni Developers Ltd.

### Notes to the Standalone Profit and Loss Statement for the year ended

#### 35 Related party disclosures

##### A Names of related parties and related party relationship

##### 1 Related parties where control exists

##### Subsidiaries

- 1 DSK Developers Corporation
- 2 DSK Infra Pvt. Ltd.
- 3 DSK Southern Projects Pvt. Ltd.

##### Step-down subsidiaries

- 1 DSK Woods LLC

##### Key management personnel

- 1 Mr. D. S. Kulkarni - Managing Director
- 2 Mr. Shirish Kulkarni - Executive Director
- 3 Mr. V. C. Joshi
- 4 Dr. M. K. P. Setty
- 5 Mr. R. D. Kharosekar
- 6 Mr. K. K. Taparia
- 7 Dr. Madhura Chatrapathy

##### Relatives of key management personnel

- 1 Mrs. Hemanti D. Kulkarni
- 2 Mr. Amit Deepak Kulkarni
- 3 Mrs. Ashwini Sanjay Deshpande
- 4 Mrs. Bhagyashree Amit Kulkarni
- 5 Mr. Makarand S. Kulkarni
- 6 Mrs. Tanvi S. Kulkarni

##### Enterprises owned or significantly influenced by key management personnel or their relatives

- 1 Ambiance Ventures Estates & Developments Pvt. Ltd.
- 2 Amit & Company
- 3 Ascent Promoters & Developers Pvt. Ltd.
- 4 Chandradeep Promoters & Developers Pvt. Ltd.
- 5 D. S. Kulkarni Constructions Pvt. Ltd.
- 6 D. S. Kulkarni & Associates
- 7 D. S. Kulkarni & Brothers
- 8 D. S. Kulkarni & Company
- 9 D. S. Kulkarni & Sons
- 10 DSK & Asso

## D. S. Kulkarni Developers Ltd.

### 35 Related party disclosures (contd.)

- 11 DSK & Co.
- 12 DSK Auto Pvt. Ltd.
- 13 DSK Constructions
- 14 DSK & Sons
- 15 DSK Digital Technologies Pvt. Ltd.
- 16 DSK Entertainment LLC
- 17 DSK Global Education and Research Ltd.
- 18 DSK Infotech Pvt. Ltd.
- 19 DSK Milkotronics Pvt. Ltd.
- 20 DSK Motors Pvt. Ltd.
- 21 DSK Mototrucks Pvt. Ltd.
- 22 DSK Motowheels Pvt. Ltd.
- 23 DSK Prabhu Granite LLP
- 24 DSK Sales & Services
- 25 DSK Shivajians Football Club Pvt. Ltd.
- 26 DSK Studios Pvt. Ltd.
- 27 DSK World Education Council
- 28 DSK Worldman Projects Ltd.
- 29 Fairyland Promoters & Developers Pvt. Ltd.
- 30 Forever Solar Projects Pvt. Ltd.
- 31 Gharkul
- 32 Greengold Farms & Forests Pvt. Ltd
- 33 Growrich Agroforestry Pvt. Ltd.
- 34 Hexagon Capital Advisors Pvt. Ltd.
- 35 Holyland Agroforestry Pvt. Ltd.
- 36 Rasa Group
- 37 Sapphire Promoters & Developers Pvt. Ltd.
- 38 Shri Saptashring Oil Mills Pvt. Ltd.
- 39 Talisman Hospitality Services Pvt. Ltd.
- 40 Telesmell
- 41 Tricone Infracon Ltd.

## D. S. Kulkarni Developers Ltd.

| 2                           | Related party transactions                         | 2015-16<br>₹ Lacs | 2014-15<br>₹ Lacs |
|-----------------------------|----------------------------------------------------|-------------------|-------------------|
| <b>BALANCE SHEET ITEMS:</b> |                                                    |                   |                   |
| 1                           | <b>Equity Contribution</b>                         |                   |                   |
|                             | H. D. Kulkarni                                     | 490.59            | 490.59            |
|                             | D. S. Kulkarni                                     | 600.05            | 572.76            |
|                             | Shirish Kulkarni                                   | 152.00            | 152.00            |
|                             | <b>Sub total</b>                                   | <b>1,242.64</b>   | <b>1,215.35</b>   |
| 2                           | <b>Advances payable</b>                            |                   |                   |
|                             | D. S. Kulkarni & Associates                        | 14,335.79         | 13,123.24         |
|                             | D. S. Kulkarni & Company                           | 29,970.43         | 19,674.82         |
|                             | D. S. Kulkarni Constructions Pvt Ltd               | 14.43             | 14.43             |
|                             | DSK Worldman Projects Ltd                          | -                 | 162.04            |
|                             | DSK Global Education and Research Ltd.             | 235.95            | 22.58             |
|                             | <b>Sub total</b>                                   | <b>44,556.59</b>  | <b>32,997.10</b>  |
| 3                           | <b>Deposits payable</b>                            |                   |                   |
|                             | D. S. Kulkarni & Associates                        | 0.50              | 0.50              |
|                             | DSK Global Education and Research Ltd.             | 25.00             | 25.00             |
|                             | Ambiance Ventures Estates & Developments Pvt. Ltd. | 603.10            | 570.40            |
|                             | DSK Infra Pvt. Ltd.                                | 143.88            | 145.24            |
|                             | D. S. Kulkarni                                     | 1.00              | -                 |
|                             | <b>Sub total</b>                                   | <b>773.47</b>     | <b>741.14</b>     |
| 4                           | <b>Trade payable</b>                               |                   |                   |
|                             | DSK Motors Pvt. Ltd                                | 29.20             | 22.86             |
|                             | Tricone Infracon Ltd.                              | 80.20             | 80.20             |
|                             | DSK Global Education and Research Ltd.             | 141.11            | 27.81             |
|                             | Talisman Hospitality Pvt. Ltd                      | 2.48              | -                 |
|                             | Mr. Shirish Kulkarni                               | 87.00             | -                 |
|                             | Mrs. H. D. Kulkarni                                | 14.62             | 10.46             |
|                             | Telesmell                                          | 0.08              | 0.05              |
|                             | Rasa Group                                         |                   | 5.77              |
|                             | <b>Sub total</b>                                   | <b>354.70</b>     | <b>147.15</b>     |

## D. S. Kulkarni Developers Ltd.

|                                      | 2015-16<br>₹ Lacs | 2014-15<br>₹ Lacs |
|--------------------------------------|-------------------|-------------------|
| <b>5 Investments at the year end</b> |                   |                   |
| DSK Developers Corporation           | 509.50            | 509.50            |
| DSK Global Education & Research Ltd  | 73.32             | 82.92             |
| DSK Southern Projects Pvt Ltd        | 1,400.23          | 1,400.23          |
| DSK Infra Pvt Ltd                    | 200.00            | 200.00            |
| <b>Sub total</b>                     | <b>2,183.05</b>   | <b>2,192.65</b>   |
| <b>6 Advances receivable</b>         |                   |                   |
| DSK Motors Pvt. Ltd                  | -                 | 47.96             |
| Tricone Infracon Ltd.                | 469.28            | 469.28            |
| DSK Worldman Projects Ltd            | -                 | 49.84             |
| DSK Studios Pvt. Ltd.                | -                 | 1.89              |
| Mr. Shirish Kulkarni                 | 133.28            | 171.70            |
| Mr. D. S. Kulkarni                   | 27.53             | -                 |
| DSK Global Education & Research Ltd  | 410.62            | 234.31            |
| <b>Sub total</b>                     | <b>1,040.71</b>   | <b>974.97</b>     |
| <b>7 Loans receivable</b>            |                   |                   |
| DSK Developers Corporation           | 5,605.07          | 4,811.29          |
| DSK Southern Projects Pvt Ltd        | 4,938.99          | 4,660.02          |
| <b>Sub total</b>                     | <b>10,544.06</b>  | <b>9,471.31</b>   |
| <b>8 Deposits receivable</b>         |                   |                   |
| D. S. Kulkarni & Company             | 25.00             | 25.00             |
| Mr Shirish Kulkarni                  | 14.00             | 14.00             |
| Mrs. H. D. Kulkarni                  | 1.50              | 1.50              |
| D. S. Kulkarni & Associates          | 25.00             | 25.00             |
| DSK Global Education & Research Ltd  | 11.03             | 11.03             |
| <b>Sub total</b>                     | <b>76.53</b>      | <b>76.53</b>      |
| <b>9 Trade receivable</b>            |                   |                   |
| DSK Global Education & Research Ltd  | 34.53             | 34.53             |
| DSK Motors Pvt. Ltd                  |                   | 3.32              |
| D. S. Kulkarni & Associates          |                   | 0.25              |
| DSK Motowheels Pvt Ltd               | 1.66              |                   |
| <b>Sub total</b>                     | <b>36.20</b>      | <b>38.09</b>      |

## D. S. Kulkarni Developers Ltd.

|                                            | 2015-16<br>₹ Lacs | 2014-15<br>₹ Lacs |
|--------------------------------------------|-------------------|-------------------|
| <b>10 Purchase of fixed assets</b>         |                   |                   |
| DSK Motors Pvt. Ltd                        |                   | 17.10             |
| <b>Sub total</b>                           | <b>-</b>          | <b>17.10</b>      |
| <b>11 Redemption / Sale of investments</b> |                   |                   |
| Mrs. Hemanti Kulkarni                      | 9.60              | -                 |
| <b>sub total</b>                           | <b>9.60</b>       | <b>-</b>          |
| <b>12 Guarantees given</b>                 |                   |                   |
| DSK Global Education & Research Ltd        | 10,000.00         | 10,000.00         |
| <b>sub total</b>                           | <b>10,000.00</b>  | <b>10,000.00</b>  |
| <b>TOTAL OF BALANCE SHEET ITEMS</b>        | <b>70,817.55</b>  | <b>57,871.40</b>  |
| <b>PROFIT / LOSS ITEMS</b>                 |                   |                   |
| <b>1 Sale of land</b>                      |                   |                   |
| D. S. Kulkarni & Company                   | 91.00             | -                 |
| <b>sub total</b>                           | <b>91.00</b>      | <b>-</b>          |
| <b>2 Sale Of Material</b>                  |                   |                   |
| D. S. Kulkarni & Associates                | 0.76              | 1.25              |
| D. S. Kulkarni & Company                   | 0.50              | -                 |
| DSK Motors Pvt. Ltd                        | 4.15              | -                 |
| DSK Worldman Projects Ltd                  | 1.42              | -                 |
| DSK Motowheels Pvt Ltd                     | 1.66              | -                 |
| <b>sub total</b>                           | <b>8.49</b>       | <b>1.25</b>       |
| <b>3 Reimbursement of expenses</b>         |                   |                   |
| DSK Infra Pvt Ltd                          | 0.01              | -                 |
| DSK Motors Pvt. Ltd                        | 22.28             | 28.19             |
| DSK Global Education & Research Ltd.       | -                 | 20.43             |
| Tricone Infracon Ltd.                      | -                 | 0.08              |
| DSK Worldman Projects Ltd                  | 27.92             | 21.01             |
| D. S. Kulkarni & Company                   | 62.27             | 26.04             |
| D. S. Kulkarni & Associates                | 28.36             | 42.78             |
| <b>sub total</b>                           | <b>140.84</b>     | <b>138.54</b>     |

## D. S. Kulkarni Developers Ltd.

|                                         | 2015-16<br>₹ Lacs | 2014-15<br>₹ Lacs |
|-----------------------------------------|-------------------|-------------------|
| <b>4 Interest Income</b>                |                   |                   |
| DSK Developers Corporation              | 362.14            | 279.86            |
| DSK Southern Projects Pvt Ltd           | 390.29            | 454.96            |
| <b>sub total</b>                        | <b>752.43</b>     | <b>734.82</b>     |
| <b>5 Rent Income</b>                    |                   |                   |
| DSK Global Education & Research Ltd     | 100.00            | 100.00            |
| D. S. Kulkarni & Associates             | 1.72              | 1.62              |
| <b>sub total</b>                        | <b>101.72</b>     | <b>101.62</b>     |
| <b>6 Commission Income</b>              |                   |                   |
| DSK Global Education and Research Ltd.  | 99.84             | -                 |
| DSK Worldman Projects Ltd               | 27.31             | -                 |
| D. S. Kulkarni & Company                | 402.17            | -                 |
| D. S. Kulkarni & Associates             | 134.66            | -                 |
| <b>sub total</b>                        | <b>663.98</b>     | <b>-</b>          |
| <b>7 Purchase of Land</b>               |                   |                   |
| Mr. Shirish Kulkarni                    | 46.80             | -                 |
| <b>sub total</b>                        | <b>46.80</b>      | <b>-</b>          |
| <b>8 Purchase Of Material</b>           |                   |                   |
| DSK Global Education & Research Ltd     |                   | 6.12              |
| D. S. Kulkarni & Associates             | 0.22              | 2.42              |
| <b>sub total</b>                        | <b>0.22</b>       | <b>8.53</b>       |
| <b>9 Services availed</b>               |                   |                   |
| Rasa Group                              | -                 | 47.52             |
| D. S. Kulkarni & Company                | 12.46             | 2.84              |
| DSK Global Education & Research Ltd     | 37.94             | 21.70             |
| DSK Motors Pvt. Ltd                     | 9.51              | 7.10              |
| DSK Sales & Services                    | -                 | 0.79              |
| Telesmell                               | 0.18              | 0.21              |
| DSK Worldman Projects Ltd               | 0.69              | -                 |
| Talisman Hospitality Services Pvt. Ltd. | 2.53              | -                 |
| <b>sub total</b>                        | <b>63.30</b>      | <b>80.16</b>      |

## D. S. Kulkarni Developers Ltd.

|                                                    | 2015-16<br>₹ Lacs | 2014-15<br>₹ Lacs |
|----------------------------------------------------|-------------------|-------------------|
| <b>10 Remuneration</b>                             |                   |                   |
| Mr. D. S. Kulkarni                                 | 299.21            | 312.44            |
| Mr. Shirish Kulkarni                               | 61.94             | 28.77             |
| <b>sub total</b>                                   | <b>361.15</b>     | <b>341.21</b>     |
| <b>11 Sitting fees</b>                             |                   |                   |
| Mr. K. K. Taparia                                  | 1.40              | 2.10              |
| Mr. R. D. Kharosekar                               | 1.20              | 2.20              |
| Dr. MKP Setty                                      | 3.20              | 2.80              |
| Mr. V. C. Joshi                                    | 4.20              | 3.80              |
| Dr. Madhura Chatrapathy                            | 0.80              | 0.20              |
| <b>sub total</b>                                   | <b>10.80</b>      | <b>11.10</b>      |
| <b>12 Interest expense</b>                         |                   |                   |
| Ambiance Ventures Estates & Developments Pvt. Ltd. | 72.95             | 76.87             |
| D. S. Kulkarni & Associates                        | 1,615.74          | 1,385.52          |
| D. S. Kulkarni & Company                           | 2,935.79          | 1,743.85          |
| <b>sub total</b>                                   | <b>4,624.48</b>   | <b>3,206.24</b>   |
| <b>13 Rent expense</b>                             |                   |                   |
| D. S. Kulkarni & Associates                        | 50.24             | 47.19             |
| D. S. Kulkarni & Company                           | 53.11             | 49.89             |
| Growrich Agroforestry Pvt. Ltd.                    | -                 | 5.31              |
| Mr. Shirish Kulkarni                               | 114.83            | 107.87            |
| Mrs. H. D. Kulkarni                                | 21.11             | 20.22             |
| DSK Global Education & Research Ltd                | 58.64             | 24.78             |
| <b>sub total</b>                                   | <b>297.92</b>     | <b>255.26</b>     |
| <b>14 Donations</b>                                |                   |                   |
| DSK Shivajians Football Club Pvt Ltd               | 27.50             | -                 |
| <b>sub total</b>                                   | <b>27.50</b>      | <b>-</b>          |
| <b>TOTAL OF PROFIT / LOSS ITEMS</b>                | <b>7,190.64</b>   | <b>4,878.73</b>   |
| <b>Grand Total</b>                                 | <b>78,008.19</b>  | <b>62,750.13</b>  |

### 36 Disclosure for assets taken on lease as per AS 19:

The Company has entered into operating lease arrangements for office space at Pune and Mumbai. There are no future minimum lease payments under non-cancellable operating leases as all the lease arrangements are cancellable at the option of lessee. Details of such leases are as follows:

| Sr.          | Landlord                             | Premises             | From      | To        | Rent p.a (₹)      |
|--------------|--------------------------------------|----------------------|-----------|-----------|-------------------|
| 1            | D. S. Kulkarni & Associates          | Pune J M Rd. Office  | 1-Apr-14  | 31-Mar-17 | 4,410,000         |
| 2            | D. S. Kulkarni & Company             | Pune J M Rd. Office  | 1-Apr-14  | 31-Mar-17 | 4,662,000         |
| 3            | Mrs. H. D. Kulkarni                  | Pune J M Rd. Office  | 31-Aug-12 | 1-Sep-15  | 1,852,500         |
| 4            | Shirish Kulkarni                     | Mumbai Office        | 1-Apr-14  | 31-Mar-17 | 10,080,000        |
| 5            | Mr. Dineshchandra Argade Patil       | Argade Hights, Pune  | 11-Jan-15 | 10-Jan-20 | 1,920,000         |
| 6            | Gurudatta Sanzgiri                   | Goa Office           | 7-Sep-14  | 6-Aug-15  | 42,000            |
| 7            | Yaman Kaushik                        | Kaushik house Pune   | 1-Jan-15  | 31-Dec-17 | 252,500           |
| 8            | DSK Global Education & Research Ltd. | DSK Dream City, Pune | 1-Oct-14  | 30-Sep-17 | 2,032,236         |
| 9            | DSK Global Education & Research Ltd. | DSK Dream City, Pune | 1-Oct-14  | 30-Sep-17 | 2,533,680         |
| 10           | Lincoln Developers Pvt Ltd           | Delhi Office         | 1-Feb-16  | 31-Jan-19 | 99,737            |
| <b>Total</b> |                                      |                      |           |           | <b>27,884,653</b> |

### 37 Disclosure for assets given on lease as per AS 19:

- i The company has given its land on operating lease to its erstwhile subsidiary, DSK Global Education & Research Ltd for a period of 99 years w.e.f 1<sup>st</sup> July 2008

| Particulars of asset | Gross Block as at 31-03-2016<br>₹ Lacs | Net Block as at 31-03-2016<br>₹ Lacs | Gross Block as at 31-03-2015<br>₹ Lacs | Net block as at 31-03-2015<br>₹ Lacs |
|----------------------|----------------------------------------|--------------------------------------|----------------------------------------|--------------------------------------|
| Land (₹ Lacs)        | 2,592.03                               | 2,592.03                             | 2,592.03                               | 2,592.03                             |

| Future minimum lease payments receivable in respect of non-cancellable leases | 2015-16<br>₹ Lacs | 2014-15<br>₹ Lacs |
|-------------------------------------------------------------------------------|-------------------|-------------------|
| Due within one year from the Balance Sheet date                               | 87.34             | 89.00             |
| Due in the period between one year and five years                             | 349.34            | 356.00            |
| Due after five years                                                          | 7,510.92          | 7,743.00          |
| <b>Total</b>                                                                  | <b>7,947.60</b>   | <b>8,188.00</b>   |

- ii The company has given its land (Bavdhan) on operating lease to Nikhil Kulkarni and Company for a period of 02 years w.e.f 1<sup>st</sup> Oct 2014

| Particulars of asset | Gross Block as at 31-03-2016<br>₹ Lacs | Net block as at 31-03-2016<br>₹ Lacs | Gross Block as at 31-03-2015<br>₹ Lacs | Net block as at 31-03-2015<br>₹ Lacs |
|----------------------|----------------------------------------|--------------------------------------|----------------------------------------|--------------------------------------|
| Land (₹ Lacs)        | 2.88                                   | 2.88                                 | 2.88                                   | 2.88                                 |

### D. S. Kulkarni Developers Ltd.

| Future minimum lease payments receivable in respect of non-cancellable leases | 2015-16<br>₹ Lacs | 2014-15<br>₹ Lacs |
|-------------------------------------------------------------------------------|-------------------|-------------------|
| Due within one year from the Balance Sheet date                               | 3.30              | 6.60              |
| Due in the period between one year and five years                             |                   | 3.30              |
| Due after five years                                                          |                   |                   |
| <b>Total</b>                                                                  | <b>3.30</b>       | <b>9.90</b>       |

- iii The company has given its land & Plant Machinery on operating lease to Mr. Nikhil Kulkarni for a period of 02 years w.e.f 1<sup>st</sup> Oct 2014

| Particulars of asset | Gross Block as at 31-03-2016<br>₹ Lacs | Net block as at 31-03-2016<br>₹ Lacs | Gross Block as at 31-03-2015<br>₹ Lacs | Net block as at 31-03-2015<br>₹ Lacs |
|----------------------|----------------------------------------|--------------------------------------|----------------------------------------|--------------------------------------|
| i Plant & Machinery  | Nil                                    | Nil                                  | 392.20                                 | 280.88                               |

- iv The Company has sub-leased part of its leased Mumbai Office as follows:

| Sr. | Sub-lessee                  | Premises             | From     | To        | Rent ₹p.a<br>₹ Lacs |
|-----|-----------------------------|----------------------|----------|-----------|---------------------|
| 1   | D. S. Kulkarni & Associates | Mumbai Office (Part) | 1-Apr-14 | 31-Mar-17 | 1.72                |

- v The company has given its land (Fursungi) on operating lease to Nikhil Kulkarni and Company for a period of 3 year w.e.f 1<sup>st</sup> April 2013

| Sr. | Sub-lessee                | Premises | From     | To        | Rent ₹p.a<br>₹ Lacs |
|-----|---------------------------|----------|----------|-----------|---------------------|
| 1   | Nikhil Kulkarni & Company | Fursungi | 1-Apr-13 | 31-Mar-17 | 6.00                |

| Particulars of asset | Gross Block as at 31-03-2016<br>₹ Lacs | Net block as at 31-03-2016<br>₹ Lacs | Gross Block as at 31-03-2015<br>₹ Lacs | Net block as at 31-03-2015<br>₹ Lacs |
|----------------------|----------------------------------------|--------------------------------------|----------------------------------------|--------------------------------------|
| Land (₹ Lacs)        | 130.00                                 | 130.00                               | 130.00                                 | 130.00                               |

The Company has not so far entered into any financial lease.

- vi The company has given its Plant Machinery on operating lease to Nikhil Kulkarni & Company for a period of 05 years w.e.f 1<sup>st</sup> April 2014

| Particulars of asset | Gross Block as at 31-03-2016<br>₹ Lacs | Net block as at 31-03-2016<br>₹ Lacs | Gross Block as at 31-03-2015<br>₹ Lacs | Net block as at 31-03-2015<br>₹ Lacs |
|----------------------|----------------------------------------|--------------------------------------|----------------------------------------|--------------------------------------|
| Plant & Machinery    | Nil                                    | Nil                                  | 120.64                                 | 72.84                                |

## D. S. Kulkarni Developers Ltd.

| Future minimum lease payments receivable in respect of cancellable leases | 2015-16<br>₹ Lacs | 2014-15<br>₹ Lacs |
|---------------------------------------------------------------------------|-------------------|-------------------|
| Due within one year from the Balance Sheet date                           |                   | 22.65             |
| Due in the period between one year and five years                         |                   | 67.96             |
| Due after five years                                                      |                   |                   |
| <b>Total</b>                                                              | <b>-</b>          | <b>90.61</b>      |

### 38 Additional Information

|                                                                                                       | 2015-16<br>₹ Lacs | 2015-16<br>₹ Lacs | 2014-15<br>₹ Lacs | 2014-15<br>₹ Lacs |
|-------------------------------------------------------------------------------------------------------|-------------------|-------------------|-------------------|-------------------|
| A Value of imports calculated on C.I.F basis by the company during the financial year in respect of – |                   |                   |                   |                   |
| a Construction materials                                                                              |                   | 911.48            |                   | 35.57             |
| B Expenditure in foreign currency during the financial year on account of                             |                   |                   |                   |                   |
| a Foreign Travel                                                                                      | 10.87             |                   | 24.96             |                   |
| b Exhibitions                                                                                         | 49.89             |                   | 82.65             |                   |
| c Professional and consultation fees                                                                  | 1,126.11          | 1,186.87          | 13.71             | 121.32            |
| C Earnings in foreign exchange                                                                        |                   |                   |                   |                   |
| a Interest from subsidiary                                                                            | 362.14            | 362.14            | 279.86            | 279.86            |

## D. S. Kulkarni Developers Ltd.

- 39 **Particulars of Loans, Guarantees & Investments pursuant to Section 186 of the Companies Act, 2013 and Regulation 34 read with Schedule V of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015:**

| Name of Entity                                                                                      | Outstanding as at |                 | Maximum outstanding during the year |                 |
|-----------------------------------------------------------------------------------------------------|-------------------|-----------------|-------------------------------------|-----------------|
|                                                                                                     | 31-Mar-16         | 31-Mar-15       | 2015-16                             | 2014-15         |
|                                                                                                     | ₹ (Lacs)          | ₹ (Lacs)        | ₹ (Lacs)                            | ₹ (Lacs)        |
| <b>Loans to subsidiaries for business purpose</b>                                                   |                   |                 |                                     |                 |
| DSK Developers Corporation                                                                          | 5,605.07          | 4,811.29        | 5,605.07                            | 3,823.84        |
| DSK Southern Projects Pvt. Ltd.                                                                     | 4,938.99          | 4,660.02        | 4,938.99                            | 4,647.21        |
| <b>sub-total</b>                                                                                    | <b>10,544.06</b>  | <b>9,471.31</b> | <b>10,544.06</b>                    | <b>8,471.05</b> |
| <b>Corporate Guarantees for other companies against bank loan</b>                                   |                   |                 |                                     |                 |
| DSK Global Education & Research Ltd.                                                                | 10,000.00         | 10,000.00       | 10,000.00                           | 10,000.00       |
| <b>Investments in subsidiaries for business purpose</b>                                             |                   |                 |                                     |                 |
| DSK Developers Corporation                                                                          | 509.50            | 509.50          | 509.50                              | 509.50          |
| DSK Infra Pvt. Ltd.                                                                                 | 200.00            | 200.00          | 200.00                              | 200.00          |
| DSK Southern Projects Pvt. Ltd.                                                                     | 1,400.23          | 1,400.23        | 1,400.23                            | 1,400.23        |
| <b>sub-total</b>                                                                                    | <b>2,109.73</b>   | <b>2,109.73</b> | <b>2,109.73</b>                     | <b>2,109.73</b> |
| <b>Investments in former subsidiary</b>                                                             |                   |                 |                                     |                 |
| DSK Global Education & Research Ltd.                                                                | 73.32             | 82.92           | 82.92                               | 82.92           |
| <b>Investment by DSK Developers Corporation (US subsidiary) in its own subsidiary DSK Woods LLC</b> |                   |                 |                                     |                 |
|                                                                                                     | 1,974.45          | 1,974.45        | 1,974.45                            | 1,974.45        |

## D. S. Kulkarni Developers Ltd.

40 **Additional information related to delayed payment by the Company to Micro / Small Enterprises as per Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006):**

| Sr. No. | Particulars                                                                                                                                                                                                                                             | 2015-16<br>₹ Lacs | 2014-15<br>₹ Lacs |
|---------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|-------------------|
| (i)     | The principal amount remaining unpaid to any supplier (as defined in S2(n) of MSMED Act, 2006) as at the end of the accounting year                                                                                                                     | Nil               | Nil               |
| (ii)    | The interest due on the principal amount remaining unpaid to any such supplier as at the end of the accounting year                                                                                                                                     | Nil               | Nil               |
| (iii)   | The amounts of payments made to such supplier beyond the appointed day during the accounting year                                                                                                                                                       | Nil               | Nil               |
| (iv)    | The amount of interest paid by the company in terms of S 16 of MSMED Act, 2006, during the accounting year                                                                                                                                              | Nil               | Nil               |
| (v)     | The amount of interest due and payable for the period of delay in making payment without adding the interest specified under MSMED Act, 2006.                                                                                                           | Nil               | Nil               |
| (vi)    | The amount of interest accrued and remaining unpaid at the end of the accounting year                                                                                                                                                                   | Nil               | Nil               |
| (vii)   | The amount of further interest due and payable even in the succeeding years until such a day when the interest dues are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure u/s 23 of the MSMED Act, 2006 | Nil               | Nil               |

As per our audit report of even date.

**For Gokhale, Tanksale & Ghatpande**

Firm Registration No: 103277W

Chartered Accountants

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

**D. S. Kulkarni**

DIN 00394027

Chairman & Managing

Director

**V. C. Joshi**

DIN 00549735

Director

**S. M. Ghatpande**

Partner

Membership No. 30462

**N. V. Deshpande**

Chief Financial Officer

**Amol Purandare**

Company Secretary

Place: Pune

Date: 24<sup>th</sup> May, 2016

Place : Pune

Date: 24<sup>th</sup> May, 2016

**D. S. Kulkarni Developers Ltd.**

CIN L45201PN1991PLC063340

Notes to the Standalone Balance Sheet as at 31-Mar-16

**Statement of Borrowings**

Previous Year's figures are stated in italics.

|           | <b>Borrowings</b>                                          | <b>Non-current maturity</b> | <b>Current maturity</b> | <b>Interest accrued but not due</b> | <b>Total Amount</b> | <b>Ref</b> |
|-----------|------------------------------------------------------------|-----------------------------|-------------------------|-------------------------------------|---------------------|------------|
|           |                                                            | ₹(Lacs)                     | ₹(Lacs)                 | ₹(Lacs)                             | ₹(Lacs)             |            |
| <b>1</b>  | <b>Long term borrowings</b>                                |                             |                         |                                     |                     |            |
| <b>a</b>  | <b>Secured</b>                                             |                             |                         |                                     |                     |            |
| <b>i</b>  | <b>Bonds/Debentures</b>                                    |                             |                         |                                     |                     |            |
|           | <b>Listed Secured Redemable Non-convertible Debentures</b> |                             |                         |                                     |                     | 1-2        |
|           | Option I                                                   | 5,172.20                    | -                       | 0.01                                | 5,172.21            | 3          |
|           | Option II                                                  | 2,342.55                    | -                       | 519.50                              | 2,862.05            | 4          |
|           | Option III                                                 | 201.64                      | -                       | 14.33                               | 215.96              | 5          |
|           | Option IV                                                  | 3,442.60                    | -                       | 0.00                                | 3,442.60            | 6          |
|           | <b>Total</b>                                               | <b>11,158.99</b>            | <b>-</b>                | <b>533.83</b>                       | <b>11,692.82</b>    |            |
|           | <b>Previous Year</b>                                       | <b>11,169.60</b>            | <b>-</b>                | <b>193.88</b>                       | <b>11,363.48</b>    |            |
| <b>II</b> | <b>Term loans</b>                                          |                             |                         |                                     |                     |            |
| <b>1)</b> | <b>From banks</b>                                          |                             |                         |                                     |                     |            |
| <b>i</b>  | <b>Project term loans</b>                                  |                             |                         |                                     |                     |            |
| <b>1</b>  | ICICI Bank Ltd                                             | -                           | -                       | -                                   | -                   | 7          |
|           | <i>Previous Year</i>                                       | -                           | 1,062.89                | 2.12                                | 1,065.01            |            |
| <b>2</b>  | ICICI HFC LOAN                                             | 7,800.00                    | 3,856.84                | 55.98                               | 11,712.82           | 8          |
|           | <i>Previous Year</i>                                       | 10,818.52                   | -                       | 50.91                               | 10,869.43           |            |
| <b>3</b>  | State Bank Of India                                        | 7,257.81                    | -                       | 78.02                               | 7,335.83            | 9          |
|           | <i>Previous Year</i>                                       | -                           | -                       | -                                   | -                   |            |
| <b>4</b>  | Syndicate Bank                                             | 4,666.00                    | 350.00                  | 51.47                               | 5,067.47            | 10         |
|           | <i>Previous Year</i>                                       | 600.00                      | -                       | 1.50                                | 601.50              |            |
| <b>5</b>  | Union Bank Of India                                        | 4,600.00                    | -                       | 21.43                               | 4,621.43            | 11         |
|           | <i>Previous Year</i>                                       | -                           | -                       | -                                   | -                   |            |
| <b>6</b>  | Bank of Maharashtra                                        | 5,000.00                    | -                       | 16.37                               | 5,016.37            | 12         |
|           | <i>Previous Year</i>                                       | -                           | 6,070.79                | 73.32                               | 6,144.11            |            |
|           | <b>Total Project Term Loans</b>                            | <b>29,323.81</b>            | <b>4,206.84</b>         | <b>223.28</b>                       | <b>33,753.93</b>    |            |
|           | <b>Total Project Term Loans Previous Year</b>              | <b>11,418.52</b>            | <b>7,133.68</b>         | <b>127.86</b>                       | <b>18,680.06</b>    |            |
| <b>2)</b> | <b>From Financial Institutions</b>                         |                             |                         |                                     |                     |            |
| <b>i</b>  | <b>Equipment Term Loans</b>                                |                             |                         |                                     |                     |            |
| <b>1</b>  | Srei Equipment Finance Pvt. Ltd.                           | -                           | 318.07                  | (0.12)                              | 317.95              | 13         |
|           | <i>Previous Year</i>                                       | 347.25                      | 1,511.46                | -                                   | 1,858.70            |            |
| <b>2</b>  | Reliance Capital Ltd                                       | -                           | -                       | -                                   | -                   | 14         |
|           | <i>Previous Year</i>                                       | -                           | 49.24                   | -                                   | 49.24               |            |
|           | <b>Total Equipment Term Loans</b>                          | <b>-</b>                    | <b>318.07</b>           | <b>(0.12)</b>                       | <b>317.95</b>       |            |
|           | <b>Total Equipment Term Loans Previous Year</b>            | <b>347.25</b>               | <b>1,560.69</b>         | <b>-</b>                            | <b>1,907.94</b>     |            |

Previous Year's figures are stated in italics.

| Borrowings                                                                   |                                                   | Non-current maturity | Current maturity | Interest accrued but not due | Total Amount     | Ref |
|------------------------------------------------------------------------------|---------------------------------------------------|----------------------|------------------|------------------------------|------------------|-----|
|                                                                              |                                                   | ₹(Lacs)              | ₹(Lacs)          | ₹(Lacs)                      | ₹(Lacs)          |     |
| ii                                                                           | <b>Corporate Term Loans</b>                       |                      |                  |                              |                  |     |
| 1                                                                            | Sangli Urban Cooperative Bank Ltd.                | 183.96               | 81.37            | 3.84                         | 269.17           | 15  |
|                                                                              | <i>Previous Year</i>                              | <i>290.84</i>        | <i>43.07</i>     | <i>4.17</i>                  | <i>338.08</i>    |     |
| 2                                                                            | Kotak Mahindra Bank Ltd                           | -                    | 570.59           | -                            | 570.59           | 16  |
|                                                                              | <i>Previous Year</i>                              | <i>562.73</i>        | <i>640.43</i>    | -                            | <i>1,203.17</i>  |     |
| 3                                                                            | Tata Capital Housing Finance Ltd                  | -                    | 1,960.68         | 0.25                         | 1,960.92         | 17  |
|                                                                              | <i>Previous Year</i>                              | <i>2,424.73</i>      | -                | <i>0.06</i>                  | <i>2,424.79</i>  |     |
| 4                                                                            | The Kalyan Janata Sahakari Bank                   | 613.48               | 180.67           | 10.07                        | 804.22           | 18  |
|                                                                              | <i>Previous Year</i>                              | <i>789.98</i>        | <i>157.36</i>    | <i>11.76</i>                 | <i>959.10</i>    |     |
| 5                                                                            | Bajaj Finance Ltd                                 | 1,390.29             | 37.26            | (1.94)                       | 1,425.61         | 19  |
|                                                                              | <i>Previous Year</i>                              | -                    | -                | -                            | -                |     |
| 6                                                                            | India Bulls Housing Finance                       | 6,394.55             | 1,189.01         | -                            | 7,583.57         | 20  |
|                                                                              | <i>Previous Year</i>                              | -                    | -                | -                            | -                |     |
| <b>Total Corporate Term Loans</b>                                            |                                                   | <b>8,582.28</b>      | <b>4,019.58</b>  | <b>12.22</b>                 | <b>12,614.07</b> |     |
| <b>Total Corporate Term Loans Previous Year</b>                              |                                                   | <b>4,068.29</b>      | <b>840.86</b>    | <b>15.99</b>                 | <b>4,925.14</b>  |     |
| iii                                                                          | <b>Vehicle Term Loans</b>                         |                      |                  |                              |                  |     |
| 1                                                                            | Toyota Financial Services                         | 6.41                 | 11.35            | -                            | 17.76            | 21  |
|                                                                              | <i>Previous Year</i>                              | <i>17.76</i>         | <i>18.04</i>     | -                            | <i>35.80</i>     |     |
| 2                                                                            | HDFC Bank Ltd.                                    | 1.25                 | 4.66             | -                            | 5.91             | 22  |
|                                                                              | <i>Previous Year</i>                              | <i>5.91</i>          | <i>4.19</i>      | -                            | <i>10.10</i>     |     |
| 3                                                                            | Kotak Mahindra Prime Ltd.                         | 0.58                 | 2.16             | -                            | 2.74             | 23  |
|                                                                              | <i>Previous Year</i>                              | <i>2.74</i>          | <i>1.94</i>      | -                            | <i>4.69</i>      |     |
| <b>Total Vehicle Term Loans</b>                                              |                                                   | <b>8.23</b>          | <b>18.18</b>     | <b>-</b>                     | <b>26.41</b>     |     |
| <b>Total Vehicle Term Loans Previous Year</b>                                |                                                   | <b>26.41</b>         | <b>24.18</b>     | <b>-</b>                     | <b>50.59</b>     |     |
| iv                                                                           | Term Loans secured by pledge of promoters' shares |                      |                  |                              |                  |     |
| 1                                                                            | SKS Fincap Pvt. Ltd.                              | -                    | 200.00           | -                            | 200.00           | 24  |
|                                                                              | <i>Previous Year</i>                              | -                    | <i>200.00</i>    | -                            | <i>200.00</i>    |     |
| 2                                                                            | Streamline Shipping Co.Pvt. Ltd.                  | -                    | -                | -                            | -                | 25  |
|                                                                              | <i>Previous Year</i>                              | -                    | <i>50.00</i>     | -                            | <i>50.00</i>     |     |
| 3                                                                            | Ruia Knowledge & Research Institute Pvt. Ltd.     | -                    | 75.00            | -                            | 75.00            | 26  |
|                                                                              | <i>Previous Year</i>                              | -                    | <i>50.00</i>     | -                            | <i>50.00</i>     |     |
| 4                                                                            | Pune Safety Vault LPP                             | -                    | 50.00            | -                            | 50.00            | 27  |
|                                                                              | <i>Previous Year</i>                              | -                    | <i>75.00</i>     | -                            | <i>75.00</i>     |     |
| <b>Total Term Loans secured by pledge of promoters' shares</b>               |                                                   | <b>-</b>             | <b>325.00</b>    | <b>-</b>                     | <b>325.00</b>    |     |
| <b>Total Term Loans secured by pledge of promoters' shares Previous Year</b> |                                                   | <b>-</b>             | <b>375.00</b>    | <b>-</b>                     | <b>375.00</b>    |     |
| <b>Total Long Term Secured Loans</b>                                         |                                                   | <b>37,914.32</b>     | <b>8,887.67</b>  | <b>235.38</b>                | <b>47,037.37</b> |     |
| <b>Previous Year</b>                                                         |                                                   | <b>15,860.46</b>     | <b>9,934.41</b>  | <b>143.85</b>                | <b>25,938.72</b> |     |

### References:

- 1 The company has secured the said NCDs by first charge by way of registered mortgage on the land along with present and future construction thereon situated at village Fursungi, Taluka Haveli, Dist Pune as provided in Schedule III of debenture trust cum mortgage deed dated 5<sup>th</sup> Sept 2014.
- 2 **Right to reissue:** Subject to the provision of the Companies Act, 2013 where the company has fully redeemed any NCDs, the Company shall have, & shall be deemed always to have had, the right to keep such NCDs in effect without extinguishment thereof, for the purpose of resale or re-issue & in exercising such right, the company shall have, & shall be deemed always to have had, the power to re-sell or re-issue such NCDs either by reselling or re-issuing the same NCDs or by issuing other NCDs, in accordance with the applicable rules & regulations.
- 3 Interest on NCD Option I is payable quarterly @ 12.50% p.a. In the case of NCD holders who are women, senior citizens, shareholders, servicemen, ex-servicemen or DSK Group employees & who are the original allottees of the NCDs, the rate of interest will be increased by 0.25%. Such additional rate of interest will cease in the event of transfer of the NCDs. The NCDs will be redeemed on 06/09/2017.
- 4 Interest on NCD Option II is NIL. The NCDs will be redeemed on 06/03/2020.
- 5 Interest on NCD Option III is payable yearly @ 12.65% p.a. In the case of NCD holders who are women, senior citizens, shareholders, servicemen, ex-servicemen or DSK Group employees & who are the original allottees of the NCDs, the rate of interest will be increased by 0.25%. Such additional rate of interest will cease in the event of transfer of the NCDs. Under this option payment of principal together with interest accrued on the residual face value will be paid as under:

| Sr | Partial Redemption dates        | % to Face Value |
|----|---------------------------------|-----------------|
| 1  | 6 <sup>th</sup> September, 2016 | 10              |
| 2  | 6 <sup>th</sup> September, 2017 | 15              |
| 3  | 6 <sup>th</sup> September, 2018 | 20              |
| 4  | 6 <sup>th</sup> September, 2019 | 25              |
| 5  | 6 <sup>th</sup> September, 2020 | 25              |

- 6 Interest on NCD Option IV is payable monthly @ 12.75% p.a. In the case of NCD holders who are women, senior citizens, shareholders, servicemen, ex-servicemen or DSK Group employees & who are the original allottees of the NCDs, the rate of interest will be increased by 0.25%. Such additional rate of interest will cease in the event of transfer of the NCDs. The NCDs will be redeemed on 06/09/2021.
- 7 The primary security for ICICI Bank project loan is registered mortgage of specified project land along with present and future structures thereon. The collateral security is registered mortgage of specified land along with present & future structures thereon and a charge on the receivables of specified projects. In addition, the project loan is secured by the personal guarantee of Mr. D.S.Kulkarni & Mr. Shirish Kulkarni.
- 8 The primary security for the ICICI HFC Ltd. project loan is registered mortgage of specified Project land along with present and future structures thereon. The collateral security is registered mortgage of specified land along with present & future structure there on and hypothecation of project receivables. In addition, the project loan is secured by the personal guarantee of Mr. D. S. Kulkarni, Mr. Shirish Kulkarni & Mrs. H. D. Kulkarni. DSK Global Education and Research Limited is co guarantor to the tune of receivables from the project in lieu of consideration for relinquishing of development rights of part of project land.

- 9 The primary security for State Bank of India project loan is pari pasu 1<sup>st</sup> charges by way of registered mortgage of specified project land along with present and future structures thereon with other project term lenders (Consortium Banking). The collateral security is pari pasu 1<sup>st</sup> charges by way of registered mortgage of specified land. In addition, the project loan is secured by the personal guarantee of Mr. D.S.Kulkarni & Mr. Shirish Kulkarni.
- 10 The primary security for the Syndicate Bank project loan is registered mortgage of specified Project land along with present and future structures thereon. In addition, the project loan is secured by the personal guarantee of Mr. D.S.Kulkarni & Mr. Shirish Kulkarni.  
  
The primary security for Syndicate Bank project loan is pari pasu 1<sup>st</sup> charges by way of registered mortgage of specified project land along with present and future structures thereon with other project term lenders (Consortium Banking). The collateral security is pari pasu 1<sup>st</sup> charges by way of registered mortgage of specified land. In addition, the project loan is secured by the personal guarantee of Mr. D.S.Kulkarni & Mr. Shirish Kulkarni.
- 11 The primary security for Union Bank of India project loan is pari pasu 1<sup>st</sup> charges by way of registered mortgage of specified project land along with present and future structures thereon with other project term lenders (Consortium Banking). The collateral security is pari pasu 1<sup>st</sup> charges by way of registered mortgage of specified land. In addition, the project loan is secured by the personal guarantee of Mr. D.S.Kulkarni & Mr. Shirish Kulkarni.
- 12 The primary security for Bank of Maharashtra project loan is pari pasu 1<sup>st</sup> charges by way of registered mortgage of specified project land along with present and future structures thereon with other project term lenders (Consortium Banking). The collateral security is pari pasu 1<sup>st</sup> charges by way of registered mortgage of specified land. In addition, the project loan is secured by the personal guarantee of Mr. D.S.Kulkarni & Mr. Shirish Kulkarni.
- 13 The primary security for the several equipment term loans from Srei Equipment Finance Pvt. Ltd. is hypothecation of various construction equipments. The collateral security is registered mortgage of various immovable properties. In addition, these loans are secured by the personal guarantee of Mr. Shirish Kulkarni.
- 14 The primary security for the several equipment term loans from Reliance Capital Ltd. is hypothecation of various construction equipments. In addition, these loans are secured by the personal guarantee of Mr. D.S.Kulkarni.
- 15 There is no primary security for the corporate loan from Sangli Urban Cooperative Bank Ltd. The collateral security is registered mortgage of specified present immovable properties. In addition, this loan is secured by the corporate guarantee of Growrich Agro Forestry Pvt. Ltd. & DSK Motowheels Private Limited & personal guarantee of Mr. Shirish Kulkarni.
- 16 The primary security for the corporate loan from Kotak Mahindra Bank Ltd. is registered mortgage of specified project land along with present and future structures thereon and on receivables of specified projects. The collateral security is registered mortgage of specified present immovable properties. In addition, this loan is secured by the guarantee of M/S D. S. Kulkarni & Associates and the personal guarantee of Mr. D.S.Kulkarni, Mr. Shirish Kulkarni & Mrs. H.D.Kulkarni.
- 17 The primary security for the corporate loan from Tata Capital Housing Finance Ltd. is registered mortgage of specified project land along with present and future structures thereon. The collateral security is registered mortgage of specified present immovable properties and a charge on receivables of specified projects. In addition, being owner of property/ guarantor for loan other co-applicants for this

loan are M/s D. S. Kulkarni & Co., DSK Worldman Projects Ltd., Mr. D. S. Kulkarni, Ms. V. J. Mudgal & Mrs. H. D. Kulkarni.

- 18 There is no primary security for the corporate loan from Kalyan Janata Sahakari Bank. Collateral Security is registered mortgage of specified immovable assets In addition, being a property owner guarantor & co-applicants for this loan are M/s D. S. Kulkarni & Co.& D. S. Kulkarni & Associates. Personal Guarantee of Shri. D. S. Kulkarni and Mr. Shirish Kulkarni.
- 19 The corporate loan from Bajaj Finance Ltd. is secured by **equitable mortgage** of 3 Flats at DSK Nupuri, Mumbai, owned by Mrs. H. D. Kulkarni & Mr. Shirish Kulkarni. In addition, loan is secured by personal guarantee of Mr. D. S. Kulkarni & Mr. Shirish Kulkarni.
- 20 The primary security for the Project loan from India Bulls Housing Finance Ltd is registered mortgage of specified project land along with present & future structure thereon and a charge on recievebles of the specified project. The collateral security is registered mortgage of plot along with present & future structure thereon.
- 21 The vehicle term loan from Toyota Financial Services is secured by hypothecation of specific vehicles.
- 22 The vehicle term loan from HDFC Bank is secured by hypothecation of specific vehicles.
- 23 The vehicle term loan from Kotak Mahindra Prime Ltd. is secured by hypothecation of specific vehicles.
- 24 The loan from SKS Fincap Pvt. Ltd. is secured by pledge of 10,00,000 (P. Y. 10,00,000) Equity shares of the Company held by the Company's promoters.
- 25 The loan from Streamline Shipping Co.Pvt. Ltd. is secured by pledge of Nil (P. Y. 2,20,000) Equity shares of the Company held by the Company's promoters.
- 26 The loan from Ruia Knowledge & Research Institute Private Limited is secured by pledge of 1,50,000 (P. Y. 1,50,000) Equity shares of the Company held by the Company's promoters.
- 27 The loan from Pune Safety Vault LPP is secured by pledge of 2,10,000 (P. Y. 2,10,000) Equity shares of the Company held by the Company's promoters.

Previous Year's figures are stated in italics.

| Borrowings       |                                        | Non-current maturity | Current maturity | Interest accrued but not due | Total Amount     | Ref |
|------------------|----------------------------------------|----------------------|------------------|------------------------------|------------------|-----|
|                  |                                        | ₹(Lacs)              | ₹(Lacs)          | ₹(Lacs)                      | ₹(Lacs)          |     |
| <b>Unsecured</b> |                                        |                      |                  |                              |                  |     |
| i                | <b>Deposits</b>                        |                      |                  |                              |                  |     |
|                  | Public                                 | 13.50                | 3,372.97         | 1,101.25                     | 4,487.72         |     |
|                  | <i>Previous Year</i>                   | <i>3,437.45</i>      | <i>5,161.76</i>  | <i>1,492.15</i>              | <i>10,091.36</i> |     |
| ii               | <b>Inter corporate deposits</b>        | -                    | -                | -                            | -                |     |
| 1                | Ambiance Ventures Estate & Dev Pvt Ltd | -                    | 603.10           | -                            | 603.10           |     |
|                  | <i>Previous Year</i>                   | -                    | <i>570.40</i>    | -                            | <i>570.40</i>    |     |
| 2                | Kaveri Impex Pvt Ltd                   | -                    | -                | -                            | -                |     |
|                  | <i>Previous Year</i>                   | -                    | <i>100.00</i>    | -                            | <i>100.00</i>    |     |
| 3                | Seksaria Industries Pvt. Ltd.          | -                    | 306.00           | -                            | 306.00           |     |
|                  | <i>Previous Year</i>                   | -                    | <i>336.00</i>    | -                            | <i>336.00</i>    |     |
| 4                | N. Vensimal Securites Ltd.             | -                    | -                | -                            | -                |     |
|                  | <i>Previous Year</i>                   | -                    | <i>10.00</i>     | -                            | <i>10.00</i>     |     |
| 5                | Iresco Electricals Pvt Ltd             | -                    | 78.70            | -                            | 78.70            |     |
|                  | <i>Previous Year</i>                   | -                    | <i>79.00</i>     | -                            | <i>79.00</i>     |     |
| 6                | Asiatic Gases Limited                  | -                    | 300.00           | -                            | 300.00           |     |
|                  | <i>Previous Year</i>                   | -                    | <i>180.00</i>    | -                            | <i>180.00</i>    |     |
| 7                | Bombay Mercantile & Leasing Co Ltd.    | -                    | 76.50            | -                            | 76.50            |     |
|                  | <i>Previous Year</i>                   | -                    | <i>56.00</i>     | -                            | <i>56.00</i>     |     |
| 8                | Networth Portfolio and Finance Pvt Ltd | -                    | 17.00            | -                            | 17.00            |     |
|                  | <i>Previous Year</i>                   | -                    | <i>25.00</i>     | -                            | <i>25.00</i>     |     |
| 9                | N.K. Investment Pvt Ltd                | -                    | 25.00            | -                            | 25.00            |     |
|                  | <i>Previous Year</i>                   | -                    | <i>25.00</i>     | -                            | <i>25.00</i>     |     |
| 10               | Sita Offers & Bourse Expertise Ltd     | -                    | 29.45            | -                            | 29.45            |     |
|                  | <i>Previous Year</i>                   | -                    | <i>14.00</i>     | -                            | <i>14.00</i>     |     |
| 11               | Sunako Chemo Ind. Pvt. Ltd             | -                    | 265.00           | -                            | 265.00           |     |
|                  | <i>Previous Year</i>                   | -                    | <i>55.00</i>     | -                            | <i>55.00</i>     |     |
| 12               | Sunako Trading & Investments Pvt.Ltd.  | -                    | -                | -                            | -                |     |
|                  | <i>Previous Year</i>                   | -                    | <i>50.00</i>     | -                            | <i>50.00</i>     |     |
| 13               | Filmcity Finance Pvt Ltd               | -                    | 43.20            | -                            | 43.20            |     |
|                  | <i>Previous Year</i>                   | -                    | <i>32.00</i>     | -                            | <i>32.00</i>     |     |
| 14               | Tecil Chemicals and Hydro Power Ltd    | -                    | 75.00            | -                            | 75.00            |     |
|                  | <i>Previous Year</i>                   | -                    | <i>75.00</i>     | -                            | <i>75.00</i>     |     |
| 15               | Vibrant Global Capital Ltd             | -                    | 130.00           | -                            | 130.00           |     |
|                  | <i>Previous Year</i>                   | -                    | -                | -                            | -                |     |
| 16               | Adisun Export Pvt. Ltd.                | -                    | 25.00            | -                            | 25.00            |     |
|                  | <i>Previous Year</i>                   | -                    | <i>25.00</i>     | -                            | <i>25.00</i>     |     |
| 17               | Bhavnagar Oil Mill Pvt. Ltd.           | -                    | 15.00            | -                            | 15.00            |     |
|                  | <i>Previous Year</i>                   | -                    | <i>15.00</i>     | -                            | <i>15.00</i>     |     |
| 18               | Citric India Ltd.                      | -                    | 100.00           | -                            | 100.00           |     |
|                  | <i>Previous Year</i>                   | -                    | <i>100.00</i>    | -                            | <i>100.00</i>    |     |
| 19               | Goyal Housing and Finance Pvt. Ltd.    | -                    | 13.20            | -                            | 13.20            |     |
|                  | <i>Previous Year</i>                   | -                    | <i>15.00</i>     | -                            | <i>15.00</i>     |     |

Previous Year's figures are stated in italics.

|    | Borrowings                                      | Non-current maturity | Current maturity | Interest accrued but not due | Total Amount | Ref |
|----|-------------------------------------------------|----------------------|------------------|------------------------------|--------------|-----|
|    |                                                 | ₹(Lacs)              | ₹(Lacs)          | ₹(Lacs)                      | ₹(Lacs)      |     |
| 20 | Nuteck Stocklinks Pvt. Ltd.                     | -                    | -                | -                            | -            |     |
|    | <i>Previous Year</i>                            | -                    | 5.00             | -                            | 5.00         |     |
| 21 | Patodia Glass Industries Ltd.                   | -                    | 256.00           | -                            | 256.00       |     |
|    | <i>Previous Year</i>                            | -                    | 120.00           | -                            | 120.00       |     |
| 22 | Sakseria Opticles Pvt. Ltd.                     | -                    | 10.00            | -                            | 10.00        |     |
|    | <i>Previous Year</i>                            | -                    | 10.00            | -                            | 10.00        |     |
| 23 | The Sakseria Biswan Sugar Factory Ltd.          | -                    | 30.00            | -                            | 30.00        |     |
|    | <i>Previous Year</i>                            | -                    | 30.00            | -                            | 30.00        |     |
| 24 | Shri Krishna Rice & Oil Mills Pvt. Ltd.         | -                    | 12.00            | -                            | 12.00        |     |
|    | <i>Previous Year</i>                            | -                    | 10.00            | -                            | 10.00        |     |
| 25 | Tradelink Exim Pvt. Ltd                         | -                    | 42.00            | -                            | 42.00        |     |
|    | <i>Previous Year</i>                            | -                    | -                | -                            | -            |     |
| 26 | Sita Capital Pvt. Ltd.                          | -                    | 20.60            | -                            | 20.60        |     |
|    | <i>Previous Year</i>                            | -                    | -                | -                            | -            |     |
| 27 | Shashi Rag Agencies                             | -                    | 75.00            | -                            | 75.00        |     |
|    | <i>Previous Year</i>                            | -                    | -                | -                            | -            |     |
| 28 | Seksaria Behta Sugar Factory Ltd                | -                    | 65.00            | -                            | 65.00        |     |
|    | <i>Previous Year</i>                            | -                    | -                | -                            | -            |     |
| 29 | Sita Enterprises Ltd.                           | -                    | 25.20            | -                            | 25.20        |     |
|    | <i>Previous Year</i>                            | -                    | -                | -                            | -            |     |
| 30 | Rajgarhia Leasing & Financial Services Pvt.Ltd. | -                    | 317.00           | -                            | 317.00       |     |
|    | <i>Previous Year</i>                            | -                    | 100.00           | -                            | 100.00       |     |
| 31 | Shashi Dhawal Hydraulic Pvt. Ltd.               | -                    | 107.00           | -                            | 107.00       |     |
|    | <i>Previous Year</i>                            | -                    | -                | -                            | -            |     |
| 32 | Rovo Marketing Pvt. Ltd                         | -                    | 120.00           | -                            | 120.00       |     |
|    | <i>Previous Year</i>                            | -                    | -                | -                            | -            |     |
| 33 | Goyal Housing & Finance Ltd.                    | -                    | 4.60             | -                            | 4.60         |     |
|    | <i>Previous Year</i>                            | -                    | -                | -                            | -            |     |
| 34 | Gini Tex Pvt. Ltd.                              | -                    | 183.00           | -                            | 183.00       |     |
|    | <i>Previous Year</i>                            | -                    | -                | -                            | -            |     |
| 35 | Patodia Glass Industries                        | -                    | 250.00           | -                            | 250.00       |     |
|    | <i>Previous Year</i>                            | -                    | -                | -                            | -            |     |
| 36 | Moonroik Finvest Pvt Ltd                        | -                    | 14.00            | -                            | 14.00        |     |
|    | <i>Previous Year</i>                            | -                    | -                | -                            | -            |     |
| 37 | India Ener Gen Ltd                              | -                    | 268.00           | -                            | 268.00       |     |
|    | <i>Previous Year</i>                            | -                    | -                | -                            | -            |     |
| 38 | Basant Stocktrade Pvt Ltd                       | -                    | 15.00            | -                            | 15.00        |     |
|    | <i>Previous Year</i>                            | -                    | -                | -                            | -            |     |
| 39 | Honest Agencies Pvt. Ltd.                       | -                    | 25.00            | -                            | 25.00        |     |
|    | <i>Previous Year</i>                            | -                    | -                | -                            | -            |     |
| 40 | Faridabad Paper Mill Ltd                        | -                    | 105.00           | -                            | 105.00       |     |
|    | <i>Previous Year</i>                            | -                    | -                | -                            | -            |     |
| 41 | AMS garments Pvt. Ltd.                          | -                    | 38.00            | -                            | 38.00        |     |
|    | <i>Previous Year</i>                            | -                    | -                | -                            | -            |     |

Previous Year's figures are stated in italics.

| Borrowings                                   |                                        | Non-current maturity | Current maturity | Interest accrued but not due | Total Amount    | Ref |
|----------------------------------------------|----------------------------------------|----------------------|------------------|------------------------------|-----------------|-----|
|                                              |                                        | ₹(Lacs)              | ₹(Lacs)          | ₹(Lacs)                      | ₹(Lacs)         |     |
| 42                                           | Abhinandan Textile & Traders Pvt. Ltd. | -                    | 6.90             | -                            | 6.90            |     |
|                                              | <i>Previous Year</i>                   | -                    | -                | -                            | -               |     |
| 43                                           | Vibrant Global Trading Company         | -                    | -                | -                            | -               |     |
|                                              | <i>Previous Year</i>                   | -                    | 240.00           | -                            | 240.00          |     |
| <b>TOTAL</b>                                 |                                        | -                    | <b>4,091.45</b>  | -                            | <b>4,091.45</b> |     |
| <i>Previous Year</i>                         |                                        | -                    | 2,277.40         | -                            | 2,277.40        |     |
| <b>Total Long Term Unsecured Liabilities</b> |                                        | <b>13.50</b>         | <b>7,464.42</b>  | <b>1,101.25</b>              | <b>8,579.17</b> |     |
| <i>Previous Year</i>                         |                                        | 3,437.45             | 7,439.16         | 1,492.15                     | 12,368.76       |     |
| <b>Short term borrowings</b>                 |                                        |                      |                  |                              |                 |     |
| <b>a Secured</b>                             |                                        |                      |                  |                              |                 |     |
| <b>1) Loans repayable on demand</b>          |                                        |                      |                  |                              |                 |     |
| <b>i From banks</b>                          |                                        |                      |                  |                              |                 |     |
| 1                                            | Bank of Maharashtra                    | -                    | 2,155.00         | -                            | 2,155.00        | 1   |
|                                              | <i>Previous Year</i>                   | -                    | 1,472.57         | -                            | 1,472.57        |     |
| 2                                            | The Kalyan Janata Sahakari Bank Ltd.   | 60.10                | 100.20           | -                            | 160.30          | 2   |
|                                              | <i>Previous Year</i>                   | 160.82               | 100.20           | -                            | 261.02          |     |
| 3                                            | Bank of Maharashtra                    | -                    | 275.00           | 2.05                         | 277.05          | 3   |
|                                              | <i>Previous Year</i>                   | -                    | 275.00           | 2.34                         | 277.34          |     |
| 4                                            | Syndicate Bank                         | -                    | 342.00           | 0.03                         | 342.03          | 4   |
|                                              | <i>Previous Year</i>                   | -                    | 342.00           | 9.05                         | 351.05          |     |
| 5                                            | Punjab National Bank                   | -                    | 462.50           | 4.16                         | 466.66          | 5   |
|                                              | <i>Previous Year</i>                   | -                    | 462.50           | 4.33                         | 466.83          |     |
| 6                                            | State Bank Of India                    | -                    | 4,957.83         | -                            | 4,957.83        | 6   |
|                                              | <i>Previous Year</i>                   | -                    | 2,467.47         | -                            | 2,467.47        |     |
| <b>Total Short Term Secured Loans</b>        |                                        | <b>60.10</b>         | <b>8,292.53</b>  | <b>6.24</b>                  | <b>8,358.86</b> |     |
| <i>Previous Year</i>                         |                                        | 160.82               | 5,119.74         | 15.72                        | 5,296.28        |     |

- The primary security for the Bank of Maharashtra cash credit limit is hypothecation of stock and debtors of encumbrance free projects. The collateral security is by way of equitable mortgage of specified present immovable properties. In addition, this cash credit limit is secured by the personal guarantee of Mr. D. S. Kulkarni & Mrs. H. D. Kulkarni.
- There is no primary security for the Mortgage Overdraft limit from Kalyan Janata Sahakari Bank Ltd. The collateral security is registered mortgage of certain immovable properties. In addition, being a property owner guarantor & co-applicants for this loan are M/s D S Kulkarni & Co. & D. S. Kulkarni & Associates. Personal Guarantee of Shri. D. S. Kulkarni and Mr. Shirish Kulkarni.
- The overdraft from Bank of Maharashtra is secured by pledge of term deposit receipts.
- The overdraft from Syndicate Bank is secured by pledge of term deposit receipts.
- The overdraft from Punjab National Bank is secured by pledge of term deposit receipts.
- The primary security for the State Bank of India project specific cash credit limit for development & construction is registered mortgage of land along with present & future structure thereon. In addition, this loan is secured by the personal guarantee of Mr. D. S. Kulkarni & Mr. Shirish Kulkarni.

**D. S. Kulkarni Developers Ltd.**

CIN L45201PN1991PLC063340

**Standalone Balance Sheet as at**

₹(Lacs)

| Statement of Investments |                                                            |                      |              | 31-Mar-16      | 31-Mar-15    | 31-Mar-15      |
|--------------------------|------------------------------------------------------------|----------------------|--------------|----------------|--------------|----------------|
| Sr                       | Body corporate                                             | Face Value per share | No of Shares | Carrying Value | No of Shares | Carrying Value |
| Non-current investments  |                                                            |                      |              |                |              |                |
| Unquoted                 |                                                            |                      |              |                |              |                |
| 1                        | Investments in Equity Instruments                          |                      |              |                |              |                |
| i                        | Subsidiaries                                               |                      |              |                |              |                |
| a                        | DSK Developers Corporation USA                             | NA                   | 1,000,000    | 509.50         | 1,000,000    | 509.50         |
| b                        | DSK Infra Pvt. Ltd.                                        | 10                   | 2,000,000    | 200.00         | 2,000,000    | 200.00         |
| c                        | DSK Southern Projects Pvt. Ltd.                            | 10                   | 50,000       | 1,000.17       | 50,000       | 1,000.17       |
| 1A                       | Investments in Class A Equity Instruments                  |                      |              |                |              |                |
| i                        | Subsidiaries                                               |                      |              |                |              |                |
|                          | DSK Southern Projects Pvt. Ltd.                            | 10                   | 10,000       | 399.07         | 10,000       | 399.07         |
| 1B                       | Investments in Class B Equity Instruments                  |                      |              |                |              |                |
| i                        | Subsidiaries                                               |                      |              |                |              |                |
|                          | DSK Southern Projects Pvt. Ltd.                            | 10                   | 10,000       | 1.00           | 10,000       | 1.00           |
| Total                    |                                                            |                      |              | 2,109.73       |              | 2,109.73       |
| 2                        | Other non-current investments: Shares in Cooperative banks |                      |              |                |              |                |
| i                        | Shree Sadguru Jangli Maharaj Sahakari Bank Ltd.            | 50                   | 1,000        | 0.50           | 1,000        | 0.50           |
| ii                       | Janata Sahakari Bank Ltd.                                  | 100                  | 10           | 0.01           | 10           | 0.01           |
| iii                      | Mahalaxmi Co-op. Bank Ltd.                                 | 50                   | 10           | 0.01           | 10           | 0.01           |
| iv                       | Greater Bombay Co-op. Bank Ltd.                            | 25                   | 4,080        | 1.02           | 4,080        | 1.02           |
| v                        | Kalyan Janata Sahakari Bank Ltd.                           | 25                   | 20,000       | 5.00           | 20,000       | 5.00           |
| vi                       | Pune Sahakari Bank Ltd.                                    | 100                  | 100          | 0.10           | 100          | 0.10           |
| vii                      | Sangli Urban Co-Op Bank Ltd                                | 10                   | 50,000       | 5.00           | 50,000       | 5.00           |
| Total                    |                                                            |                      |              | 11.64          |              | 11.64          |
| 3                        | Equity Investments in Other Companies                      |                      |              |                |              |                |
| i                        | DSK Global Education and Research Ltd                      | 10                   | 733,197      | 73.32          | 829,205      | 82.92          |
| Total                    |                                                            |                      |              | 73.32          |              | 82.92          |

## Independent Auditors' Report to the Members of

### **D.S. Kulkarni Developers Limited on the Consolidated Financial Statements Report on the Consolidated Financial Statements**

We have audited the accompanying consolidated financial statements of D.S. Kulkarni Developers Limited (hereinafter referred to as "the Holding Company") and its following three (P.Y. three) subsidiaries

- DSK Developers Corporation, incorporated in the USA
- DSK Southern Projects Pvt. Ltd., incorporated in India
- DSK Infra Pvt. Ltd, (formerly known as DSK Township Projects Pvt. Ltd.), incorporated in India and one (P.Y. one) step-down subsidiary:
- DSK Woods LLC, subsidiary of DSK Developers Corporation.

The Company and its Subsidiaries constitute "the Group".

The consolidated financial statements comprise the following

- the Consolidated Balance Sheet as at the **31<sup>st</sup> March 2016**
- the Consolidated Statement of Profit and Loss for the year ended on that date
- the Consolidated Cash Flow Statement for the year ended on that date, and
- a summary of the significant accounting policies and other explanatory information

### **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,
- the consolidated financial performance and
- the 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 Statements issued by the Institute of Chartered Accountants of India.

The respective Boards of Directors of the companies included in the Group are responsible for

- maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group;
- 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
- 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.

### Auditors' 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 but not for the purpose of expressing an opinion on whether the Holding Company has an adequate internal financial controls system over financial reporting in place and the operating effectiveness of such controls.

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, 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.

- a) in the case of the consolidated balance sheet, of the consolidated state of affairs of the Group as at **31<sup>st</sup> March, 2016**.
- b) in the case of the consolidated statement of profit & loss, of the consolidated profit of the Group for the year ended on that date.
- c) in the case of the consolidated cash flow statement, of the consolidated cash flows of the Group for the year ended on that date.

### Other matters

We did not audit the financial statements of the US subsidiary whose financial statements reflect total assets of **₹ 32.05 crores (P. Y. ₹ 32.20 crores)** and net assets of **₹-46.31 crores (P.Y. ₹-31.78 crores)** as at **31<sup>st</sup> March 2016**, total revenue of **₹6.98 crores (P.Y. ₹8.54 crores)**, net profit of **₹-10.94 crores (P.Y. ₹ -5.31 crores)** and net cash flows amounting to **₹-10.27 lacs (P.Y. ₹7.58 lacs)** for the year ended on that date as considered in the consolidated financial statements. These financial statements are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements in so far as it relates to the amounts and disclosures included in respect of this subsidiary and our report in terms of sub-sections (3) and (11) of section 143 of the Act in so far as it relates to this subsidiary, is based solely on such unaudited financial statements.

### Report on Other Legal and Regulatory Requirements

- a) 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, is not applicable to consolidated financial statements and hence no statement is made on the matters specified in paragraphs 3 and 4 of the Order.

- b) As required by Section 143(3) of the Act, based on the audit reports, if any, on the separate financial statements and other financial information of the companies within the Group, to the extent applicable, we report that:
- i) 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.
  - ii) 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 and the reports of the auditors.
  - iii) 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.
  - iv) 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.
  - v) On the basis of the relevant assertions contained in the audit reports on standalone financial statements of each subsidiary company which is incorporated in India, none of the directors of any such company is disqualified as on 31<sup>st</sup> March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.
  - vi) With respect to the adequacy of the internal financial controls over financial reporting of the Companies within the Group and the operating effectiveness of such controls, refer to our separate report in "Annexure A"
  - vii) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the auditors on standalone financial statements and the other financial information of the subsidiaries,
    - a) The Group does not have any pending litigations which would impact its financial position.
    - b) The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.
    - c) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company & the subsidiaries incorporated in India.

**For Gokhale, Tanksale & Ghatpande**

Firm Registration No: 103277W

Chartered Accountants

**S. M. Ghatpande**

Partner

Membership No. 30462

Place: Pune

Date: 24<sup>th</sup> May 2016

## **“Annexure A” Referred to in Paragraph (b)(vi) under the heading “Report on other legal and regulatory requirements” of Our Report of Even Date**

### **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 **D. S. Kulkarni Developers Limited** (“the Company”) as of **31<sup>st</sup> March 2016** in conjunction with our audit of the consolidated financial statements of the Group companies incorporated in India for the year ended on that date.

#### **Management’s Responsibility for Internal Financial Controls**

The respective Board of Directors of the Group Companies incorporated in India are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (“ICAI”).

These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors’ Responsibility**

Our responsibility is to express an opinion on the Group’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 were 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 its 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 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

- (a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (b) 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
- (c) 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.

### **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 Group 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 **31 March 2016**, based on the internal control over financial reporting criteria established by the Group considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

### **For Gokhale, Tanksale & Ghatpande**

Firm Registration No: 103277W

Chartered Accountants

### **S. M. Ghatpande**

Partner

Membership No. 30462

Place: Pune

Date: 24<sup>th</sup> May 2016

## BALANCE SHEET

| Consolidated Balance Sheet as at                                               | Note No. | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|--------------------------------------------------------------------------------|----------|----------------------|----------------------|----------------------|----------------------|
| <b>I. EQUITY AND LIABILITIES</b>                                               |          |                      |                      |                      |                      |
| <b>1. Shareholders' Funds</b>                                                  |          |                      |                      |                      |                      |
| a Share capital                                                                | 3        | 2,580.10             |                      | 2,580.10             |                      |
| b Reserves and surplus                                                         | 4        | 43,748.91            | 46,329.01            | 43,687.79            | 46,267.89            |
| <b>2. Non-current liabilities</b>                                              |          |                      |                      |                      |                      |
| a Long term borrowings                                                         | 5        | 50,756.24            |                      | 31,410.55            |                      |
| b Deferred tax liabilities (Net)                                               | 6        | 40.95                |                      | 61.53                |                      |
| c Other long term liabilities                                                  | 7        | 26.60                | 50,823.78            | 25.60                | 31,497.68            |
| <b>3. Current liabilities</b>                                                  |          |                      |                      |                      |                      |
| a Short-term borrowings                                                        | 8        | 8,358.86             |                      | 5,296.28             |                      |
| b Trade payables                                                               |          | 6,211.67             |                      | 2,806.83             |                      |
| c Other current liabilities                                                    | 9        | 100,628.84           |                      | 95,680.05            |                      |
| d Short-term provisions                                                        | 10       | 10,500.72            | 125,700.09           | 8,660.34             | 112,443.50           |
| <b>TOTAL</b>                                                                   |          |                      | <b>222,852.88</b>    |                      | <b>190,209.07</b>    |
| <b>II. ASSETS</b>                                                              |          |                      |                      |                      |                      |
| <b>1. Non-current assets</b>                                                   |          |                      |                      |                      |                      |
| a Fixed Assets                                                                 |          |                      |                      |                      |                      |
| i) Tangible assets                                                             | 11       | 4,859.39             |                      | 3,848.06             |                      |
| ii) Intangible assets                                                          | 12       | 42.25                |                      | 34.65                |                      |
| iii) Capital work-in-progress                                                  |          | 8.75                 |                      |                      |                      |
| iv) Intangible assets under development                                        |          | 38.83                | 4,949.22             | 38.83                | 3,921.54             |
| b Non-current investments                                                      | 13       |                      | 84.95                |                      | 94.56                |
| c Other non-current assets                                                     | 14       |                      | 449.65               |                      | 369.81               |
| <b>2. Current assets</b>                                                       |          |                      |                      |                      |                      |
| a Inventories                                                                  | 15       | 185,169.58           |                      | 162,722.59           |                      |
| b Trade receivables                                                            | 16       | 1,233.89             |                      | 948.23               |                      |
| c Cash and cash equivalents                                                    | 17       | 3,463.72             |                      | 4,793.30             |                      |
| d Short-term loans and advances                                                | 18       | 17,869.53            |                      | 9,886.69             |                      |
| e Other current assets                                                         | 19       | 9,632.33             | 217,369.05           | 7,472.36             | 185,823.17           |
| <b>TOTAL</b>                                                                   |          |                      | <b>222,852.88</b>    |                      | <b>190,209.07</b>    |
| <b>Contingent liabilities and commitments (to the extent not provided for)</b> | 20       |                      | 10,002.09            |                      | 11,076.37            |
| Corporate Information & Statement of Accounting Policies                       | 1-2      |                      |                      |                      |                      |

The accompanying notes are an integral part of these financial statements.

As per our audit report of even date.

**For Gokhale, Tanksale & Ghatpande**

Firm Registration No: 103277W

Chartered Accountants

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

**D. S. Kulkarni**

DIN 00394027

Chairman & Managing Director

**V. C. Joshi**

DIN 00549735

Director

**S. M. Ghatpande**

Partner

Membership No. 30462

Place: Pune

Date: 24<sup>th</sup> May, 2016

**N. V. Deshpande**

Chief Financial Officer

Place : Pune

Date: 24<sup>th</sup> May, 2016

**Amol Purandare**

Company Secretary

## PROFIT AND LOSS STATEMENT

| Consolidated Profit and Loss Statement for the year ended |                                                                               | Note No. | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|-----------------------------------------------------------|-------------------------------------------------------------------------------|----------|----------------------|----------------------|----------------------|----------------------|
| I                                                         | Revenue from operations                                                       | 21       |                      | 20,974.74            |                      | 9,986.49             |
| II                                                        | Increase / (Decrease) in inventories of Finished Tenements & Work-in-Progress | 22       |                      | 22,575.27            |                      | 25,498.10            |
| III                                                       | Other income                                                                  | 23       |                      | 290.66               |                      | 297.95               |
| <b>Total</b>                                              |                                                                               |          |                      | <b>43,840.67</b>     |                      | <b>35,782.54</b>     |
| IV                                                        | <b>Expenses:</b>                                                              |          |                      |                      |                      |                      |
|                                                           | Land & Development expenses                                                   | 24       |                      | 35,355.39            |                      | 27,259.64            |
|                                                           | Office & administration expenses                                              | 25       |                      | 976.56               |                      | 1,751.34             |
|                                                           | Employee benefits expense                                                     | 26       |                      | 1,575.73             |                      | 1,412.51             |
|                                                           | Selling expenses                                                              | 27       |                      | 2,687.33             |                      | 1,640.07             |
|                                                           | Finance expenses                                                              | 28       |                      | 899.41               |                      | 978.90               |
|                                                           | Depreciation and amortization expense                                         | 29       |                      | 328.89               |                      | 335.37               |
|                                                           | Other Expenses                                                                | 30       |                      | 41.27                |                      | 34.47                |
|                                                           | Corporate Social Responsibility Expense                                       | 31       |                      | 64.31                |                      | 58.75                |
| <b>Total</b>                                              |                                                                               |          |                      | <b>41,928.88</b>     |                      | <b>33,471.06</b>     |
| V                                                         | Profit before exceptional and extra-ordinary items and tax                    |          |                      | 1,911.79             |                      | 2,311.48             |
| VI                                                        | Exceptional Items                                                             | 32       |                      | 19.54                |                      | 506.31               |
| VII                                                       | Profit before extra-ordinary items and tax                                    |          |                      | 1,931.33             |                      | 2,817.79             |
| VIII                                                      | Extra-ordinary items                                                          |          |                      | -                    |                      | -                    |
| IX                                                        | Profit before tax                                                             |          |                      | 1,931.33             |                      | 2,817.79             |
| X                                                         | Tax expense                                                                   |          |                      |                      |                      |                      |
|                                                           | 1 Current tax                                                                 |          | (1,295.38)           |                      | (1,381.65)           |                      |
|                                                           | 2 Deferred tax                                                                |          | 20.59                | (1,274.79)           | 50.98                | (1,330.67)           |
| XI                                                        | Profit (Loss) for the period from continuing operations                       |          |                      | 656.54               |                      | 1,487.12             |
| XII                                                       | Profit (Loss) from discontinuing operations (after tax)                       |          |                      | -                    |                      | -                    |
| XIII                                                      | Profit (Loss) for the period                                                  |          |                      | 656.54               |                      | 1,487.12             |
| XIV                                                       | Earnings per equity share                                                     | 33       |                      | 2.54                 |                      | 5.76                 |
| Corporate Information & Statement of Accounting Policies  |                                                                               | 1-2      |                      |                      |                      |                      |

The accompanying notes are an integral part of these financial statements.

As per our audit report of even date.

**For Gokhale, Tanksale & Ghatpande**

Firm Registration No: 103277W

Chartered Accountants

**S. M. Ghatpande**

Partner

Membership No. 30462

Place: Pune

Date: 24<sup>th</sup> May, 2016

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

**D. S. Kulkarni**

DIN 00394027

Chairman & Managing Director

**V. C. Joshi**

DIN 00549735

Director

**N. V. Deshpande**

Chief Financial Officer

Place : Pune

Date: 24<sup>th</sup> May, 2016

**Amol Purandare**

Company Secretary

## CASH FLOW STATEMENT

| Consolidated Cash Flow Statement<br>for the year ended | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|--------------------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| <b>A) Cash Flow From Operating Activities</b>          |                      |                      |                      |                      |
| Net Profit before Tax & Extraordinary Items            |                      | 1,931.33             |                      | 2,817.79             |
| Adjustments for                                        |                      |                      |                      |                      |
| Depreciation                                           | 328.89               |                      | 335.37               |                      |
| Loss/(Profit) on Sale of Assets                        | 41.27                |                      | 34.47                |                      |
| Interest Expenditure                                   | 899.41               |                      | 978.90               |                      |
| Interest & Dividend Received                           | (246.21)             | 1,023.36             | (208.19)             | 1,140.56             |
| <b>Operating Profit before Working Capital Changes</b> |                      | <b>2,954.68</b>      |                      | <b>3,958.35</b>      |
| Adjustments for                                        |                      |                      |                      |                      |
| (Increase) Decrease in Inventories                     | (22,446.99)          |                      | (25,404.33)          |                      |
| Increase (Decrease) in Short Term Borrowings           | 3,062.58             |                      | 3,032.16             |                      |
| Increase (Decrease) in Other Current Liabilities       | 4,948.80             |                      | 22,377.13            |                      |
| Increase (Decrease) in short-term provisions           | 589.10               |                      | 1,645.24             |                      |
| Increase (Decrease) in Trade Payables                  | 3,404.84             |                      | 1,250.05             |                      |
| (Increase) Decrease in Receivables                     | (285.66)             |                      | 124.60               |                      |
| (Increase) Decrease in Other Current assets            | (677.44)             |                      | (324.55)             |                      |
| (Increase) Decrease in short term Loans & Advances     | (7,982.84)           | (19,387.62)          | (7,097.48)           | (4,397.18)           |
| <b>Cash generated from Operations</b>                  |                      | <b>(16,432.94)</b>   |                      | <b>(438.84)</b>      |
| Income Tax Paid                                        |                      | (1,683.57)           |                      | (2,200.46)           |
| <b>Net Cash from Operating Activities (A)</b>          |                      | <b>(18,116.50)</b>   |                      | <b>(2,639.30)</b>    |
| <b>B) Cash Flow from Investing Activities</b>          |                      |                      |                      |                      |
| Purchase of Fixed Assets                               | (1,503.12)           |                      | (257.94)             |                      |
| Sale of investments                                    | 9.60                 |                      |                      |                      |
| Sale of Fixed Assets                                   | 105.28               |                      | 19.33                |                      |
| Interest & Dividend Received                           | 246.21               |                      | 208.19               |                      |
| <b>Net Cash used in Investing Activities(B)</b>        |                      | <b>(1,142.03)</b>    |                      | <b>(30.41)</b>       |

## CASH FLOW STATEMENT

| Consolidated Cash Flow Statement<br>for the year ended                                     | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|--------------------------------------------------------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| <b>C) Cash Flow from Financing Activities</b>                                              |                      |                      |                      |                      |
| Decrease (Increase) in Other Non- Current Asset                                            | (79.84)              |                      | (237.83)             |                      |
| Foreign currency translation reserve                                                       | (50.31)              |                      | (566.16)             |                      |
| Interest Paid                                                                              | (899.41)             |                      | (978.90)             |                      |
| Dividend Paid                                                                              | (322.51)             |                      | (258.01)             |                      |
| Dividend Tax Paid                                                                          | (65.66)              |                      | (43.85)              |                      |
| Increase (Decrease) in Secured Loans                                                       | 19,345.69            |                      | 1,699.35             |                      |
| Increase (Decrease) in Other long term liabilities                                         | 1.00                 |                      |                      |                      |
| <b>Net Cash used in Financing Activities(C)</b>                                            |                      | <b>17,928.96</b>     |                      | <b>(385.40)</b>      |
| <b>Net increase/decrease in cash and cash equivalents (A+B+C)</b>                          |                      | <b>(1,329.57)</b>    |                      | <b>(3,055.11)</b>    |
| <b>Cash &amp; Cash Equivalent as at beginning of the year</b>                              |                      | <b>4,793.30</b>      |                      | <b>7,848.41</b>      |
| <b>Cash &amp; Cash Equivalent as at end of the year</b>                                    |                      | <b>3,463.74</b>      |                      | <b>4,793.30</b>      |
| Note to the Cash Flow Statement : Cash and Cash Equivalents include Cash and Bank Balances |                      |                      |                      |                      |

The accompanying notes are an integral part of these financial statements.

As per our audit report of even date.

**For Gokhale, Tanksale & Ghatpande**

Firm Registration No: 103277W

Chartered Accountants

**S. M. Ghatpande**

Partner

Membership No. 30462

Place: Pune

Date: 24<sup>th</sup> May, 2016

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

**D. S. Kulkarni**

DIN 00394027

Chairman & Managing Director

**V. C. Joshi**

DIN 00549735

Director

**N. V. Deshpande**

Chief Financial Officer

Place : Pune

Date: 24<sup>th</sup> May, 2016

**Amol Purandare**

Company Secretary

## D. S. Kulkarni Developers Ltd.

### Note to the Consolidated Financial Statements for the year ended 31-Mar-16

#### 1 Group Information:

**D. S. Kulkarni Developers Limited**, ("the Holding Company") is a public limited company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The equity shares issued by D.S. Kulkarni Developers Limited are listed on the Mumbai Stock Exchange and the National Stock Exchange. The secured redeemable non-convertible debentures issued by D.S. Kulkarni Developers Limited are listed on the Mumbai Stock Exchange. D. S. Kulkarni Developers Limited is engaged in the business of real estate development. The Holding Company and its Subsidiary constitute "the Group". The subsidiary's name, country of incorporation, activity and degree of holding company's control are as follows:

| Name of Subsidiary                    | Country of Incorporation | Activity                | Holding % |
|---------------------------------------|--------------------------|-------------------------|-----------|
| <b>Direct Subsidiaries</b>            |                          |                         |           |
| (i) DSK Developers Corporation        | USA                      | Real estate development | 100%      |
| (ii) DSK Infra Private Ltd.           | India                    | Real estate development | 100%      |
| (iii) DSK Southern Projects Pvt. Ltd. | India                    | Real estate development | 100%      |
| <b>Step down subsidiaries</b>         |                          |                         |           |
| (i) DSK Woods LLC                     | USA                      | Real estate development | 100%      |

#### 2 Basis of Consolidation:

- a) These consolidated financial statements have been prepared to comply in all material aspects with the applicable accounting principles followed in India in conjunction with the applicable Accounting Standards prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and other accounting principles generally accepted in India, to the extent applicable and in particular Accounting Standard 21 (AS 21) - 'Consolidated Financial Statements'.
- b) These consolidated financial statements have been combined, on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses. Intra group balances and intra group transactions resulting in unrealised profits are eliminated in full. Unrealised losses resulting from intra group transactions are also eliminated unless cost cannot be recovered.
- c) These consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.
- d) The difference between the cost of investment in the subsidiaries, and the Company's share of net assets at the time of acquisition of share in the subsidiaries is recognised in the financial statement as Goodwill or Capital Reserve as the case may be.
- e) Minority Interest in the net assets of consolidated subsidiaries is identified and presented in the consolidated Balance Sheet separately from liabilities and equity of the Company's shareholders. Minority interest in the net assets of consolidated subsidiaries consists of:

The amount of equity attributable to minority at the date on which investment in a subsidiary is made; and

The minority share of movements in equity since the date parent subsidiary relationship came into existence.

Minority interest's share of Net Profit / (Loss) for the year of consolidated subsidiaries is identified and adjusted against the profit after tax of the Group.

- f) The operations of all the foreign subsidiary are not considered as an integral part of the operations of the parent. Hence in the case of the foreign subsidiary, revenue items are consolidated at the average exchange rate prevailing during the year and all assets and liabilities have been converted at the rates prevailing at the end of the year. Any exchange difference is recognized in the Foreign Currency Translation Reserve.

The financial statements of the Subsidiary used in the consolidation are drawn up to the same reporting date as that of the Holding Company i.e. **31<sup>st</sup> March 2016**.

## **2.1 Summary of significant accounting policies**

### **2.1.1 Presentation and disclosure of financial statements**

These financial statements have been presented in accordance with the Schedule III to the Companies Act, 2013.

### **2.1.2 Accounting Convention:**

These financial statements are prepared under the historical cost convention.

### **2.1.3 Method of Accounting:**

As required by Section 128(1) of the Act, these financial statements are prepared in accordance with the accrual method of accounting with revenues recognized and expenses accounted on their accrual including provisions / adjustments for committed obligations and amounts determined as payable or receivable during the period.

### **2.1.4 Use of Estimates:**

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgements, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets and liabilities and disclosures of contingent liabilities at the date of the end of the reporting periods and the reported amounts of revenues and expenses for the reporting periods. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the year in which the estimate is revised.

### **2.1.5 Consistency:**

These financial statements have been prepared on a basis consistent with previous years and accounting policies not specifically referred hereto are consistent with generally accepted accounting principles.

### 2.1.6 Contingencies and Events occurring after the Balance Sheet Date:

AS 4 issued by the Institute of Chartered Accountants of India is applicable since

- i) there are no contingent liabilities existing on the reporting date for which provision may be required and
- ii) there are events occurring after the balance sheet date but before the financial statements are approved, having an effect on the balance sheet and profit and loss statement.

### 2.1.7 Net Profit or Loss for the Period, Prior Period Items and Changes in Accounting Policies:

The Company's Profit & Loss Account presents profit / loss from ordinary activities. There are no extra-ordinary items or changes in accounting estimates and policies during the year under review which need to be disclosed as per AS 5 issued by the Institute of Chartered Accountants of India.

### 2.1.8 Cash Flow Statements:

Cash Flows are reported as per the Indirect Method as specified in AS 3 issued by the Institute of Chartered Accountants of India.

### 2.1.9 Previous Year Figures:

The figures for the previous year have been rearranged to facilitate comparison.

## 2.2 Fixed Assets

### 2.2.1 Tangible Fixed Assets: In accordance with AS 10 issued by the Institute of Chartered Accountants of India,

- i) Tangible Fixed Assets are stated at cost of acquisition or construction net of accumulated depreciation and accumulated impairment losses, if any.
- ii) "The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable incidental expenses related to acquisition and installation and other pre-operative expenses of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.
- iii) Subsequent expenditure related to an item of fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing fixed assets, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.
- iv) Gains or losses arising from derecognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

### 2.2.2 Depreciation on Tangible Fixed Assets: In accordance with AS 6 issued by the Institute of Chartered Accountants of India,

- i) Depreciation on Tangible Fixed Assets is provided as per Schedule II to the Companies Act, 2013.
- ii) Leasehold land is amortized on a straight line basis over the period of the lease.

### 2.2.3 Intangible Fixed Assets: In accordance with AS 26 issued by the Institute of Chartered Accountants of India,

- i) Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in an amalgamation in the nature of purchase is their fair value as at the date of amalgamation. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the statement of profit and loss in the year in which the expenditure is incurred.
- ii) Intangible assets are amortized on a straight line basis over the estimated useful economic life. The company uses a rebuttable presumption that the useful life of an intangible asset will not exceed ten years from the date when the asset is available for use. If the persuasive evidence exists to the effect that useful life of an intangible asset exceeds ten years, the company amortizes the intangible asset over the best estimate of its useful life.
- iii) Such intangible assets and intangible assets not yet available for use are tested for impairment annually, either individually or at the cash-generating unit level. All other intangible assets are assessed for impairment whenever there is an indication that the intangible asset may be impaired.
- iv) The amortization period and the amortization method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly. If there has been a significant change in the expected pattern of economic benefits from the asset, the amortization method is changed to reflect the changed pattern. Such changes are accounted for in accordance with AS 5 Net Profit or Loss for the Period, Prior Period Items and Changes in Accounting Policies.
- v) Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

### 2.2.4 Borrowing Costs: In accordance with Accounting Standard 16 issued by the Institute of Chartered Accountants of India,

- i) Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.
- ii) A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale.
- iii) Borrowing costs that are attributable to the acquisition, construction or production of qualifying assets are capitalized as part of the cost of such assets. All other borrowing costs are recognized as an expense in the period in which those are incurred.

### 2.2.5 Impairment of tangible and intangible assets: In accordance with AS 28 issued by the Institute of Chartered Accountants of India,

- i) The company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is

required, the company estimates the recoverable amount of the asset. Such recoverable amount is the higher of an asset's or cash-generating unit's (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

- ii) The company bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the company's cash-generating units to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of five years. For longer periods, a long term growth rate is calculated and applied to project future cash flows after the fifth year.
- iii) Impairment losses of continuing operations, including write-down of inventories, are recognized in the statement of profit and loss, except for previously revalued tangible fixed assets, where the revaluation was taken to revaluation reserve. In this case, the impairment is also recognized in the revaluation reserve up to the amount of any previous revaluation.
- iv) After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.
- v) An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the company estimates the asset's or cash-generating unit's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of profit and loss unless the asset is carried at a revalued amount, in which case the reversal is treated as a revaluation increase.

**2.2.6 Research and development costs:** In accordance with AS 26 issued by the Institute of Chartered Accountants of India,

- i) Research costs are expensed as incurred. Development expenditure incurred on an individual project is recognized as an intangible asset when the company can demonstrate all the following:
  - a) The technical feasibility of completing the intangible asset so that it will be available for use or sale.
  - b) Its intention to complete the asset.
  - c) Its ability to use or sell the asset.
  - d) How the asset will generate future economic benefits.

- e) The availability of adequate resources to complete the development and to use or sell the asset.
- f) The ability to measure reliably the expenditure attributable to the intangible asset during development.
- ii) Following the initial recognition of the development expenditure as an asset, the cost model is applied requiring the asset to be carried at cost less any accumulated amortization and accumulated impairment losses. Amortization of the asset begins when development is complete and the asset is available for use. It is amortized on a straight line basis over the period of expected future benefit from the related project. Amortization is recognized in the statement of profit and loss. During the period of development, the asset is tested for impairment annually.

**2.2.7 Leases:** In accordance with Accounting Standard 19, issued by the Institute of Chartered Accountants of India,

**A Where the company is lessee**

- i) Finance leases, which effectively transfer to the company substantially all the risks and benefits incidental to ownership of the leased item, are capitalized at the inception of the lease term at the lower of the fair value of the leased property and present value of minimum lease payments. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognized as finance costs in the statement of profit and loss. Lease management fees, legal charges and other initial direct costs of lease are capitalized.
- ii) A leased asset is depreciated on a straight-line basis over the useful life of the asset. However, if there is no reasonable certainty that the company will obtain the ownership by the end of the lease term, the capitalized asset is depreciated on a straight-line basis over the shorter of the estimated useful life of the asset, the lease term or the useful life.
- iii) Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis over the lease term.

**B Where the company is the lessor**

- i) Leases in which the company transfers substantially all the risks and benefits of ownership of the asset are classified as finance leases. Assets given under finance lease are recognized as a receivable at an amount equal to the net investment in the lease. After initial recognition, the company apportions lease rentals between the principal repayment and interest income so as to achieve a constant periodic rate of return on the net investment outstanding in respect of the finance lease. The interest income is recognized in the statement of profit and loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognized immediately in the statement of profit and loss.
- ii) Leases in which the company does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Assets subject to operating leases are included in fixed assets. Costs, including depreciation, are recognized as an expense in the statement of profit and loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognized immediately in the statement of profit and loss.

**2.3 Investments:** In accordance with AS 13 issued by the Institute of Chartered Accountants of India,

- i) Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.
- ii) On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. If an investment is acquired, or partly acquired, by the issue of shares or other securities, the acquisition cost is the fair value of the securities issued. If an investment is acquired in exchange for another asset, the acquisition is determined by reference to the fair value of the asset given up or by reference to the fair value of the investment acquired, whichever is more clearly evident.
- iii) Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.
- iv) On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.
- v) An investment in land or buildings, which is not intended to be occupied substantially for use by, or in the operations of, the company, is classified as investment property. Investment properties are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any.
- vi) The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the investment property to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.
- vii) Depreciation on building component of investment property is calculated on a straight-line basis using the rate arrived at based on the useful life estimated by the management, or that prescribed under the Schedule II to the Companies Act, 2013, whichever is higher.
- viii) On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

**2.4 Inventories:** In accordance with Accounting Standards 2 & 9 issued by the Institute of Chartered Accountants of India,

- i) Construction materials, components, stores and spares are valued at the lower of cost and net realizable value (as certified by the management) after providing for the cost of obsolescence. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above its cost of acquisition. Cost of raw materials, components and stores and spares is determined on **FIFO basis**.
- ii) Inventories of work in progress are valued, in accordance with the Percentage of Completion Method. Profit on incomplete projects is not recognized unless 20% expenditure has been incurred in respect of the project. Based on projections and estimates by the Company of the expected revenues and costs to completion, provision for losses to completion and / or write off of costs carried to inventories is made on projects where the expected revenues are lower than the estimated costs to completion. In the opinion of the management, the net realisable value of the work in progress as at the balance sheet date will not be lower than the costs so included therein.

- iii) Inventories of finished tenements are valued at the carrying value or estimated net realizable value, (as certified by the management) whichever is the less.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

**2.5 Revenue Recognition:** In accordance with AS 9 issued by the Institute of Chartered Accountants of India, Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company. The following specific recognition criteria must also be met before revenue is recognized.

- i) Income from real estate sales is recognized on the transfer of all significant risks and rewards of ownership to the buyer and it is not unreasonable to expect ultimate collection and no significant uncertainty exists regarding the amount of consideration.
- ii) However, if, at the time of transfer, substantial acts are yet to be performed, revenue is recognized on proportionate basis as the acts are performed, that is, on the percentage of completion basis. Determination of revenues under the percentage of completion method necessarily involves making estimates by the Company, some of which are of technical nature, concerning, where relevant, the percentages of completion, costs to completion, the expected revenues from the project and the foreseeable losses to completion. As the construction projects necessarily extend beyond one year, revision in estimates of costs and revenues during the year under review are reflected in the accounts of the year.
- iii) Revenue from sale of goods is recognized when all the significant risks and rewards of ownership of the goods have been passed to the buyer, usually on delivery of the goods. The company collects value added taxes (VAT) and service tax on behalf of the government and, therefore, these are not economic benefits flowing to the company. Hence, they are excluded from revenue.
- iv) Revenues from maintenance contracts are recognized pro-rata over the period of the contract as and when services are rendered. The company collects service tax on behalf of the government and, therefore, it is not an economic benefit flowing to the company. Hence, it is excluded from revenue.
- v) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the statement of profit and loss.
- vi) Dividend income is recognized when the company's right to receive dividend is established by the reporting date.

**2.6 Expense Recognition:** Project-specific revenue Expenses such as development & construction expenses, interest on borrowings attributable to specific projects etc. are included in the valuation of inventories of work in progress. Indirect costs are treated as period costs and are charged to the Profit & Loss Account in the year incurred. Expenses incurred on repairs & maintenance of completed projects are charged to Profit & Loss Account.

**2.7 Foreign currency transactions and balances:** In accordance with AS 11 issued by the Institute of Chartered Accountants of India,

- i) Initial recognition: Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

- ii) Conversion: Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.
- iii) Exchange differences: From accounting periods commencing on or after 7 December 2006, the company accounts for exchange differences arising on translation/settlement of foreign currency monetary items as below:
  - a) Exchange differences arising on a monetary item that, in substance, forms part of the company's net investment in a non-integral foreign operation is accumulated in the foreign currency translation reserve until the disposal of the net investment. On the disposal of such net investment, the cumulative amount of the exchange differences which have been deferred and which relate to that investment is recognized as income or as expenses in the same period in which the gain or loss on disposal is recognized.
  - b) Exchange differences arising on other long-term foreign currency monetary items are accumulated in the "Foreign Currency Monetary Item Translation Difference Account" and amortized over the remaining life of the concerned monetary item.
  - c) All other exchange differences are recognized as income or as expenses in the period in which they arise.
- iv) Translation of integral and non-integral foreign operation: The company classifies all its foreign operations as either "integral foreign operations" or "non-integral foreign operations." The financial statements of an integral foreign operation are translated as if the transactions of the foreign operation have been those of the company itself. The assets and liabilities of a non-integral foreign operation are translated into the reporting currency at the exchange rate prevailing at the reporting date and their statement of profit and loss are translated at annual average exchange rates. The exchange differences arising on translation are accumulated in the foreign currency translation reserve. On disposal of a non-integral foreign operation, the accumulated foreign currency translation reserve relating to that foreign operation is recognized in the statement of profit and loss. When there is a change in the classification of a foreign operation, the translation procedures applicable to the revised classification are applied from the date of the change in the classification.

**2.8 Retirement and other employee benefits:** In accordance with Accounting Standard 15 issued by the Institute of Chartered Accountants of India,

- i) Retirement benefit in the form of provident fund is a defined contribution scheme. The contributions to the provident fund are charged to the statement of profit and loss for the year when the contributions are due. The company has no obligation, other than the contribution payable to the provident fund.
- ii) The company operates one defined benefit plan for its employees, viz., gratuity. The cost of providing benefits under this plan are determined on the basis of actuarial valuation at each year-end using the projected unit credit method. The Company has obtained a Group Gratuity Policy from the Life Insurance Corporation of India in respect of the gratuity obligation and the annual contribution paid by the Company to LIC is charged to the profit & loss statement.

**2.9 Segment reporting:** In accordance with Accounting Standard 17 issued by the Institute of Chartered Accountants of India,

- a) **Identification of segments:** The Group's operating businesses are organized and managed separately according to the nature of products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The analysis of geographical segments is based on the areas in which major operating divisions of the company operate. The Group has identified two (Previous Year: three) primary reporting segments on the basis of business activity and two secondary reporting segments on geographical basis. The particulars pursuant to AS 17 are stated in the Notes to the Consolidated Financial Statements.
- b) **Inter-segment transfers:** The company generally accounts for intersegment sales and transfers at cost plus appropriate margins.
- c) **Allocation of common costs:** Common allocable costs are allocated to each segment according to the relative contribution of each segment to the total common costs.
- d) **Unallocated items:** Unallocated items include general corporate income and expense items which are not allocated to any business segment.
- e) **Segment accounting policies:** The company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the company as a whole.

**2.10 Tax Expense:** In accordance with Accounting Standard 22 issued by the Institute of Chartered Accountants of India,

- i) Tax expense comprises current and deferred tax.
- ii) Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.
- iii) Deferred tax assets and liabilities are recognized for future tax consequences attributable to the timing differences between taxable income and accounting income that are capable of reversal in one or more subsequent periods and are measured using tax rates enacted or substantively enacted as at the balance sheet date. Deferred income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.
- iv) Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.
- v) In the situations where the company is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognized in respect of timing differences which reverse during the tax holiday period, to the extent the company's gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of timing differences which reverse after the

tax holiday period is recognized in the year in which the timing differences originate. However, the company restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the timing differences which originate first are considered to reverse first.

- vi) At each reporting date, the company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.
- vii) The carrying amount of deferred tax assets are reviewed at each reporting date. The company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.
- viii) 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 taxes relate to the same taxable entity and the same taxation authority.
- ix) Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The company recognizes MAT credit available for a particular assessment year as an asset only after the assessment for that year is complete and such credit is finally quantified and only to the extent that there is convincing evidence that the company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement" under the head "Current Assets". The company reviews the "MAT credit entitlement" asset at each reporting date and writes down its carrying amount to the extent such credit is set-off u/s 115JAA or to the extent the company does not have convincing evidence that it will pay normal tax during the specified period.

**2.11 Earnings Per Share:** In accordance with Accounting Standard 20, issued by the Institute of Chartered Accountants of India.

- i) Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) 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, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.
- ii) 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 dilutive potential equity shares, except where the results are anti-dilutive.

**2.12 Provisions:** In accordance with Accounting Standard 29 issued by the Institute of Chartered Accountants of India,

- i) A provision is recognized when the company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. Where the company expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of profit and loss net of any reimbursement.
- ii) Warranty provisions: Provisions for warranty-related costs are recognized when the product is sold or service provided. Provision is based on historical experience. The estimate of such warranty-related costs is revised annually.

**2.13 Contingent Liabilities and Contingent Assets:** In accordance with Accounting Standard 29 issued by the Institute of Chartered Accountants of India,

- i) A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The company does not recognize a contingent liability but discloses its existence in the financial statements.
- ii) Contingent assets are not recognized.

**2.14 Accounting Standards not applicable to the Company during the year under review:**

- i) **Accounting for Government Grants:** AS 12 is not applicable since no company in the Group has received any Government Grants
- ii) **Accounting for Amalgamations:** AS 14 is not applicable since no company in the Group has entered into any amalgamation.
- iii) **Accounting for Investments in Associates in Consolidated Financial statements:** AS 23 is not applicable since the Group has no associates.
- iv) **Discontinuing Operations:** AS 24 is not applicable since no company in the Group has discontinued operations.
- v) **Interim Financial Reporting:** AS 25 is not applicable to the financial statements under review.
- vi) **Financial Reporting of Interests in Joint Ventures:** AS 27 is not applicable since the Group has no joint ventures.

## D. S. Kulkarni Developers Ltd.

| Notes to the Consolidated Balance Sheet as at   |                                                                                                            | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|-------------------------------------------------|------------------------------------------------------------------------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| <b>3</b>                                        | <b>Equity Share Capital</b>                                                                                |                      |                      |                      |                      |
| a                                               | Number of shares authorized                                                                                |                      | 50,000,000           |                      | 50,000,000           |
| b                                               | Amount of shares authorized                                                                                |                      | 5,000                |                      | 5,000.00             |
| c                                               | Number of shares issued, subscribed and fully paid                                                         |                      | 25,801,008           |                      | 25,801,008           |
| d                                               | Number of shares issued and subscribed but not fully paid                                                  |                      | -                    |                      | -                    |
| e                                               | Par value per share                                                                                        |                      | 10                   |                      | 10.00                |
| f                                               | Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period |                      | -                    |                      | -                    |
| i                                               | Shares outstanding at the beginning of the reporting period                                                |                      | 25,801,008           |                      | 25,801,008           |
| ii                                              | Shares allotted during the reporting period                                                                |                      | -                    |                      | -                    |
| iii                                             | Shares forfeited during the reporting period                                                               |                      | -                    |                      | -                    |
| iv                                              | Shares bought back during the reporting period                                                             |                      | -                    |                      | -                    |
| v                                               | Shares outstanding at the end of the reporting period                                                      |                      | 25,801,008           |                      | 25,801,008           |
| <b>Total at the end of the reporting period</b> |                                                                                                            |                      | <b>2,580.10</b>      |                      | <b>2,580.10</b>      |
| <b>4</b>                                        | <b>Reserves and Surplus</b>                                                                                |                      |                      |                      |                      |
| a                                               | Securities Premium Reserve                                                                                 |                      | -                    |                      | -                    |
| i                                               | Balance at the beginning of the reporting period                                                           | 30,822.71            |                      | 30,822.71            |                      |
| ii                                              | Additions during the reporting period                                                                      | -                    |                      | -                    |                      |
| iii                                             | Deduction during the reporting period                                                                      | -                    |                      | -                    |                      |
| iv                                              | Balance at the end of the reporting period                                                                 | -                    | 30,822.71            | -                    | 30,822.71            |
| b                                               | Debenture Redemption Reserve                                                                               |                      |                      |                      |                      |
| i                                               | Balance at the beginning of the reporting period                                                           | 669.29               |                      | -                    |                      |
| ii                                              | Additions during the reporting period                                                                      | 669.29               |                      | 669.29               |                      |
| iii                                             | Deduction during the reporting period                                                                      | -                    |                      | -                    |                      |
| iv                                              | Balance at the end of the reporting period                                                                 |                      | 1,338.58             | -                    | 669.29               |

## D. S. Kulkarni Developers Ltd.

| Notes to the Consolidated Balance Sheet as at   |                                                                                                                                                                | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|-------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| c                                               | General Reserve                                                                                                                                                |                      |                      |                      |                      |
| i                                               | Balance at the beginning of the reporting period                                                                                                               | 953.70               |                      | 953.70               |                      |
| ii                                              | Additions during the reporting period                                                                                                                          | -                    |                      | -                    |                      |
| iii                                             | Deduction during the reporting period                                                                                                                          | -                    |                      | -                    |                      |
| iv                                              | Balance at the end of the reporting period                                                                                                                     | -                    | 953.70               | -                    | 953.70               |
| d                                               | Foreign Currency Translation Reserve                                                                                                                           |                      |                      |                      |                      |
| i                                               | Balance at the beginning of the reporting period                                                                                                               | (1,266.79)           |                      | (700.64)             |                      |
| ii                                              | Additions during the reporting period                                                                                                                          | (50.31)              |                      | (566.16)             |                      |
| iii                                             | Deduction during the reporting period                                                                                                                          | -                    |                      | -                    |                      |
| iv                                              | Balance at the end of the reporting period                                                                                                                     |                      | (1,317.10)           |                      | (1,266.79)           |
| e                                               | Goodwill on consolidation                                                                                                                                      |                      |                      |                      |                      |
| i                                               | Balance at the beginning of the reporting period                                                                                                               | (1,499.05)           |                      | (1,499.05)           |                      |
| ii                                              | Additions during the reporting period                                                                                                                          | -                    |                      | -                    |                      |
| iii                                             | Deduction during the reporting period                                                                                                                          | -                    |                      | -                    |                      |
| iv                                              | Balance at the end of the reporting period                                                                                                                     |                      | (1,499.05)           |                      | (1,499.05)           |
| f                                               | Surplus i.e. balance in Statement of Profit & Loss disclosing allocations and appropriations such as dividend, bonus shares and transfer to/from reserves etc. |                      |                      |                      |                      |
| i                                               | Balance at the beginning of the reporting period                                                                                                               | 14,007.93            |                      | 13,602.52            |                      |
| ii                                              | Additions during the reporting period                                                                                                                          | 656.54               |                      | 1,487.12             |                      |
| iii                                             | Deduction during the reporting period                                                                                                                          |                      |                      |                      |                      |
|                                                 | Prior year adjustments                                                                                                                                         | (156.94)             |                      | (24.24)              |                      |
|                                                 | Proposed equity dividend                                                                                                                                       | (322.51)             |                      | (322.51)             |                      |
|                                                 | Tax on equity dividend                                                                                                                                         | (65.66)              |                      | (65.66)              |                      |
|                                                 | Transfer to Debenture Redemption Reserve                                                                                                                       | (669.29)             |                      | (669.29)             |                      |
| iv                                              | Balance at the end of the reporting period                                                                                                                     |                      | 13,450.07            |                      | 14,007.93            |
| <b>Total at the end of the reporting period</b> |                                                                                                                                                                |                      | <b>43,748.91</b>     |                      | <b>43,687.79</b>     |

## D. S. Kulkarni Developers Ltd.

| Notes to the Consolidated Balance Sheet as at |                                                                                     | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|-----------------------------------------------|-------------------------------------------------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| <b>5</b>                                      | <b>Long-Term Borrowings</b>                                                         |                      |                      |                      |                      |
| i                                             | Long-term borrowings secured                                                        |                      |                      |                      |                      |
| a                                             | Bonds/debentures.                                                                   |                      | 11,692.82            |                      | 11,363.48            |
|                                               | Nature of security and guarantee                                                    |                      |                      |                      |                      |
|                                               | Rate of interest                                                                    |                      |                      |                      |                      |
|                                               | Particulars of redemption or conversion                                             |                      |                      |                      |                      |
|                                               | Particulars of redeemed bonds/debentures which the company has power to reissue     |                      |                      |                      |                      |
| b                                             | Term loans                                                                          |                      |                      |                      |                      |
|                                               | Project term loan                                                                   | 29,323.81            |                      | 11,418.52            |                      |
|                                               | Equipment term loans                                                                | -                    |                      | 347.25               |                      |
|                                               | Corporate term loans                                                                | 8,582.28             |                      | 4,068.29             |                      |
|                                               | Vehicle Term Loan                                                                   | 8.23                 | 37,914.32            | 26.41                | 15,860.47            |
| ii                                            | <b>Long-term borrowings unsecured</b>                                               |                      |                      |                      |                      |
| a                                             | Deposits from public                                                                | 232.40               |                      | 3,484.39             |                      |
| b                                             | From directors & others                                                             | 916.69               | 1,149.09             | 702.20               | 4,186.60             |
|                                               | <b>Total at the end of the reporting period</b>                                     |                      | <b>50,756.24</b>     |                      | <b>31,410.55</b>     |
| <b>6</b>                                      | <b>Deferred Tax Liability:</b>                                                      |                      | -                    |                      | -                    |
|                                               | The deferred tax liability comprises the effect of the following:                   |                      |                      |                      |                      |
|                                               | DTL resulting from timing difference between book depreciation and tax depreciation |                      | 40.95                |                      | 61.53                |
|                                               | <b>Total at the end of the reporting period</b>                                     |                      | <b>40.95</b>         |                      | <b>61.53</b>         |
| <b>7</b>                                      | <b>Other long term liabilities</b>                                                  |                      |                      |                      |                      |
| a                                             | Deposits                                                                            |                      | 26.60                |                      | 25.60                |
| b                                             | Deposits from subsidiary                                                            |                      |                      |                      |                      |
|                                               | <b>Total at the end of the reporting period</b>                                     |                      | <b>26.60</b>         |                      | <b>25.60</b>         |
| <b>8</b>                                      | <b>Short-term borrowings</b>                                                        |                      |                      |                      |                      |
| i                                             | Short-term borrowings secured                                                       |                      |                      |                      |                      |
|                                               | Loans repayable on demand from banks                                                |                      |                      |                      |                      |
|                                               | Working capital limits                                                              |                      | 8,358.86             |                      | 5,296.28             |
|                                               | <b>Total at the end of the reporting period</b>                                     |                      | <b>8,358.86</b>      |                      | <b>5,296.28</b>      |

## D. S. Kulkarni Developers Ltd.

| Notes to the Consolidated Balance Sheet as at   |                                            | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|-------------------------------------------------|--------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| <b>9</b>                                        | <b>Other current liabilities</b>           |                      |                      |                      |                      |
| a                                               | Advance against Tenements / Plots          |                      | 72,127.56            |                      | 64,341.48            |
| b                                               | Current maturities of long-term debt       |                      | 16,352.08            |                      | 17,969.61            |
| c                                               | Interest accrued but not due on borrowings |                      | 1,336.63             |                      | 1,639.84             |
| d                                               | Interest accrued and due on borrowings     |                      | 28.39                |                      | 11.02                |
| e                                               | Unclaimed dividends                        |                      | 16.97                |                      | 17.24                |
| f                                               | Statutory liabilities                      |                      | 1,432.10             |                      | 785.71               |
| g                                               | Provision for expenses                     |                      | 8,444.03             |                      | 10,537.59            |
| h                                               | Unclaimed public deposits                  |                      | 187.90               |                      | 241.66               |
| i                                               | Other liabilities                          |                      | 703.18               |                      | 135.90               |
| <b>Total at the end of the reporting period</b> |                                            |                      | <b>100,628.84</b>    |                      | <b>95,680.05</b>     |
| <b>10</b>                                       | <b>Short-term provisions</b>               |                      |                      |                      |                      |
| a                                               | Provision for Income Tax                   |                      | 9,259.85             |                      | 8,008.57             |
| b                                               | Proposed Dividend                          |                      | 322.51               |                      | 322.51               |
| c                                               | Tax on Dividend                            |                      | 65.66                |                      | 65.66                |
| d                                               | Provision for expenses                     |                      | 852.70               |                      | 263.59               |
| <b>Total at the end of the reporting period</b> |                                            |                      | <b>10,500.72</b>     |                      | <b>8,660.34</b>      |

**D. S. Kulkarni Developers Ltd.**  
**Notes to the Consolidated Balance Sheet as at 31-Mar-16**

| 11 | Tangible Fixed Assets   | Gross carrying amount at beginning of reporting period | Additions during reporting period | Disposals during reporting period | Gross carrying amount at end of reporting period | Accumulated depreciation at beginning of reporting period | Depreciation for reporting period | Transfer to reserve | Depreciation on disposals during reporting period | Accumulated depreciation at end of reporting period | Net carrying amount at beginning of reporting period | Net carrying amount at end of reporting period |
|----|-------------------------|--------------------------------------------------------|-----------------------------------|-----------------------------------|--------------------------------------------------|-----------------------------------------------------------|-----------------------------------|---------------------|---------------------------------------------------|-----------------------------------------------------|------------------------------------------------------|------------------------------------------------|
|    |                         | ₹ (Lacs)                                               | ₹ (Lacs)                          | ₹ (Lacs)                          | ₹ (Lacs)                                         | ₹ (Lacs)                                                  | ₹ (Lacs)                          | ₹ (Lacs)            | ₹ (Lacs)                                          | ₹ (Lacs)                                            | ₹ (Lacs)                                             | ₹ (Lacs)                                       |
|    | Land                    | 2,724.91                                               | -                                 | -                                 | 2,724.91                                         | -                                                         | -                                 | -                   | -                                                 | -                                                   | 2,724.91                                             | 2,724.91                                       |
|    | Plant & Machinery       | 1,107.51                                               | 1,236.01                          | (256.94)                          | 2,086.58                                         | 359.04                                                    | 177.25                            | -                   | (110.39)                                          | 425.90                                              | 748.48                                               | 1,680.68                                       |
|    | Office Machinery        | 392.50                                                 | 68.83                             | (0.09)                            | 461.24                                           | 288.51                                                    | 39.94                             | -                   | (0.09)                                            | 328.36                                              | 103.98                                               | 132.87                                         |
|    | Computers               | 205.23                                                 | 30.80                             | -                                 | 236.03                                           | 151.11                                                    | 31.75                             | -                   | -                                                 | 182.86                                              | 54.12                                                | 53.17                                          |
|    | Furniture & Fixtures    | 151.31                                                 | 53.91                             | -                                 | 205.23                                           | 106.21                                                    | 38.00                             | 6.90                | -                                                 | 151.11                                              | 45.10                                                | 54.12                                          |
|    | Vehicles                | 98.01                                                  | 125.51                            | -                                 | 223.52                                           | 38.97                                                     | 18.70                             | -                   | -                                                 | 58.67                                               | 58.04                                                | 164.85                                         |
|    | Total                   | 5,035.00                                               | 1,461.16                          | (280.45)                          | 6,215.70                                         | 1,186.94                                                  | 303.28                            | -                   | (133.91)                                          | 1,356.30                                            | 3,848.06                                             | 4,889.40                                       |
|    | Intangible Fixed Assets | 4,303.75                                               | 212.66                            | (61.41)                           | 5,035.00                                         | 884.76                                                    | 313.87                            | 15.91               | (27.61)                                           | 1,186.94                                            | 4,019.00                                             | 3,848.06                                       |
| 12 | Computer software       | 143.85                                                 | 33.21                             | -                                 | 177.07                                           | 109.21                                                    | 25.61                             | -                   | -                                                 | 134.82                                              | 34.65                                                | 42.25                                          |
|    | Total                   | 143.85                                                 | 33.21                             | -                                 | 177.07                                           | 109.21                                                    | 25.61                             | -                   | -                                                 | 134.82                                              | 34.65                                                | 42.25                                          |

## D. S. Kulkarni Developers Ltd.

| Notes to the Consolidated Balance Sheet as at                                    | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|----------------------------------------------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| <b>13 Non-current investments</b>                                                |                      |                      |                      |                      |
| a Investments in Equity Instruments                                              |                      |                      |                      |                      |
| i Others                                                                         |                      | 73.32                |                      | 82.92                |
| ii Cooperative banks                                                             |                      | 11.64                |                      | 11.64                |
| <b>Total at the end of the reporting period</b>                                  |                      | <b>84.95</b>         |                      | <b>94.56</b>         |
| Additional Disclosures                                                           |                      |                      |                      |                      |
| a Investments carried at other than at cost and the basis for valuation thereof. |                      | Nil                  |                      | Nil                  |
| b Aggregate amount of quoted investments                                         |                      | Nil                  |                      | Nil                  |
| c Market value of quoted investments                                             |                      | Nil                  |                      | Nil                  |
| d Aggregate amount of unquoted investments;                                      |                      | 84.95                |                      | 94.56                |
| e Aggregate provision for diminution in value of investments                     |                      | Nil                  |                      | Nil                  |
| <b>14 Other non-current assets</b>                                               |                      |                      |                      |                      |
| a Deposits unsecured, considered good                                            |                      |                      |                      |                      |
| i With Others                                                                    |                      | 449.65               |                      | 369.81               |
| <b>Total at the end of the reporting period</b>                                  |                      | <b>449.65</b>        |                      | <b>369.81</b>        |
| <b>15 Inventories</b>                                                            |                      |                      |                      |                      |
| a Construction materials                                                         |                      | 263.30               |                      | 391.57               |
| b Work-in-progress                                                               |                      | 180,755.50           |                      | 158,527.24           |
| c Finished tenements                                                             |                      | 4,150.79             |                      | 3,803.79             |
| <b>Total at the end of the reporting period</b>                                  |                      | <b>185,169.58</b>    |                      | <b>162,722.59</b>    |
| Mode of valuation: See Note 2.4                                                  |                      |                      |                      |                      |
| <b>16 Trade Receivables</b>                                                      |                      |                      |                      |                      |
| a Receivables outstanding for less than six months                               |                      |                      |                      |                      |
| i Unsecured considered good                                                      |                      | 1,098.05             |                      | 671.82               |
| b Receivables outstanding for a period exceeding six months                      |                      |                      |                      |                      |
| i Unsecured considered good                                                      |                      | 135.84               |                      | 276.42               |

## D. S. Kulkarni Developers Ltd.

| Notes to the Consolidated Balance Sheet as at                                                                                                                                                                                                                | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| Debts due by directors or other officers of the company or any of them either severally or jointly with any other person or debts due by firms or private companies respectively in which any director is a partner or a director or a member                | 38.10                |                      | 38.10                |                      |
| <b>Total at the end of the reporting period</b>                                                                                                                                                                                                              |                      | <b>1,233.89</b>      |                      | <b>948.23</b>        |
| <b>17 Cash and cash equivalents</b>                                                                                                                                                                                                                          |                      |                      |                      |                      |
| a Balances with banks                                                                                                                                                                                                                                        |                      |                      |                      |                      |
| i Earmarked balances with banks                                                                                                                                                                                                                              | 1,396.86             |                      | 1,325.56             |                      |
| ii Current a/c balances with bank                                                                                                                                                                                                                            | 709.73               |                      | 2,240.19             |                      |
| iii Balances with banks to the extent held as margin money or security against the borrowings, guarantees, other commitments                                                                                                                                 | 1,133.30             |                      | 1,017.70             |                      |
| iv Interest accrued on FD                                                                                                                                                                                                                                    | 91.44                | 3,331.34             | 143.59               | 4,727.04             |
| b Cash on hand                                                                                                                                                                                                                                               |                      | 132.39               |                      | 66.25                |
| <b>Total at the end of the reporting period</b>                                                                                                                                                                                                              |                      | <b>3,463.74</b>      |                      | <b>4,793.30</b>      |
| <b>18 Short-term loans, advances and deposits</b>                                                                                                                                                                                                            |                      |                      |                      |                      |
| a Advances to related parties                                                                                                                                                                                                                                |                      |                      |                      |                      |
| i Unsecured, considered good                                                                                                                                                                                                                                 |                      | 1,040.71             |                      | 974.97               |
| b Others                                                                                                                                                                                                                                                     |                      |                      |                      |                      |
| i Unsecured, considered good                                                                                                                                                                                                                                 |                      | 16,828.82            |                      | 8,911.71             |
| Loans and advances due by directors or other officers of the company or any of them either severally or jointly with any other person or amounts due by firms or private companies respectively in which any director is a partner or a director or a member | 974.97               |                      | 974.97               |                      |
| <b>Total at the end of the reporting period</b>                                                                                                                                                                                                              |                      | <b>17,869.53</b>     |                      | <b>9,886.69</b>      |

## D. S. Kulkarni Developers Ltd.

| Notes to the Consolidated Balance Sheet as at                                 | 31-Mar-16<br>₹(Lacs)         | 31-Mar-16<br>₹(Lacs)         | 31-Mar-15<br>₹(Lacs)         | 31-Mar-15<br>₹(Lacs)         |
|-------------------------------------------------------------------------------|------------------------------|------------------------------|------------------------------|------------------------------|
| <b>19 Other current assets</b>                                                |                              |                              |                              |                              |
| i Advance Tax & TDS                                                           |                              | 8,564.60                     |                              | 7,082.07                     |
| ii Cenvat Credit                                                              |                              | 891.73                       |                              | 389.71                       |
| iii Foreign currency in hand                                                  |                              | 4.45                         |                              | 0.58                         |
| iv Society Maintenance                                                        |                              | 171.54                       |                              |                              |
| <b>Total at the end of the reporting period</b>                               |                              | <b>9,632.32</b>              |                              | <b>7,472.36</b>              |
| <b>20 Contingent Liabilities not provided for:</b>                            |                              |                              |                              |                              |
| i Guarantee in respect of secured loans obtained by another company           |                              | 10,000.00                    |                              | 10,000.00                    |
| Balance of secured loans as at end of year                                    |                              | 8,103.42                     |                              | 8,922.69                     |
| ii Guarantee to Government Authorities                                        |                              | 376.10                       |                              | 686.64                       |
| iii Tax Matters under appeal                                                  |                              | 1,398.27                     |                              | 1,398.27                     |
| iv Cases filed against the Company                                            |                              | 124.30                       |                              | 68.78                        |
| <b>Total at the end of the reporting period</b>                               |                              | <b>10,002.09</b>             |                              | <b>11,076.37</b>             |
| <b>Notes to the Consolidated Profit and Loss Statement for the year ended</b> | <b>31-Mar-16<br/>₹(Lacs)</b> | <b>31-Mar-16<br/>₹(Lacs)</b> | <b>31-Mar-15<br/>₹(Lacs)</b> | <b>31-Mar-15<br/>₹(Lacs)</b> |
| <b>21 Revenue from Operations</b>                                             |                              |                              |                              |                              |
| Revenue from                                                                  |                              |                              |                              |                              |
| a Company other than a finance company                                        |                              |                              |                              |                              |
| A Sale of products                                                            |                              |                              |                              |                              |
| i Sales of Tenements                                                          | 19,917.89                    |                              | 9,048.49                     |                              |
| ii Sale of Land & Development Rights                                          | 97.88                        | 20,015.76                    | 498.25                       | 9,546.74                     |
| B Sale of services                                                            |                              |                              |                              |                              |
| i Contract receipts                                                           | 212.78                       |                              | 246.09                       |                              |
| ii Rent                                                                       | 149.87                       |                              | 183.09                       |                              |
| C Income from subsidiaries                                                    |                              |                              |                              |                              |
| i Commission / Brokerage                                                      | 581.48                       |                              |                              |                              |
| ii Other operating revenues                                                   | 14.85                        | 958.98                       | 10.56                        | 439.75                       |
| <b>Total at the end of the reporting period</b>                               |                              | <b>20,974.74</b>             |                              | <b>9,986.49</b>              |

## D. S. Kulkarni Developers Ltd.

| Notes to the Consolidated Profit and Loss Statement for the year ended                    | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|-------------------------------------------------------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| <b>22 Increase / (Decrease) in inventories of finished tenements and work-in-progress</b> |                      |                      |                      |                      |
| a Finished tenements                                                                      |                      |                      |                      |                      |
| Closing                                                                                   | 4,150.79             |                      | 3,803.79             |                      |
| Less: Opening                                                                             | (3,803.79)           | 347.01               | (2,135.41)           | 1,668.38             |
| b Work-in-Progress                                                                        |                      |                      |                      |                      |
| Closing                                                                                   | 180,755.50           |                      | 158,503.60           |                      |
| Less: Opening                                                                             | (158,527.24)         | 22,228.26            | (134,673.88)         | 23,829.72            |
| <b>Total at the end of the reporting period</b>                                           |                      | <b>22,575.27</b>     |                      | <b>25,498.10</b>     |
| <b>23 Other income</b>                                                                    |                      |                      |                      |                      |
| a Interest on fixed deposits with banks                                                   |                      | 225.44               |                      | 205.35               |
| b Other Interest                                                                          |                      | 20.77                |                      | 2.84                 |
| c Other Receipts                                                                          |                      | 44.44                |                      | 89.71                |
| d Miscellaneous amount written back                                                       |                      | 0.01                 |                      | 0.05                 |
| e Resale of movables                                                                      | 4.50                 | -                    |                      | -                    |
| Less: Cost of movables                                                                    | (4.50)               | -                    |                      | -                    |
| <b>Total at the end of the reporting period</b>                                           |                      | <b>290.66</b>        |                      | <b>297.95</b>        |
| <b>24 Land &amp; / or Development expenses</b>                                            |                      |                      |                      |                      |
| a Land & Development Rights                                                               |                      | 2,089.91             |                      | 1,023.99             |
| b Sub-Contractors' Charges (Including Material)                                           |                      | 15,039.82            |                      | 8,717.04             |
| c Other Development Expenses                                                              |                      | 18,225.66            |                      | 17,518.61            |
| <b>Total at the end of the reporting period</b>                                           |                      | <b>35,355.39</b>     |                      | <b>27,259.64</b>     |

## D. S. Kulkarni Developers Ltd.

| Notes to the Consolidated Profit and Loss Statement<br>for the year ended | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|---------------------------------------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| <b>25 Office &amp; administration expenses</b>                            |                      |                      |                      |                      |
| a Professional Fees                                                       |                      | 186.15               |                      | 205.13               |
| b Postage, Telephone & Telegram                                           |                      | 67.40                |                      | 59.30                |
| c Rent                                                                    |                      | 278.85               |                      | 232.90               |
| d Rates & Taxes                                                           |                      | 7.57                 |                      | 8.64                 |
| e Repairs & Maintenance                                                   |                      | 82.09                |                      | 76.96                |
| f Printing & Stationery                                                   |                      | 45.32                |                      | 51.18                |
| g Legal Charges                                                           |                      | 13.80                |                      | 12.93                |
| h Conveyance and foreign travel                                           |                      | 105.82               |                      | 113.11               |
| i Electricity Charges                                                     |                      | 44.15                |                      | 40.39                |
| j Office Expenses                                                         |                      | 21.15                |                      | 21.59                |
| k Subscription                                                            |                      | 5.95                 |                      | 3.90                 |
| l Insurance                                                               |                      | 6.20                 |                      | 8.57                 |
| m Audit Fees                                                              |                      |                      |                      |                      |
| Internal Audit Fees                                                       | 2.82                 |                      | 4.34                 |                      |
| Company Audit Fees                                                        | 9.26                 |                      | 7.96                 |                      |
| Tax Audit Fees                                                            | 1.23                 | 13.31                | 1.23                 | 13.52                |
| n Security Charges                                                        |                      | 3.92                 |                      | 1.20                 |
| o Other administrative expenses                                           |                      | 94.87                |                      | 78.04                |
| <b>Total at the end of the reporting period</b>                           |                      | <b>976.56</b>        |                      | <b>1,751.34</b>      |
| <b>26 Employee Benefits Expense</b>                                       |                      |                      |                      |                      |
| a Salaries, Wages, Bonus etc.                                             |                      | 943.94               |                      | 864.65               |
| b Contribution to Provident & Other Funds                                 |                      | 128.38               |                      | 69.69                |
| c Directors' Remuneration                                                 |                      | 361.15               |                      | 340.42               |
| d Staff Welfare                                                           |                      | 131.45               |                      | 126.66               |
| e Directors' Sitting Fees                                                 |                      | 10.80                |                      | 11.10                |
| <b>Total at the end of the reporting period</b>                           |                      | <b>1,575.73</b>      |                      | <b>1,412.51</b>      |

## D. S. Kulkarni Developers Ltd.

| Notes to the Consolidated Profit and Loss Statement<br>for the year ended | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|---------------------------------------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| <b>27 Selling expenses</b>                                                |                      |                      |                      |                      |
| a Advertisement                                                           |                      | 1,875.17             |                      | 832.62               |
| b Sales Promotion                                                         |                      | 236.35               |                      | 170.26               |
| c Domestic Travel Expenses                                                |                      | 87.16                |                      | 83.43                |
| d Foreign Travel Expenses                                                 |                      | 83.06                |                      | 80.60                |
| e Domestic Exhibition Expenses                                            |                      | 336.89               |                      | -                    |
| f Foreign Exhibition Expenses                                             |                      | 1.16                 |                      | 204.25               |
| g Donations                                                               |                      | 1.74                 |                      | 23.81                |
| h Other Selling Expenses                                                  |                      | 65.80                |                      | 245.09               |
| <b>Total at the end of the reporting period</b>                           |                      | <b>2,687.33</b>      |                      | <b>1,640.07</b>      |
| <b>28 Finance Costs</b>                                                   |                      |                      |                      |                      |
| a Interest on Deposits & Loans                                            |                      | 414.65               |                      | 732.54               |
| b Interest to Financial Institutions                                      |                      | 183.71               |                      | 87.46                |
| c Interest to Banks                                                       |                      | 173.46               |                      | 91.52                |
| d Other Financial Expenses                                                |                      | 127.59               |                      | 67.38                |
| <b>Total at the end of the reporting period</b>                           |                      | <b>899.41</b>        |                      | <b>978.90</b>        |
| <b>29 Depreciation and amortization expense</b>                           |                      |                      |                      |                      |
| a Depreciation expense                                                    |                      | 303.28               |                      | 313.87               |
| b Amortization expense                                                    |                      | 25.61                |                      | 21.50                |
| <b>Total at the end of the reporting period</b>                           |                      | <b>328.89</b>        |                      | <b>335.37</b>        |
| <b>30 Other expenses</b>                                                  |                      |                      |                      |                      |
| a (Profit) / Loss on Sale of Assets                                       |                      | 41.27                |                      | 34.47                |
| <b>Total at the end of the reporting period</b>                           |                      | <b>41.27</b>         |                      | <b>34.47</b>         |
| <b>31 Corporate Social Responsibility Expense</b>                         |                      |                      |                      |                      |
| a) Gross Amount required to be spent during the year                      | 64.10                |                      | 58.68                |                      |
| b) Amount spent during the year on                                        |                      | 64.31                |                      | 58.75                |
| <b>Total at the end of the reporting period</b>                           |                      | <b>64.31</b>         |                      | <b>58.75</b>         |

## D. S. Kulkarni Developers Ltd.

| Notes to the Consolidated Profit and Loss Statement for the year ended | 31-Mar-16<br>₹(Lacs) | 31-Mar-16<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) | 31-Mar-15<br>₹(Lacs) |
|------------------------------------------------------------------------|----------------------|----------------------|----------------------|----------------------|
| <b>32 Items of exceptional nature</b>                                  |                      |                      |                      |                      |
| Foreign Exchange Difference                                            |                      | 19.54                |                      | 506.31               |
| <b>Total at the end of the reporting period</b>                        |                      | <b>19.54</b>         |                      | <b>506.31</b>        |
| <b>33 Earning Per share</b>                                            |                      |                      |                      |                      |
| Earnings per share is calculated in accordance with the AS 20          |                      |                      |                      |                      |
| Particulars                                                            |                      |                      |                      |                      |
| Profit after tax (₹ lacs)                                              |                      | 656.54               |                      | 1,487.12             |
| Weighted Average Number of Equity shares                               |                      | 25,801,008           |                      | 25,801,008           |
| Nominal Value of Equity Share (₹)                                      |                      | 10.00                |                      | 10.00                |
| Basic and Diluted Earnings Per Share (₹)                               |                      | 2.54                 |                      | 5.76                 |

### Notes to the Consolidated Profit and Loss Statement for the year ended 31-Mar-16

#### 34 Related party disclosures

##### A Names of related parties and related party relationship

##### 1 Related parties where control exists

##### Key management personnel

- 1 Mr. D. S. Kulkarni
- 2 Mr. Shirish Kulkarni
- 3 Mr. V C Joshi
- 4 Dr. M K P Setty
- 5 Mr. R D Kharosekar
- 6 Mr. K K Taparia
- 7 Dr. Madhura Chatrapathy
- 8 Mr. P B Parasnis
- 9 Mrs Hemanti D Kulkarni
- 10 Mr. Shrikant Bhagavat

##### Relatives of key management personnel

- 1 Mr. Amit Deepak Kulkarni
- 2 Mrs. Ashwini Sanjay Deshpande
- 3 Mrs. Bhagyashree Amit Kulkarni
- 4 Mr. Makarand S. Kulkarni
- 5 Mrs. Tanvi S Kulkarni

## D. S. Kulkarni Developers Ltd.

Enterprises owned or significantly  
influenced by key management  
personnel or their relatives

- 1 Ambiance Ventures Estates & Developments Pvt. Ltd.
- 2 Amit & Company
- 3 Ascent Promoters & Developers Pvt. Ltd.
- 4 Chandradeep Promoters & Developers Pvt. Ltd.
- 5 D. S. Kulkarni Constructions Pvt. Ltd.
- 6 D.S.Kulkarni & Associates
- 7 D.S.Kulkarni & Brothers
- 8 D.S.Kulkarni & Company
- 9 D.S.Kulkarni & Sons
- 10 DSK & Asso
- 11 DSK & Co.
- 12 DSK Auto Pvt. Ltd.
- 13 DSK Constructions
- 14 DSK & Sons
- 15 DSK Digital Technologies Pvt. Ltd.
- 16 DSK Entertainment LLC
- 17 DSK Global Education and Research Ltd.
- 18 DSK Infotech Pvt. Ltd.
- 19 DSK Milkotronics Pvt. Ltd.
- 20 DSK Motors Pvt. Ltd.
- 21 DSK Mototrucks Pvt. Ltd.
- 22 DSK Motowheels Pvt. Ltd.
- 23 DSK Prabhu Granite LLP
- 24 DSK Sales & Services
- 25 DSK Shivajians Football Club Pvt. Ltd.
- 26 DSK Studios Pvt. Ltd.
- 27 DSK World Education Council
- 28 DSK Worldman Projects Ltd.
- 29 Fairylad Promoters & Developers Pvt. Ltd.
- 30 Forever Solar Projects Pvt. Ltd.
- 31 Gharkul
- 32 Greengold Farms & Forests Pvt. Ltd
- 33 Growrich Agroforestry Pvt. Ltd.
- 34 Hexagon Capital Advisors Pvt. Ltd.
- 35 Holyland Agroforestry Pvt. Ltd.
- 36 Rasa Group
- 37 Sapphire Promoters & Developers Pvt. Ltd.
- 38 Shri Saptashring Oil Mills Pvt. Ltd.
- 39 Talisman Hospitality Services Pvt. Ltd.
- 40 Telesmell
- 41 Tricone Infracon Ltd.

## D. S. Kulkarni Developers Ltd.

| 2 Related party transactions                       | 2015-16<br>₹ Lacs | 2014-15<br>₹ Lacs |
|----------------------------------------------------|-------------------|-------------------|
| <b>BALANCE SHEET ITEMS:</b>                        |                   |                   |
| <b>1 Equity Contribution</b>                       |                   |                   |
| Mrs. H. D. Kulkarni                                | 490.59            | 490.59            |
| Mr. D. S. Kulkarni                                 | 600.05            | 572.76            |
| Mr. Shirish Kulkarni                               | 152.00            | 152.00            |
| <b>Sub total</b>                                   | <b>1,242.64</b>   | <b>1,215.35</b>   |
| <b>2 Advances payable</b>                          |                   |                   |
| D. S. Kulkarni & Associates                        | 14,335.79         | 13,123.24         |
| D .S. Kulkarni & Company                           | 29,970.43         | 19,674.82         |
| D. S. Kulkarni Constructions Pvt. Ltd.             | 14.43             | 14.43             |
| DSK Worldman Projects Ltd.                         | -                 | 162.04            |
| DSK Global Education and Research Ltd.             | 235.95            | 22.58             |
| <b>Sub total</b>                                   | <b>44,556.59</b>  | <b>32,997.10</b>  |
| <b>3 Deposits payable</b>                          |                   |                   |
| D. S. Kulkarni & Associates                        | 0.50              | 0.50              |
| DSK Global Education and Research Ltd.             | 25.00             | 25.00             |
| Ambiance Ventures Estates & Developments Pvt. Ltd. | 603.10            | 570.40            |
| DSK Infra Pvt. Ltd.                                | 143.88            | 145.24            |
| Mr. D. S. Kulkarni                                 | 1.00              | -                 |
| <b>Sub total</b>                                   | <b>773.47</b>     | <b>741.14</b>     |
| <b>4 Trade payable</b>                             |                   |                   |
| DSK Motors Pvt. Ltd                                | 29.20             | 22.86             |
| DSK Motowheels Private Limited                     | -                 | -                 |
| Tricone Infracon Ltd.                              | 80.20             | 80.20             |
| DSK Global Education and Research Ltd.             | 141.11            | 27.81             |
| Talisman Hospitality Services Pvt. Ltd             | 2.48              | -                 |
| Growrich Agroforestry Pvt. Ltd.                    | -                 | -                 |
| Mr. Shirish Kulkarni                               | 87.00             | -                 |
| Mrs. H. D. Kulkarni                                | 14.62             | 10.46             |
| Telesmell                                          | 0.08              | 0.05              |
| Rasa Group                                         | -                 | 5.77              |
| <b>Sub total</b>                                   | <b>354.70</b>     | <b>147.15</b>     |

## D. S. Kulkarni Developers Ltd.

|                                      | 2015-16<br>₹ Lacs | 2014-15<br>₹ Lacs |
|--------------------------------------|-------------------|-------------------|
| <b>5 Investments at the year end</b> |                   |                   |
| DSK Global Education & Research Ltd  | 73.32             | 82.92             |
| <b>Sub total</b>                     | <b>73.32</b>      | <b>82.92</b>      |
| <b>6 Advances receivable</b>         |                   |                   |
| DSK Motors Pvt. Ltd                  | -                 | 47.96             |
| Tricone Infracon Ltd.                | 469.28            | 469.28            |
| DSK Worldman Projects Ltd            | -                 | 49.84             |
| DSK Studios Pvt. Ltd.                | -                 | 1.89              |
| Mr. Shirish Kulkarni                 | 133.28            | 171.70            |
| Mr. D. S. Kulkarni                   | 27.53             | -                 |
| DSK Global Education & Research Ltd  | 410.62            | 234.31            |
| <b>Sub total</b>                     | <b>1,040.71</b>   | <b>974.97</b>     |
| <b>7 Deposits receivable</b>         |                   |                   |
| D S Kulkarni & Company               | 25.00             | 25.00             |
| Mr. Shirish Kulkarni                 | 14.00             | 14.00             |
| Mrs. H. D. Kulkarni                  | 1.50              | 1.50              |
| D. S. Kulkarni & Associates          | 25.00             | 25.00             |
| DSK Global Education & Research Ltd  | 11.03             | 11.03             |
| <b>Sub total</b>                     | <b>76.53</b>      | <b>76.53</b>      |
| <b>8 Trade receivable</b>            |                   |                   |
| DSK Global Education & Research Ltd  | 34.53             | 34.53             |
| DSK Motors Pvt. Ltd                  | -                 | 3.32              |
| D. S. Kulkarni & Associates          | -                 | 0.25              |
| DSK Motowheels Pvt Ltd               | 1.66              | -                 |
| <b>Sub total</b>                     | <b>36.20</b>      | <b>38.09</b>      |
| <b>9 Purchase of fixed assets</b>    |                   |                   |
| DSK Motors Pvt. Ltd                  | -                 | 17.10             |
| <b>Sub total</b>                     | <b>-</b>          | <b>17.10</b>      |

## D. S. Kulkarni Developers Ltd.

|                                            | 2015-16<br>₹ Lacs | 2014-15<br>₹ Lacs |
|--------------------------------------------|-------------------|-------------------|
| <b>10 Redemption / Sale of investments</b> |                   |                   |
| Mrs Hemanti D Kulkarni                     | 9.60              | -                 |
| Mr. S D Kulkarni                           | -                 | -                 |
| <b>Sub total</b>                           | <b>9.60</b>       | <b>-</b>          |
| <b>11 Guarantees given</b>                 |                   |                   |
| DSK Global Education & Research Ltd        | 10,000.00         | 10,000.00         |
| <b>Sub total</b>                           | <b>10,000.00</b>  | <b>10,000.00</b>  |
| <b>TOTAL OF BALANCE SHEET ITEMS</b>        | <b>58,163.75</b>  | <b>46,290.35</b>  |
| <b>PROFIT / LOSS ITEMS</b>                 |                   |                   |
| <b>1 Sale of land</b>                      |                   |                   |
| D. S. Kulkarni & Company                   | 91.00             | -                 |
| <b>Sub total</b>                           | <b>91.00</b>      | <b>-</b>          |
| <b>2 Sale Of Material</b>                  |                   |                   |
| D. S. Kulkarni & Associates                | 0.76              | 1.25              |
| D. S. Kulkarni & Company                   | 0.50              | -                 |
| DSK Motors Pvt. Ltd                        | 4.15              | -                 |
| DSK Worldman Projects Ltd                  | 1.42              | -                 |
| DSK Motowheels Pvt Ltd                     | 1.66              | -                 |
| <b>Sub total</b>                           | <b>8.49</b>       | <b>1.25</b>       |
| <b>3 Reimbursement of expenses</b>         |                   |                   |
| DSK Infra Pvt Ltd                          | 0.01              | -                 |
| DSK Motors Pvt. Ltd                        | 22.28             | 28.19             |
| DSK Global Education & Research Ltd.       | -                 | 20.43             |
| Tricone Infracon Ltd.                      | -                 | 0.08              |
| DSK Worldman Projects Ltd                  | 27.92             | 21.01             |
| D. S. Kulkarni & Company                   | 62.27             | 26.04             |
| D. S. Kulkarni & Associates                | 28.36             | 42.78             |
| <b>Sub total</b>                           | <b>140.84</b>     | <b>138.54</b>     |

## D. S. Kulkarni Developers Ltd.

|                                         | 2015-16<br>₹ Lacs | 2014-15<br>₹ Lacs |
|-----------------------------------------|-------------------|-------------------|
| <b>4 Rent Income</b>                    |                   |                   |
| DSK Global Education & Research Ltd     | 100.00            | 100.00            |
| D. S. Kulkarni & Associates             | 1.72              | 1.62              |
| <b>Sub total</b>                        | <b>101.72</b>     | <b>101.62</b>     |
| <b>5 Commission Income</b>              |                   |                   |
| DSK Global Education and Research Ltd.  | 99.84             | -                 |
| DSK Worldman Projects Ltd               | 27.31             | -                 |
| D. S. Kulkarni & Company                | 402.17            | -                 |
| D. S. Kulkarni & Associates             | 134.66            | -                 |
| <b>Sub total</b>                        | <b>663.98</b>     | <b>-</b>          |
| <b>6 Purchase of Land</b>               |                   |                   |
| Shirish D Kulkarni                      | 46.80             | -                 |
| <b>Sub total</b>                        | <b>46.80</b>      | <b>-</b>          |
| <b>7 Purchase Of Material</b>           |                   |                   |
| DSK Global Education & Research Ltd     | -                 | 6.12              |
| D. S. Kulkarni & Associates             | 0.22              | 2.42              |
| <b>Sub total</b>                        | <b>0.22</b>       | <b>8.53</b>       |
| <b>8 Services availed</b>               |                   |                   |
| Rasa Group                              | -                 | 47.52             |
| D. S. Kulkarni & Company                | 12.46             | 2.84              |
| DSK Global Education & Research Ltd     | 37.94             | 21.70             |
| DSK Motors Pvt. Ltd                     | 9.51              | 7.10              |
| DSK Sales & Services                    | -                 | 0.79              |
| Telesmell                               | 0.18              | 0.21              |
| DSK Worldman Projects Ltd               | 0.69              | -                 |
| Talisman Hospitality Services Pvt. Ltd. | 2.53              | -                 |
| <b>Sub total</b>                        | <b>63.30</b>      | <b>80.16</b>      |

## D. S. Kulkarni Developers Ltd.

|                                                    | 2015-16<br>₹ Lacs | 2014-15<br>₹ Lacs |
|----------------------------------------------------|-------------------|-------------------|
| <b>9 Remuneration</b>                              |                   |                   |
| Mr Deepak S Kulkarni                               | 299.21            | 312.44            |
| Mr Shirish D Kulkarni                              | 61.94             | 28.77             |
| <b>Sub total</b>                                   | <b>361.15</b>     | <b>341.21</b>     |
| <b>10 Sitting fees</b>                             |                   |                   |
| Mr K K Taparia                                     | 1.40              | 2.10              |
| Mr R D Kharosekar                                  | 1.20              | 2.20              |
| Dr MKP Setty                                       | 3.20              | 2.80              |
| Mr V C Joshi                                       | 4.20              | 3.80              |
| Dr Madhura Chatrapathy                             | 0.80              | 0.20              |
| <b>Sub total</b>                                   | <b>10.80</b>      | <b>11.10</b>      |
| <b>11 Interest expense</b>                         |                   |                   |
| Ambiance Ventures Estates & Developments Pvt. Ltd. | 72.95             | 76.87             |
| D. S. Kulkarni & Associates                        | 1,615.74          | 1,385.52          |
| D. S. Kulkarni & Company                           | 2,935.79          | 1,743.85          |
| DSK Entertainment,LLC                              | -                 | 14.42             |
| Mrs. H. D. Kulkarni                                | -                 | 51.18             |
| <b>Sub total</b>                                   | <b>4,624.48</b>   | <b>3,271.83</b>   |
| <b>12 Rent expense</b>                             |                   |                   |
| D. S. Kulkarni & Associates                        | 50.24             | 47.19             |
| D. S. Kulkarni & Company                           | 53.11             | 49.89             |
| Growrich Agroforestry Pvt. Ltd.                    | -                 | 5.31              |
| Mr Shirish D Kulkarni                              | 114.83            | 107.87            |
| Mrs. H. D. Kulkarni                                | 21.11             | 20.22             |
| DSK Global Education & Research Ltd                | 58.64             | 24.78             |
| <b>Sub total</b>                                   | <b>297.92</b>     | <b>255.26</b>     |

## D. S. Kulkarni Developers Ltd.

|                                      | 2015-16<br>₹ Lacs | 2014-15<br>₹ Lacs |
|--------------------------------------|-------------------|-------------------|
| <b>13 Donations</b>                  |                   |                   |
| DSK Shivajians Football Club Pvt Ltd | 27.50             | -                 |
| <b>Sub total</b>                     | <b>27.50</b>      | <b>-</b>          |
| <b>TOTAL OF PROFIT / LOSS ITEMS</b>  | <b>6,438.21</b>   | <b>4,209.51</b>   |
| <b>Grand Total</b>                   | <b>64,601.96</b>  | <b>50,499.86</b>  |

### 35 Disclosure for assets taken on lease as per AS 19:

The Company has entered into operating lease arrangements for office space at Pune and Mumbai. There are no future minimum lease payments under non-cancellable operating leases as all the lease arrangements are cancellable at the option of lessee. Details of such leases are as follows:

| Sr. | Landlord                             | Premises             | From      | To        | Rent p.a (₹)      |
|-----|--------------------------------------|----------------------|-----------|-----------|-------------------|
| 1   | D. S. Kulkarni & Associates          | Pune J M Rd. Office  | 1-Apr-14  | 31-Mar-17 | 4,410,000         |
| 2   | D. S. Kulkarni & Company             | Pune J M Rd. Office  | 1-Apr-14  | 31-Mar-17 | 4,662,000         |
| 3   | Mrs. H. D. Kulkarni                  | Pune J M Rd. Office  | 31-Aug-12 | 1-Sep-15  | 1,852,500         |
| 4   | Shirish Kulkarni                     | Mumbai Office        | 1-Apr-14  | 31-Mar-17 | 10,080,000        |
| 5   | Mr.Dineshchandra Argade Patil        | Argade Hights, Pune  | 11-Jan-15 | 10-Jan-20 | 1,920,000         |
| 6   | Gurudatta Sanzgiri                   | Goa Office           | 7-Sep-14  | 6-Aug-15  | 42,000            |
| 7   | Yaman Kaushik                        | Kaushik House Pune   | 1-Jan-15  | 31-Dec-17 | 252,500           |
| 8   | DSK Global Education & Research Ltd. | DSK Dream City, Pune | 1-Oct-14  | 30-Sep-17 | 2,032,236         |
| 9   | DSK Global Education & Research Ltd. | DSK Dream City, Pune | 1-Oct-14  | 30-Sep-17 | 2,533,680         |
| 10  | Lincoln Developers Pvt Ltd           | Delhi Office         | 1-Feb-16  | 31-Jan-19 | 99,737            |
|     | <b>Total</b>                         |                      |           |           | <b>27,884,653</b> |

## D. S. Kulkarni Developers Ltd.

### 36 Disclosure for assets given on lease as per AS 19:

- i The company has given its land on operating lease to its erstwhile subsidiary, DSK Global Education & Research Ltd for a period of 99 years w.e.f 1<sup>st</sup> July 2008

| Particulars of asset                                                                 | Gross Block as at 31-03-2016<br>₹ Lacs | Net Block as at 31-03-2016<br>₹ Lacs | Gross Block as at 31-03-2015<br>₹ Lacs | Net block as at 31-03-2015<br>₹ Lacs |
|--------------------------------------------------------------------------------------|----------------------------------------|--------------------------------------|----------------------------------------|--------------------------------------|
| Land (₹ Lacs)                                                                        | 2,592                                  | 2,592                                | 2,592.03                               | 2,592.03                             |
| <b>Future minimum lease payments receivable in respect of non-cancellable leases</b> |                                        |                                      | 2015-16<br>₹ Lacs                      | 2014-15<br>₹ Lacs                    |
| Due within one year from the Balance Sheet date                                      |                                        |                                      | 87.34                                  | 89.00                                |
| Due in the period between one year and five years                                    |                                        |                                      | 349.34                                 | 356.00                               |
| Due after five years                                                                 |                                        |                                      | 7,510.92                               | 8,276.97                             |
| <b>Total</b>                                                                         |                                        |                                      | <b>7,947.60</b>                        | <b>8,721.97</b>                      |

- ii The company has given its land (Bavdhan) on operating lease to Nikhil Kulkarni and Company for a period of 02 years w.e.f 1<sup>st</sup> Oct 2014

| Particulars of asset                                                                 | Gross Block as at 31-03-2016<br>₹ Lacs | Net block as at 31-03-2016<br>₹ Lacs | Gross Block as at 31-03-2015<br>₹ Lacs | Net block as at 31-03-2015<br>₹ Lacs |
|--------------------------------------------------------------------------------------|----------------------------------------|--------------------------------------|----------------------------------------|--------------------------------------|
| Land (₹ Lacs)                                                                        | 2.88                                   | 2.88                                 | 2.88                                   | 2.88                                 |
| <b>Future minimum lease payments receivable in respect of non-cancellable leases</b> |                                        |                                      | 2015-16<br>₹ Lacs                      | 2014-15<br>₹ Lacs                    |
| Due within one year from the Balance Sheet date                                      |                                        |                                      | 3.30                                   | 6.60                                 |
| Due in the period between one year and five years                                    |                                        |                                      |                                        | 3.30                                 |
| Due after five years                                                                 |                                        |                                      |                                        |                                      |
| <b>Total</b>                                                                         |                                        |                                      |                                        |                                      |

- iii The company has given its Land & Plant Machinery on operating lease to Mr.Nikhil Kulkarni for a period of 02 years w.e.f 1<sup>st</sup> Oct 2014

| Particulars of asset | Gross Block as at 31-03-2016<br>₹ Lacs | Net block as at 31-03-2016<br>₹ Lacs | Gross Block as at 31-03-2015<br>₹ Lacs | Net block as at 31-03-2015<br>₹ Lacs |
|----------------------|----------------------------------------|--------------------------------------|----------------------------------------|--------------------------------------|
| i Plant & Machinery  | Nil                                    | Nil                                  | 392.20                                 | 280.88                               |

## D. S. Kulkarni Developers Ltd.

- iv The Company has sub-leased part of its leased Mumbai Office as follows:

| Sr. | Sub-Lessee                  | Premises             | From     | To        | Rent p.a<br>₹ Lacs |
|-----|-----------------------------|----------------------|----------|-----------|--------------------|
| 1   | D. S. Kulkarni & Associates | Mumbai Office (Part) | 1-Apr-14 | 31-Mar-17 | 1.72               |

- v The company has given its land (Fursungi) on operating lease to Nikhil Kulkarni and Company for a period of 3 year w.e.f 1<sup>st</sup> April 2013

| Sr. | Lessee                    | Premises | From     | To        | Rent p.a<br>₹ Lacs |
|-----|---------------------------|----------|----------|-----------|--------------------|
| 1   | Nikhil Kulkarni & Company | Fursungi | 1-Apr-13 | 31-Mar-17 | 6.00               |

| Particulars of asset | Gross Block as<br>at 31-03-2016<br>₹ Lacs | Net block as at<br>31-03-2016<br>₹ Lacs | Gross Block as<br>at 31-03-2015<br>₹ Lacs | Net block as at<br>31-03-2015<br>₹ Lacs |
|----------------------|-------------------------------------------|-----------------------------------------|-------------------------------------------|-----------------------------------------|
| Land (₹ Lacs)        | 130.00                                    | 130.00                                  | 130.00                                    | 130.00                                  |

The Company has not so far entered into any financial lease.

- vi The company has given its Plant Machinery on operating lease to Nikhil Kulkarni & Company for a period of 05 years w.e.f 1<sup>st</sup> April 2014

| Particulars of asset | Gross Block as<br>at 31-03-2016<br>₹ Lacs | Net block as at<br>31-03-2016<br>₹ Lacs | Gross Block as<br>at 31-03-2015<br>₹ Lacs | Net block as at<br>31-03-2015<br>₹ Lacs |
|----------------------|-------------------------------------------|-----------------------------------------|-------------------------------------------|-----------------------------------------|
| Plant & Machinery    | Nil                                       | Nil                                     | 120.64                                    | 72.84                                   |

### 37 Additional Information

|                                                                                                       | 2015-16<br>₹ Lacs | 2015-16<br>₹ Lacs | 2014-15<br>₹ Lacs | 2014-15<br>₹ Lacs |
|-------------------------------------------------------------------------------------------------------|-------------------|-------------------|-------------------|-------------------|
| A Value of imports calculated on C.I.F basis by the company during the financial year in respect of – |                   |                   |                   |                   |
| a Construction materials                                                                              |                   | 911.48            |                   | 35.57             |
| B Expenditure in foreign currency during the financial year on account of                             |                   |                   |                   |                   |
| a Foreign Travel                                                                                      | 10.87             |                   | 24.96             |                   |
| b Exhibitions                                                                                         | 49.89             |                   | 82.65             |                   |
| c Professional and consultation fees                                                                  | 1,126.11          | 1,186.87          | 13.71             | 121.32            |

## D. S. Kulkarni Developers Ltd.

- 38 Particulars of Loans, Guarantees & Investments pursuant to Section 186 of the Companies Act, 2013 and Regulation 34 read with Schedule V of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015:**

| Outstanding as at / Maximum o/s during                     |                       |                       |                     |                     |
|------------------------------------------------------------|-----------------------|-----------------------|---------------------|---------------------|
| Name of Entity                                             | 31-Mar-16<br>₹ (Lacs) | 31-Mar-15<br>₹ (Lacs) | 2015-16<br>₹ (Lacs) | 2014-15<br>₹ (Lacs) |
| Corporate Guarantees for other companies against bank loan |                       |                       |                     |                     |
| DSK Global Education & Research Ltd.                       | 10,000.00             | 10,000.00             | 10,000.00           | 10,000.00           |
| <b>sub-total</b>                                           | <b>10,000.00</b>      | <b>10,000.00</b>      | <b>10,000.00</b>    | <b>10,000.00</b>    |

- 39 Additional information related to delayed payment by the Company to Micro / Small Enterprises as per Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006):**

| Sr. No. | Particulars                                                                                                                                                                                                                                             | 2015-16<br>₹ Lacs | 2014-15<br>₹ Lacs |
|---------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|-------------------|
| (i)     | The principal amount remaining unpaid to any supplier (as defined in S2(n) of MSMED Act, 2006) as at the end of the accounting year                                                                                                                     | Nil               | Nil               |
| (ii)    | The interest due on the principal amount remaining unpaid to any such supplier as at the end of the accounting year                                                                                                                                     | Nil               | Nil               |
| (iii)   | The amounts of payments made to such supplier beyond the appointed day during the accounting year                                                                                                                                                       | Nil               | Nil               |
| (iv)    | The amount of interest paid by the company in terms of S 16 of MSMED Act, 2006, during the accounting year                                                                                                                                              | Nil               | Nil               |
| (v)     | The amount of interest due and payable for the period of delay in making payment without adding the interest specified under MSMED Act, 2006.                                                                                                           | Nil               | Nil               |
| (vi)    | The amount of interest accrued and remaining unpaid at the end of the accounting year                                                                                                                                                                   | Nil               | Nil               |
| (vii)   | The amount of further interest due and payable even in the succeeding years until such a day when the interest dues are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure u/s 23 of the MSMED Act, 2006 | Nil               | Nil               |

## D. S. Kulkarni Developers Ltd.

### 40 Additional Disclosure as per Schedule III to the Companies Act, 2013

| Name of the entity              | Net Assets     |                   | Share in Profit / Loss |                 |
|---------------------------------|----------------|-------------------|------------------------|-----------------|
|                                 | % age          | ₹ Lacs            | % age                  | ₹ Lacs          |
| <b>Parent</b>                   |                |                   |                        |                 |
| D. S. Kulkarni Developers Ltd.  | 111.20%        | 51,434.57         | 196.57%                | 1,290.56        |
| <i>Previous Year</i>            | <i>109.84%</i> | <i>50,819.97</i>  | <i>116.81%</i>         | <i>1,737.05</i> |
| <b>Indian Subsidiaries</b>      |                |                   |                        |                 |
| DSK Township Projects Pvt. Ltd. | -0.07%         | (30.35)           | -0.09%                 | (0.57)          |
| <i>Previous Year</i>            | <i>-0.06%</i>  | <i>(29.79)</i>    | <i>-0.02%</i>          | <i>(0.32)</i>   |
| DSK Southern Projects Pvt. Ltd. | -5.43%         | (2,515.35)        | 15.03%                 | 98.66           |
| <i>Previous Year</i>            | <i>-2.64%</i>  | <i>(1,220.76)</i> | <i>0.12%</i>           | <i>1.78</i>     |
| <b>Foreign Subsidiaries</b>     |                |                   |                        |                 |
| DSK Developers Corporation      | -5.53%         | (2,559.86)        | -111.51%               | (732.11)        |
| <i>Previous Year</i>            | <i>-7.14%</i>  | <i>(3,301.52)</i> | <i>-16.90%</i>         | <i>(251.39)</i> |
|                                 |                | <b>46,329.01</b>  |                        | <b>656.54</b>   |
| <i>Previous Year</i>            |                | <i>46,267.90</i>  |                        | <i>1,487.11</i> |

### 41 Segment Reporting

For the purpose of the Consolidated Results the Company has identified two primary segments on geographical basis, namely, Domestic & Foreign Segments in line with Accounting Standard 17 "Segment Reporting" issued by the Institute of Chartered of Accountants of India.

| Sr. No.   | Particulars                                                  | 2015-16<br>₹ Lacs | 2014-15<br>₹ Lacs |
|-----------|--------------------------------------------------------------|-------------------|-------------------|
| <b>1.</b> | <b>Segment Revenue</b>                                       |                   |                   |
|           | a. Domestic                                                  | 43,504.47         | 35,208.02         |
|           | b. Foreign                                                   | 698.35            | 854.38            |
|           | <b>Total</b>                                                 | <b>44,202.81</b>  | <b>36,062.40</b>  |
|           | Less : Inter Segment Revenue                                 | (362.14)          | (279.86)          |
|           | <b>Net Sales / Income From Operations</b>                    | <b>43,840.67</b>  | <b>35,782.54</b>  |
| <b>2.</b> | <b>Segment Results</b>                                       |                   |                   |
|           | Profit / (Loss) ( before tax and interest from each segment) |                   |                   |
|           | a. Domestic                                                  | 3,562.85          | 4,048.08          |
|           | b. Foreign                                                   | (732.11)          | (251.39)          |
|           | <b>Total</b>                                                 | <b>2,830.74</b>   | <b>3,796.69</b>   |
|           | Less :                                                       |                   |                   |
|           | 1 Interest                                                   | (899.41)          | (978.90)          |
|           | 2 Other unallocable expenditure net of un-allocable income   | -                 | -                 |
|           | <b>Total Profit before Tax</b>                               | <b>1,931.33</b>   | <b>2,817.79</b>   |

## D. S. Kulkarni Developers Ltd.

| Sr. No. | Particulars                                                    | 2015-16<br>₹ Lacs | 2014-15<br>₹ Lacs |
|---------|----------------------------------------------------------------|-------------------|-------------------|
| 3.      | <b>Capital Employed ( Segment assets -Segment Liabilities)</b> |                   |                   |
|         | a. Domestic                                                    | 48,888.87         | 49,569.42         |
|         | b. Foreign                                                     | (2,559.86)        | (3,301.52)        |
|         | c. Un-allocable Assets Less Liabilities :                      |                   |                   |
|         | - Unutilised Funds temporary deployed                          | -                 | -                 |
|         | - Others                                                       | -                 | -                 |
|         | <b>Total</b>                                                   | <b>46,329.01</b>  | <b>46,267.90</b>  |

As per our audit report of even date.

**For Gokhale, Tanksale & Ghatpande**

Firm Registration No: 103277W

Chartered Accountants

**S. M. Ghatpande**

Partner

Membership No. 30462

Place: Pune

Date: 24<sup>th</sup> May, 2016

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

**D. S. Kulkarni**

DIN 00394027

Chairman & Managing Director

**V. C. Joshi**

DIN 00549735

Director

**N. V. Deshpande**

Chief Financial Officer

Place : Pune

Date: 24<sup>th</sup> May, 2016

**Amol Purandare**

Company Secretary

**D. S. Kulkarni Developers Ltd.**

CIN L45201PN1991PLC063340

Notes to the Consolidated Balance Sheet as at 31-Mar-16

**Statement of Borrowings***Previous Year's figures are stated in italics.*

|           | <b>Borrowings</b>                                           | <b>Non-current maturity</b> | <b>Current maturity</b> | <b>Interest accrued but not due</b> | <b>Total Amount</b> | <b>Ref</b> |
|-----------|-------------------------------------------------------------|-----------------------------|-------------------------|-------------------------------------|---------------------|------------|
|           |                                                             | ₹(Lacs)                     | ₹(Lacs)                 | ₹(Lacs)                             | ₹(Lacs)             |            |
| <b>1</b>  | <b>Long term borrowings</b>                                 |                             |                         |                                     |                     |            |
| <b>a</b>  | <b>Secured</b>                                              |                             |                         |                                     |                     |            |
| <b>i</b>  | <b>Bonds/Debentures</b>                                     |                             |                         |                                     |                     |            |
|           | <b>Listed Secured Redeemable Non-convertible Debentures</b> |                             |                         |                                     |                     | 1-2        |
|           | Option I                                                    | 5,172.20                    | -                       | 0.01                                | 5,172.21            | 3          |
|           | Option II                                                   | 2,342.55                    | -                       | 519.50                              | 2,862.05            | 4          |
|           | Option III                                                  | 201.64                      | -                       | 14.33                               | 215.96              | 5          |
|           | Option IV                                                   | 3,442.60                    | -                       | 0.00                                | 3,442.60            | 6          |
|           | <b>Total</b>                                                | <b>11,158.99</b>            | <b>-</b>                | <b>533.83</b>                       | <b>11,692.82</b>    |            |
|           | <b>Previous Year</b>                                        | <b>11,169.60</b>            | <b>-</b>                | <b>193.88</b>                       | <b>11,363.48</b>    |            |
| <b>II</b> | <b>Term loans</b>                                           |                             |                         |                                     |                     |            |
| <b>1)</b> | <b>From banks</b>                                           |                             |                         |                                     |                     |            |
| <b>i</b>  | <b>Project term loans</b>                                   |                             |                         |                                     |                     |            |
| <b>1</b>  | ICICI Bank Ltd                                              | -                           | -                       | -                                   | -                   | 7          |
|           | <i>Previous Year</i>                                        | -                           | 1,062.89                | 2.12                                | 1,065.01            |            |
| <b>2</b>  | ICICI HFC LOAN                                              | 7,800.00                    | 3,856.84                | 55.98                               | 11,712.82           | 8          |
|           | <i>Previous Year</i>                                        | 10,818.52                   | -                       | 50.91                               | 10,869.43           |            |
| <b>3</b>  | State Bank Of India                                         | 7,257.81                    | -                       | 78.02                               | 7,335.83            | 9          |
|           | <i>Previous Year</i>                                        | -                           | -                       | -                                   | -                   |            |
| <b>4</b>  | Syndicate Bank                                              | 4,666.00                    | 350.00                  | 51.47                               | 5,067.47            | 10         |
|           | <i>Previous Year</i>                                        | 600.00                      | -                       | 1.50                                | 601.50              |            |
| <b>5</b>  | Union Bank Of India                                         | 4,600.00                    | -                       | 21.43                               | 4,621.43            | 11         |
|           | <i>Previous Year</i>                                        | -                           | -                       | -                                   | -                   |            |
| <b>6</b>  | Bank of Maharashtra                                         | 5,000.00                    | -                       | 16.37                               | 5,016.37            | 12         |
|           | <i>Previous Year</i>                                        | -                           | 6,070.79                | 73.32                               | 6,144.11            |            |
| <b>7</b>  | 1 <sup>st</sup> Constitution Bank                           | -                           | -                       | -                                   | -                   | 13         |
|           | <i>Previous Year</i>                                        | -                           | 596.04                  | 3.84                                | 599.88              |            |
|           | <b>Total Project Term Loans</b>                             | <b>29,323.81</b>            | <b>4,206.84</b>         | <b>223.28</b>                       | <b>33,753.93</b>    |            |
|           | <b>Total Project Term Loans Previous Year</b>               | <b>11,418.52</b>            | <b>7,729.72</b>         | <b>131.70</b>                       | <b>19,279.94</b>    |            |
| <b>2)</b> | <b>From Financial Institutions</b>                          |                             |                         |                                     |                     |            |
| <b>i</b>  | <b>Equipment Term Loans</b>                                 |                             |                         |                                     |                     |            |
| <b>1</b>  | Srei Equipment Finance Pvt. Ltd.                            | -                           | 318.07                  | (0.12)                              | 317.95              | 14         |
|           | <i>Previous Year</i>                                        | 347.25                      | 1,511.46                | -                                   | 1,858.70            |            |
| <b>2</b>  | Reliance Capital Ltd                                        | -                           | -                       | -                                   | -                   | 15         |
|           | <i>Previous Year</i>                                        | -                           | 49.24                   | -                                   | 49.24               |            |
|           | <b>Total Equipment Term Loans</b>                           | <b>-</b>                    | <b>318.07</b>           | <b>(0.12)</b>                       | <b>317.95</b>       |            |
|           | <b>Total Equipment Term Loans Previous Year</b>             | <b>347.25</b>               | <b>1,560.69</b>         | <b>-</b>                            | <b>1,907.94</b>     |            |

Previous Year's figures are stated in italics.

| Borrowings                                                                   |                                                          | Non-current maturity | Current maturity | Interest accrued but not due | Total Amount     | Ref |
|------------------------------------------------------------------------------|----------------------------------------------------------|----------------------|------------------|------------------------------|------------------|-----|
|                                                                              |                                                          | ₹(Lacs)              | ₹(Lacs)          | ₹(Lacs)                      | ₹(Lacs)          |     |
| ii                                                                           | <b>Corporate Term Loans</b>                              |                      |                  |                              |                  |     |
| 1                                                                            | Sangli Urban Cooperative Bank Ltd.                       | 183.96               | 81.37            | 3.84                         | 269.17           | 16  |
|                                                                              | <i>Previous Year</i>                                     | <i>290.84</i>        | <i>43.07</i>     | <i>4.17</i>                  | <i>338.08</i>    |     |
| 2                                                                            | Kotak Mahindra Bank Ltd                                  | -                    | 570.59           | -                            | 570.59           | 17  |
|                                                                              | <i>Previous Year</i>                                     | <i>562.73</i>        | <i>640.43</i>    | -                            | <i>1,203.17</i>  |     |
| 3                                                                            | Tata Capital Housing Finance Ltd                         | -                    | 1,960.68         | 0.25                         | 1,960.92         | 18  |
|                                                                              | <i>Previous Year</i>                                     | <i>2,424.73</i>      | -                | <i>0.06</i>                  | <i>2,424.79</i>  |     |
| 4                                                                            | The Kalyan Janata Sahakari Bank                          | 613.48               | 180.67           | 10.07                        | 804.22           | 19  |
|                                                                              | <i>Previous Year</i>                                     | <i>789.98</i>        | <i>157.36</i>    | <i>11.76</i>                 | <i>959.10</i>    |     |
| 5                                                                            | Bajaj Finance Ltd                                        | 1,390.29             | 37.26            | (1.94)                       | 1,425.61         | 20  |
|                                                                              | <i>Previous Year</i>                                     | -                    | -                | -                            | -                |     |
| 6                                                                            | India Bulls Housing Finance                              | 6,394.55             | 1,189.01         | -                            | 7,583.57         | 21  |
| <b>Total Corporate Term Loans</b>                                            |                                                          | <b>8,582.28</b>      | <b>4,019.58</b>  | <b>12.22</b>                 | <b>12,614.07</b> |     |
| <b>Total Corporate Term Loans Previous Year</b>                              |                                                          | <b>4,068.29</b>      | <b>840.86</b>    | <b>15.99</b>                 | <b>4,925.14</b>  |     |
| iii                                                                          | <b>Vehicle Term Loans</b>                                |                      |                  |                              |                  |     |
| 1                                                                            | Toyota Financial Services                                | 6.41                 | 11.35            | -                            | 17.76            | 22  |
|                                                                              | <i>Previous Year</i>                                     | <i>17.76</i>         | <i>18.04</i>     | -                            | <i>35.80</i>     |     |
| 2                                                                            | HDFC Bank Ltd.                                           | 1.25                 | 4.66             | -                            | 5.91             | 23  |
|                                                                              | <i>Previous Year</i>                                     | <i>5.91</i>          | <i>4.19</i>      | -                            | <i>10.10</i>     |     |
| 3                                                                            | Kotak Mahindra Prime Ltd.                                | 0.58                 | 2.16             | -                            | 2.74             | 24  |
|                                                                              | <i>Previous Year</i>                                     | <i>2.74</i>          | <i>1.94</i>      | -                            | <i>4.69</i>      |     |
| <b>Total Vehicle Term Loans</b>                                              |                                                          | <b>8.23</b>          | <b>18.18</b>     | <b>-</b>                     | <b>26.41</b>     |     |
| <b>Total Vehicle Term Loans Previous Year</b>                                |                                                          | <b>26.41</b>         | <b>24.18</b>     | <b>-</b>                     | <b>50.59</b>     |     |
| iv                                                                           | <b>Term Loans secured by pledge of promoters' shares</b> |                      |                  |                              |                  |     |
| 1                                                                            | SKS Fincap Pvt. Ltd.                                     | -                    | 200.00           | -                            | 200.00           | 25  |
|                                                                              | <i>Previous Year</i>                                     | -                    | <i>200.00</i>    | -                            | <i>200.00</i>    |     |
| 2                                                                            | Streamline Shipping Co.Pvt. Ltd.                         | -                    | -                | -                            | -                | 26  |
|                                                                              | <i>Previous Year</i>                                     | -                    | <i>50.00</i>     | -                            | <i>50.00</i>     |     |
| 3                                                                            | Ruia Knowledge & Research Institute Pvt. Ltd.            | -                    | 75.00            | -                            | 75.00            | 27  |
|                                                                              | <i>Previous Year</i>                                     | -                    | <i>50.00</i>     | -                            | <i>50.00</i>     |     |
| 4                                                                            | Pune Safety Vault LPP                                    | -                    | 50.00            | -                            | 50.00            | 28  |
|                                                                              | <i>Previous Year</i>                                     | -                    | <i>75.00</i>     | -                            | <i>75.00</i>     |     |
| <b>Total Term Loans secured by pledge of promoters' shares</b>               |                                                          | <b>-</b>             | <b>325.00</b>    | <b>-</b>                     | <b>325.00</b>    |     |
| <b>Total Term Loans secured by pledge of promoters' shares Previous Year</b> |                                                          | <b>-</b>             | <b>375.00</b>    | <b>-</b>                     | <b>375.00</b>    |     |
| <b>Total Long Term Secured Loans</b>                                         |                                                          | <b>37,914.32</b>     | <b>8,887.67</b>  | <b>235.38</b>                | <b>47,037.37</b> |     |
| <b>Previous Year</b>                                                         |                                                          | <b>15,860.46</b>     | <b>10,530.45</b> | <b>147.69</b>                | <b>26,538.60</b> |     |

### References:

- 1 The company has secured the said NCDs by first charge by way of registered mortgage on the land along with present and future construction thereon situated at village Fursungi, Taluka Haveli, Dist Pune as provided in Schedule III of debenture trust cum mortgage deed dated 5<sup>th</sup> Sept 2014.
- 2 Right to reissue: Subject to the provision of the Companies Act, 2013 where the company has fully redeemed any NCDs, the Company shall have, & shall be deemed always to have had, the right to keep such NCDs in effect without extinguishment thereof, for the purpose of resale or re-issue & in exercising such right, the company shall have, & shall be deemed always to have had, the power to re-sell or re-issue such NCDs either by reselling or re-issuing the same NCDs or by issuing other NCDs, in accordance with the applicable rules & regulations.
- 3 Interest on NCD Option I is payable quarterly @ 12.50% p.a. In the case of NCD holders who are women, senior citizens, shareholders, servicemen, ex-servicemen or DSK Group employees & who are the original allottees of the NCDs, the rate of interest will be increased by 0.25%. Such additional rate of interest will cease in the event of transfer of the NCDs. The NCDs will be redeemed on 06/09/2017.
- 4 Interest on NCD Option II is NIL. The NCDs will be redeemed on 06/03/2020.
- 5 Interest on NCD Option III is payable yearly @ 12.65% p.a. In the case of NCD holders who are women, senior citizens, shareholders, servicemen, ex-servicemen or DSK Group employees & who are the original allottees of the NCDs, the rate of interest will be increased by 0.25%. Such additional rate of interest will cease in the event of transfer of the NCDs. Under this option payment of principal together with interest accrued on the residual face value will be paid as under:

| Sr. | Partial Redemption dates        | % to Face Value |
|-----|---------------------------------|-----------------|
| 1   | 6 <sup>th</sup> September, 2016 | 10              |
| 2   | 6 <sup>th</sup> September, 2017 | 15              |
| 3   | 6 <sup>th</sup> September, 2018 | 20              |
| 4   | 6 <sup>th</sup> September, 2019 | 25              |
| 5   | 6 <sup>th</sup> September, 2020 | 25              |

- 6 Interest on NCD Option IV is payable monthly @ 12.75% p.a. In the case of NCD holders who are women, senior citizens, shareholders, servicemen, ex-servicemen or DSK Group employees & who are the original allottees of the NCDs, the rate of interest will be increased by 0.25%. Such additional rate of interest will cease in the event of transfer of the NCDs. The NCDs will be redeemed on 06/09/2021.
- 7 The primary security for ICICI Bank project loan is registered mortgage of specified project land along with present and future structures thereon. The collateral security is registered mortgage of specified land along with present & future structures thereon and a charge on the receivables of specified projects. In addition, the project loan is secured by the personal guarantee of Mr. D.S.Kulkarni & Mr. Shirish Kulkarni.
- 8 The primary security for the ICICI HFC Ltd. project loan is registered mortgage of specified Project land along with present and future structures thereon. The collateral security is registered mortgage of specified land along with present & future structure there on and hypothecation of project receivables. In addition, the project loan is secured by the personal guarantee of Mr. D.S.Kulkarni, Mr. Shirish Kulkarni & Mrs. H.D.Kulkarni. DSK Global Education and Research Limited is co guarantor to the tune of receivables from the project in lieu of consideration for relinquishing of development rights of part of project land.

- 9 The primary security for State Bank of India project loan is *pari pasu* 1<sup>st</sup> charges by way of registered mortgage of specified project land along with present and future structures thereon with other project term lenders (Consortium Banking). The collateral security is *pari pasu* 1<sup>st</sup> charges by way of registered mortgage of specified land. In addition, the project loan is secured by the personal guarantee of Mr. D. S. Kulkarni & Mr. Shirish Kulkarni.
- 10 The primary security for the Syndicate Bank project loan is registered mortgage of specified Project land along with present and future structures thereon. In addition, the project loan is secured by the personal guarantee of Mr. D. S. Kulkarni & Mr. Shirish Kulkarni.  
  
The primary security for Syndicate Bank project loan is *pari pasu* 1<sup>st</sup> charges by way of registered mortgage of specified project land along with present and future structures thereon with other project term lenders (Consortium Banking). The collateral security is *pari pasu* 1<sup>st</sup> charges by way of registered mortgage of specified land. In addition, the project loan is secured by the personal guarantee of Mr. D.S.Kulkarni & Mr. Shirish Kulkarni.
- 11 The primary security for Union Bank of India project loan is *pari pasu* 1<sup>st</sup> charges by way of registered mortgage of specified project land along with present and future structures thereon with other project term lenders (Consortium Banking). The collateral security is *pari pasu* 1<sup>st</sup> charges by way of registered mortgage of specified land. In addition, the project loan is secured by the personal guarantee of Mr. D.S.Kulkarni & Mr. Shirish Kulkarni.
- 12 The primary security for Bank of Maharashtra project loan is *pari pasu* 1<sup>st</sup> charges by way of registered mortgage of specified project land along with present and future structures thereon with other project term lenders (Consortium Banking). The collateral security is *pari pasu* 1<sup>st</sup> charges by way of registered mortgage of specified land. In addition, the project loan is secured by the personal guarantee of Mr. D.S.Kulkarni & Mr. Shirish Kulkarni.
- 13 The loan from 1<sup>st</sup> Constitution Bank New Jersey Branch is secured by a first mortgage lien on property known as Block 5.03 Lots 16 & 61, Schalks Crossing Road, Plainsboro Township, Middlesex County, New Jersey. Additional security provided by the Company includes fixtures, equipment, inventory, account, receivable and general intangibles; assignments of contracts, leases and rents. Mrs. H.D. Kulkarni and Mr. D.S. Kulkarni are the joint and severally liable guarantors for the repayment and performance of the terms and conditions of the said construction loan agreement.
- 14 The primary security for the several equipment term loans from Srei Equipment Finance Pvt. Ltd. is hypothecation of various construction equipments. The collateral security is registered mortgage of various immovable properties. In addition, these loans are secured by the personal guarantee of Mr. Shirish Kulkarni.
- 15 The primary security for the several equipment term loans from Reliance Capital Ltd. is hypothecation of various construction equipments. In addition, these loans are secured by the personal guarantee of Mr. D.S.Kulkarni.
- 16 There is no primary security for the corporate loan from Sangli Urban Cooperative Bank Ltd. The collateral security is registered mortgage of specified present immovable properties. In addition, this loan is secured by the corporate guarantee of Growrich Agro Forestry Pvt. Ltd. & DSK Motowheels Private Limited & personal guarantee of Mr. Shirish Kulkarni.
- 17 The primary security for the corporate loan from Kotak Mahindra Bank Ltd. is registered mortgage of specified project land along with present and future structures thereon and on receivables of specified projects. The collateral security is registered mortgage of specified present immovable properties. In

addition, this loan is secured by the guarantee of M/S D. S. Kulkarni & Associates and the personal guarantee of Mr. D. S. Kulkarni, Mr. Shirish Kulkarni & Mrs. H.D. Kulkarni

- 18 The primary security for the corporate loan from Tata Capital Housing Finance Ltd. is registered mortgage of specified project land along with present and future structures thereon. The collateral security is registered mortgage of specified present immovable properties and a charge on receivables of specified projects. In addition, being owner of property/ guarantor for loan other co-applicants for this loan are M/s D. S. Kulkarni & Co.. DSK Worldman Projects Ltd., Mr. D. S. Kulkarni, Ms V. J. Mudgal & Mrs. H. D. Kulkarni.
- 19 There is no primary security for the corporate loan from Kalyan Janata Sahakari Bank. Collateral Security is registered mortgage of specified immovable assets In addition, being a property owner guarantor & co-applicants for this loan are M/s D. S. Kulkarni & Co.& D.S.Kulkarni & Associates. Personal Guarantee of Mr. D. S. Kulkarni and Mr. Shirish Kulkarni.
- 20 The corporate loan from Bajaj Finance Ltd. is secured by equitable mortgage of 3 Flats at DSK Nupuri, Mumbai, owned by Mrs H. D. Kulkarni & Mr. S. D. Kulkarni. In addition, loan is secured by personal guarantee of Mr. D. S. Kulkarni & Mr. Shirish Kulkarni.
- 21 The primary security for the Project loan from India Bulls Housing Finance Ltd is registered mortgage of specified project land along with present & future structure thereon and a charge on receivables of the specified project. The collateral security is registered mortgage of plot along with present & future structure thereon.
- 22 The vehicle term loan from Toyota Financial Services is secured by hypothecation of specific vehicles.
- 23 The vehicle term loan from HDFC Bank is secured by hypothecation of specific vehicles.
- 24 The vehicle term loan from Kotak Mahindra Prime Ltd. is secured by hypothecation of specific vehicles.
- 25 The loan from SKS Fincap Pvt. Ltd. is secured by pledge of 10,00,000 (P. Y. 10,00,000) Equity shares of the Company held by the Company's promoters.
- 26 The loan from Streamline Shipping Co. Pvt. Ltd. is secured by pledge of Nil (P. Y. 2,20,000) Equity shares of the Company held by the Company's promoters.
- 27 The loan from Ruia Knowledge & Research Institute Private Limited is secured by pledge of 1,50,000 (P. Y. 1,50,000) Equity shares of the Company held by the Company's promoters.
- 28 The loan from Pune Safety Vault LPP is secured by pledge of 2,10,000 (P. Y. 2,10,000) Equity shares of the Company held by the Company's promoters.

|     | Borrowings                             | Non-current maturity | Current maturity | Interest accrued but not due | Total Amount | Ref |
|-----|----------------------------------------|----------------------|------------------|------------------------------|--------------|-----|
|     |                                        | ₹(Lacs)              | ₹(Lacs)          | ₹(Lacs)                      | ₹(Lacs)      |     |
| i   | <b>Deposits</b>                        |                      |                  |                              |              |     |
|     | Public                                 | 232.40               | 3,372.97         | 1,101.25                     | 4,706.62     |     |
|     | <i>Previous Year</i>                   | 3,484.39             | 5,161.76         | 1,492.15                     | 10,138.30    |     |
| ii  | From Directors & others                | 916.69               |                  |                              | 916.69       |     |
|     | <i>Previous Year</i>                   | 702.20               |                  |                              | 702.20       |     |
| iii | <b>Inter corporate deposits</b>        |                      |                  |                              |              |     |
| 1   | Ambiance Ventures Estate & Dev Pvt Ltd | -                    | 603.10           | -                            | 603.10       |     |
|     | <i>Previous Year</i>                   | -                    | 570.40           | -                            | 570.40       |     |
| 2   | Kaveri Impex Pvt Ltd                   | -                    | -                | -                            | -            |     |
|     | <i>Previous Year</i>                   | -                    | 100.00           | -                            | 100.00       |     |
| 3   | Seksaria Industries Pvt. Ltd.          | -                    | 306.00           | -                            | 306.00       |     |
|     | <i>Previous Year</i>                   | -                    | 336.00           | -                            | 336.00       |     |
| 4   | N. Vensimal Securites Ltd.             | -                    | -                | -                            | -            |     |
|     | <i>Previous Year</i>                   | -                    | 10.00            | -                            | 10.00        |     |
| 5   | Iresco Electricals Pvt Ltd             | -                    | 78.70            | -                            | 78.70        |     |
|     | <i>Previous Year</i>                   | -                    | 79.00            | -                            | 79.00        |     |
| 6   | Asiatic Gases Limited                  | -                    | 300.00           | -                            | 300.00       |     |
|     | <i>Previous Year</i>                   | -                    | 180.00           | -                            | 180.00       |     |
| 7   | Bombay Mercantile & Leasing Co Ltd.    | -                    | 76.50            | -                            | 76.50        |     |
|     | <i>Previous Year</i>                   | -                    | 56.00            | -                            | 56.00        |     |
| 8   | Networth Portfolio and Finance Pvt Ltd | -                    | 17.00            | -                            | 17.00        |     |
|     | <i>Previous Year</i>                   | -                    | 25.00            | -                            | 25.00        |     |
| 9   | N.K. Investment Pvt Ltd                | -                    | 25.00            | -                            | 25.00        |     |
|     | <i>Previous Year</i>                   | -                    | 25.00            | -                            | 25.00        |     |
| 10  | Sita Offers & Bourse Expertise Ltd     | -                    | 29.45            | -                            | 29.45        |     |
|     | <i>Previous Year</i>                   | -                    | 14.00            | -                            | 14.00        |     |
| 11  | Sunako Chemo Ind. Pvt. Ltd             | -                    | 265.00           | -                            | 265.00       |     |
|     | <i>Previous Year</i>                   | -                    | 55.00            | -                            | 55.00        |     |
| 12  | Sunako Trading & Investments Pvt.Ltd.  | -                    | -                | -                            | -            |     |
|     | <i>Previous Year</i>                   | -                    | 50.00            | -                            | 50.00        |     |
| 13  | Filmcity Finance Pvt Ltd               | -                    | 43.20            | -                            | 43.20        |     |
|     | <i>Previous Year</i>                   | -                    | 32.00            | -                            | 32.00        |     |
| 14  | Tecil Chemicals and Hydro Power Ltd    | -                    | 75.00            | -                            | 75.00        |     |
|     | <i>Previous Year</i>                   | -                    | 75.00            | -                            | 75.00        |     |
| 15  | Vibrant Global Capital Ltd             | -                    | 130.00           | -                            | 130.00       |     |
|     | <i>Previous Year</i>                   | -                    | -                | -                            | -            |     |
| 16  | Adisun Export Pvt. Ltd.                | -                    | 25.00            | -                            | 25.00        |     |
|     | <i>Previous Year</i>                   | -                    | 25.00            | -                            | 25.00        |     |
| 17  | Bhavnagar Oil Mill Pvt. Ltd.           | -                    | 15.00            | -                            | 15.00        |     |
|     | <i>Previous Year</i>                   | -                    | 15.00            | -                            | 15.00        |     |
| 18  | Citric India Ltd.                      | -                    | 100.00           | -                            | 100.00       |     |
|     | <i>Previous Year</i>                   | -                    | 100.00           | -                            | 100.00       |     |
| 19  | Goyal Housing and Finance Pvt. Ltd.    | -                    | 13.20            | -                            | 13.20        |     |
|     | <i>Previous Year</i>                   | -                    | 15.00            | -                            | 15.00        |     |

|    | Borrowings                                                              | Non-current maturity<br>₹(Lacs) | Current maturity<br>₹(Lacs) | Interest accrued but not due<br>₹(Lacs) | Total Amount<br>₹(Lacs) | Ref |
|----|-------------------------------------------------------------------------|---------------------------------|-----------------------------|-----------------------------------------|-------------------------|-----|
| 20 | Nuteck Stocklinks Pvt. Ltd.<br><i>Previous Year</i>                     | -<br>-                          | -<br>5.00                   | -<br>-                                  | -<br>5.00               |     |
| 21 | Patodia Glass Industries Ltd.<br><i>Previous Year</i>                   | -<br>-                          | 256.00<br>120.00            | -<br>-                                  | 256.00<br>120.00        |     |
| 22 | Sakseria Opticles Pvt. Ltd.<br><i>Previous Year</i>                     | -<br>-                          | 10.00<br>10.00              | -<br>-                                  | 10.00<br>10.00          |     |
| 23 | The Sakseria Biswan Sugar Factory Ltd.<br><i>Previous Year</i>          | -<br>-                          | 30.00<br>30.00              | -<br>-                                  | 30.00<br>30.00          |     |
| 24 | Shri Krishna Rice & Oil Mills Pvt. Ltd.<br><i>Previous Year</i>         | -<br>-                          | 12.00<br>10.00              | -<br>-                                  | 12.00<br>10.00          |     |
| 25 | Tradelink Exim Pvt. Ltd<br><i>Previous Year</i>                         | -<br>-                          | 42.00<br>-                  | -<br>-                                  | 42.00<br>-              |     |
| 26 | Sita Capital Pvt. Ltd.<br><i>Previous Year</i>                          | -<br>-                          | 20.60<br>-                  | -<br>-                                  | 20.60<br>-              |     |
| 27 | Shashi Rag Agencies<br><i>Previous Year</i>                             | -<br>-                          | 75.00<br>-                  | -<br>-                                  | 75.00<br>-              |     |
| 28 | Seksaria Behta Sugar Factory Ltd<br><i>Previous Year</i>                | -<br>-                          | 65.00<br>-                  | -<br>-                                  | 65.00<br>-              |     |
| 29 | Sita Enterprises Ltd.<br><i>Previous Year</i>                           | -<br>-                          | 25.20<br>-                  | -<br>-                                  | 25.20<br>-              |     |
| 30 | Rajgarhia Leasing & Financial Services Pvt.Ltd.<br><i>Previous Year</i> | -<br>-                          | 317.00<br>100.00            | -<br>-                                  | 317.00<br>100.00        |     |
| 31 | Shashi Dhawal Hydraulic Pvt. Ltd.<br><i>Previous Year</i>               | -<br>-                          | 107.00<br>-                 | -<br>-                                  | 107.00<br>-             |     |
| 32 | Rovo Marketing Pvt. Ltd<br><i>Previous Year</i>                         | -<br>-                          | 120.00<br>-                 | -<br>-                                  | 120.00<br>-             |     |
| 33 | Goyal Housing & Finance Ltd.<br><i>Previous Year</i>                    | -<br>-                          | 4.60<br>-                   | -<br>-                                  | 4.60<br>-               |     |
| 34 | Gini Tex Pvt. Ltd.<br><i>Previous Year</i>                              | -<br>-                          | 183.00<br>-                 | -<br>-                                  | 183.00<br>-             |     |
| 35 | Patodia Glass Industries<br><i>Previous Year</i>                        | -<br>-                          | 250.00<br>-                 | -<br>-                                  | 250.00<br>-             |     |
| 36 | Moonrolk Finvest Pvt Ltd<br><i>Previous Year</i>                        | -<br>-                          | 14.00<br>-                  | -<br>-                                  | 14.00<br>-              |     |
| 37 | India Ener Gen Ltd<br><i>Previous Year</i>                              | -<br>-                          | 268.00<br>-                 | -<br>-                                  | 268.00<br>-             |     |
| 38 | Basant Stocktrade Pvt Ltd<br><i>Previous Year</i>                       | -<br>-                          | 15.00<br>-                  | -<br>-                                  | 15.00<br>-              |     |
| 39 | Honest Agencies Pvt. Ltd.<br><i>Previous Year</i>                       | -<br>-                          | 25.00<br>-                  | -<br>-                                  | 25.00<br>-              |     |
| 40 | Faridabad Paper Mill Ltd<br><i>Previous Year</i>                        | -<br>-                          | 105.00<br>-                 | -<br>-                                  | 105.00<br>-             |     |
| 41 | AMS Garments Pvt. Ltd.<br><i>Previous Year</i>                          | -<br>-                          | 38.00<br>-                  | -<br>-                                  | 38.00<br>-              |     |

|    | Borrowings                                   | Non-current maturity<br>₹(Lacs) | Current maturity<br>₹(Lacs) | Interest accrued but not due<br>₹(Lacs) | Total Amount<br>₹(Lacs) | Ref |
|----|----------------------------------------------|---------------------------------|-----------------------------|-----------------------------------------|-------------------------|-----|
| 42 | Abhinandan Textile & Traders Pvt. Ltd.       | -                               | 6.90                        | -                                       | 6.90                    |     |
|    | <i>Previous Year</i>                         | -                               | -                           | -                                       | -                       |     |
| 43 | Vibrant Global Trading Company               | -                               | -                           | -                                       | -                       |     |
|    | <i>Previous Year</i>                         | -                               | 240.00                      | -                                       | 240.00                  |     |
|    | <b>TOTAL</b>                                 | -                               | <b>4,091.45</b>             | -                                       | <b>4,091.45</b>         |     |
|    | <i>Previous Year</i>                         | -                               | 2,277.40                    | -                                       | 2,277.40                |     |
|    | <b>Total Long Term Unsecured Liabilities</b> | <b>1,149.09</b>                 | <b>7,464.42</b>             | <b>1,101.25</b>                         | <b>9,714.76</b>         |     |
|    | <i>Previous Year</i>                         | 4,186.59                        | 7,439.16                    | 1,492.15                                | 13,117.90               |     |
|    | <b>Secured</b>                               |                                 |                             |                                         |                         |     |
|    | <b>Loans repayable on demand</b>             |                                 |                             |                                         |                         |     |
|    | <b>From banks</b>                            |                                 |                             |                                         |                         |     |
| 1  | Bank of Maharashtra                          | -                               | 2,155.00                    | -                                       | 2,155.00                |     |
|    | <i>Previous Year</i>                         | -                               | 1,472.57                    | -                                       | 1,472.57                |     |
| 2  | The Kalyan Janata Sahakari Bank Ltd.         | 60.10                           | 100.20                      | -                                       | 160.30                  |     |
|    | <i>Previous Year</i>                         | 160.82                          | 100.20                      | -                                       | 261.02                  |     |
| 3  | Bank of Maharashtra                          | -                               | 275.00                      | 2.05                                    | 277.05                  |     |
|    | <i>Previous Year</i>                         | -                               | 275.00                      | 2.34                                    | 277.34                  |     |
| 4  | Syndicate Bank                               | -                               | 342.00                      | 0.03                                    | 342.03                  |     |
|    | <i>Previous Year</i>                         | -                               | 342.00                      | 9.05                                    | 351.05                  |     |
| 5  | Punjab National Bank                         | -                               | 462.50                      | 4.16                                    | 466.66                  |     |
|    | <i>Previous Year</i>                         | -                               | 462.50                      | 4.33                                    | 466.83                  |     |
| 6  | State Bank Of India                          | -                               | 4,957.83                    | -                                       | 4,957.83                |     |
|    | <i>Previous Year</i>                         | -                               | 2,467.47                    | -                                       | 2,467.47                |     |
|    | <b>Total Short Term Secured Loans</b>        | <b>60.10</b>                    | <b>8,292.53</b>             | <b>6.24</b>                             | <b>8,358.86</b>         |     |
|    | <i>Previous Year</i>                         | 160.82                          | 5,119.74                    | 15.72                                   | 5,296.28                |     |

- 1 The primary security for the Bank of Maharashtra cash credit limit is hypothecation of stock and debtors of encumbrance free projects. The collateral security is by way of equitable mortgage of specified present immovable properties. In addition, this cash credit limit is secured by the personal guarantee of Mr. D. S. Kulkarni & Mrs. H. D. Kulkarni.
- 2 There is no primary security for the Mortgage Overdraft limit from Kalyan Janata Sahakari Bank Ltd. The collateral security is registered mortgage of certain immovable properties. In addition, being a property owner guarantor & co-applicants for this loan are M/s D. S. Kulkarni & Co. & D. S. Kulkarni & Associates. Personal Guarantee of Mr. D. S. Kulkarni and Mr. Shirish Kulkarni.
- 3 The overdraft from Bank of Maharashtra is secured by pledge of term deposit receipts.
- 4 The overdraft from Syndicate Bank is secured by pledge of term deposit receipts.
- 5 The overdraft from Punjab National Bank is secured by pledge of term deposit receipts.
- 6 The primary security for the State Bank of India project specific cash credit limit for development & construction is registered mortgage of land along with present & future structure thereon. In addition, this loan is secured by the personal guarantee of Mr. D. S. Kulkarni & Mr. Shirish Kulkarni.



घराला घरपण देणारी माणसं®



प्राज्ञा धारणा देवतरी मायसु®

## D. S. KULKARNI DEVELOPERS LTD.

Registered Office: 1187/60, J. M. Road, Shivajinagar, Pune 411005

Website: [www.dskdl.com](http://www.dskdl.com) Email id: [secretarial@dskdl.com](mailto:secretarial@dskdl.com) Contact No. 020 66047100 Fax 020-25535772

CIN: L45201PN1991PLC063340

### PROXY FORM (MGT – 11)

*(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)*

CIN : L45201PN1991PLC063340  
Name of Company : D. S. Kulkarni Developers Ltd.  
Registered Office : 1187/60, J. M. Road, Shivajinagar, Pune 411005

|                                   |  |
|-----------------------------------|--|
| Name of the Member(s)             |  |
| Registered Address                |  |
| Email Id                          |  |
| No. of Shares                     |  |
| Folio No. or DP ID and Client ID. |  |

I/We, being members of D. S. Kulkarni Developers Limited holding equity shares of ₹10/- each hereby appoint.

- Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Email ID: \_\_\_\_\_ Signature \_\_\_\_\_ Or failing him/ her
- Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Email ID: \_\_\_\_\_ Signature \_\_\_\_\_ Or failing him/ her
- Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Email ID: \_\_\_\_\_ Signature \_\_\_\_\_ Or failing him/ her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 25<sup>th</sup> Annual General Meeting of the Company to be held on Thursday, 29<sup>th</sup> September, 2016 at 9.30 a.m. at S. M. Joshi Socialist Foundation Auditorium, Navi Peth, Ganjave Chowk, Opp. Patrakar Bhavan, Pune 411 030, India and at any adjournment thereof in respect of such resolutions as are indicated below:

#### Resolutions:

##### Ordinary Business:

- To approve receive, consider and adopt the audited standalone and consolidated Balance Sheet as at 31<sup>st</sup> March, 2016 and the Profit & Loss Statement and Cashflow Statement for the year ended on that date and the reports of the Directors and Auditors thereon.
- To declare dividend.
- To appoint a Director in place of Mr. Shirish D. Kulkarni, who retires by rotation.
- Ratification of appointment of M/s. Gokhale Tanksale & Ghatpande, Chartered Accountants as Auditors and fixing their remuneration.

##### Special business:

- To appoint Mr. D. S. Kulkarni as Chairman and Managing Director.
- To determine remuneration to be paid to Cost Auditor.

7. To approve related party transaction with D. S. Kulkarni and Company for sale of units.
8. To approve related party transaction with D. S. Kulkarni and Company for sale of units or joint development of property.
9. To approve related party transaction with D. S. Kulkarni and Company for sale of property.
10. To approve related party transaction with D. S. Kulkarni and Associates for sale of units or joint development of property.
11. To approve related party transaction with DSK Global Education & Research Ltd. for continuing with the existing Corporate Guarantee.
12. To approve related party transaction with DSK Global Education & Research Ltd. for its existing and subsisting Development Agreement for joint development of property.
13. To approve related party transaction DSK Global Education & Research Ltd. for continuing with the security already provided for loan availed by the Company.
14. To approve related party transaction with D. S. Kulkarni & Company and DSK Worldman Projects Ltd. for continuing with the security already provided for loan availed by the Company.
15. To approve related party transaction with D. S. Kulkarni & Associates for continuing with the security already provided for loan availed by the Company.
16. To approve related party transaction for ratification and to continue with the existing and subsisting guarantees and securities provided by the promoters/directors & their related parties of the Company.
17. To approve related party transaction with the promoters/ directors of the Company for providing guarantee and/ or security to secure the future borrowings of the Company.
18. To approve related party transaction with D. S. Kulkarni & Company for execution of Deed of Exchange.
19. To approve related party transaction with D. S. Kulkarni & Company for execution of Construction Contract.

Signed this ..... day of ....., 2016

\_\_\_\_\_  
Signature of shareholder

\_\_\_\_\_  
Signature of the proxy holder(s)

|                           |
|---------------------------|
| AFFIX<br>REVENUE<br>STAMP |
|---------------------------|

**Notes:** This form of proxy in order to be effective, should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



पारलाना वारुपण वेलारली वारुपण

## D. S. KULKARNI DEVELOPERS LTD.

Registered Office: 1187/60, J. M. Road, Shivajinagar, Pune 411005

Website: [www.dskdl.com](http://www.dskdl.com) Email id: [secretarial@dskdl.com](mailto:secretarial@dskdl.com) Contact No. 020 66047100 Fax 020-25535772

CIN: L45201PN1991PLC063340

### ATTENDANCE SLIP

#### 25<sup>th</sup> Annual General Meeting – 29<sup>th</sup> September, 2016

(To be presented at the entrance)

I hereby record my presence at the 25<sup>th</sup> Annual General Meeting of the Company on Thursday, 29<sup>th</sup> September, 2016 at 9.30 a.m. at S. M. Joshi Socialist Foundation Auditorium, Navi Peth, Ganjave Chowk, Opp. Patrakar Bhavan, Pune 411 030, India.

|                                    |  |
|------------------------------------|--|
| Folio No. or DP ID & Client ID No. |  |
|------------------------------------|--|

\_\_\_\_\_  
**Full Name of the \*shareholder/ proxy**  
(in block letters)

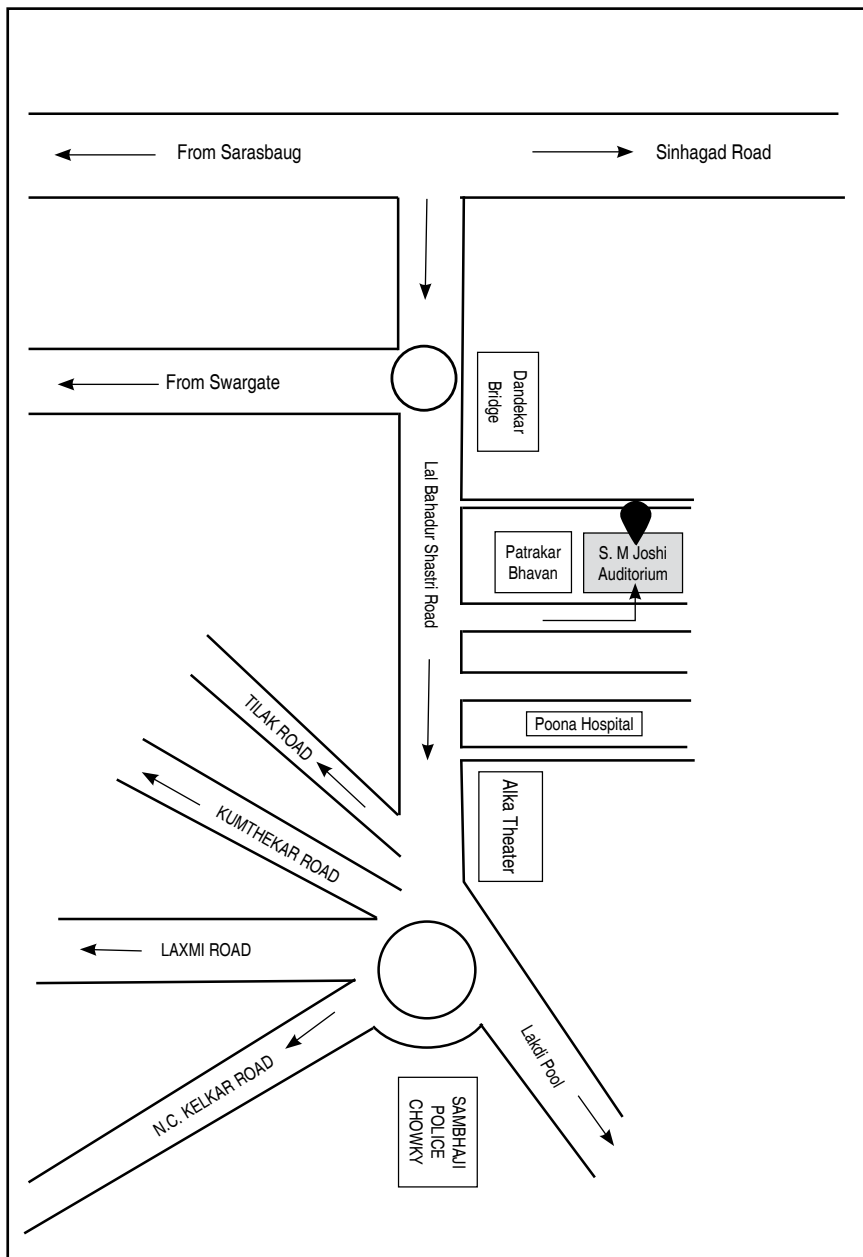
\_\_\_\_\_  
**Signature of \*shareholder/proxy**

\*strike out whichever is not applicable.

#### Note:

1. Members who have multiple folios/demat accounts with different joint-holders may use copies of this attendance slip.
2. Only Member / Proxy holder can attend the Meeting.
3. Member / Proxy holder should bring his/her copy of the Annual Report for reference at the Meeting.

## ROUTE MAP



**Note :** Route Map is not in scale and is only for facilitating convenience of the stakeholders for understanding the venue of Annual General Meeting.

## This image shows a full page of blank white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page, providing a template for writing or drawing. There are no margins, text, or other markings on the page.

## This image shows a full page of blank, lined paper. It features approximately 20 evenly spaced horizontal grey lines across its entire width, providing a template for writing or drawing. The margins are consistent on all sides.

# DSK<sup>®</sup> GROUP



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DSK SCHOOL  
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DSK Shivajians



TALISMAN  
HOSPITALITY SERVICES PVT. LTD.



SYRRAKO



SIN ENVY PRIDE



Recycled Energy



Wealth Management



Travel Solutions

Gharkul Lawns



Scented Telephone Service



डी. एस. कुलकर्णी फाउंडेशन  
देने समजाचे, देतो आनंदाचे ।



ज्योती कुलकर्णी  
रीसर्च फाउंडेशन  
सोचता आहे, जेवढा मोठा ।



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CHARITABLE TRUST  
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बराला धरपण देणारी माणसं®

## D. S. KULKARNI DEVELOPERS LTD.

**Pune:** DSK House, J.M. Road, Shivajinagar, Pune - 411 005

**Ph.:** (020) 660 47 100 **Fax:** (020) 255 35 772

**Mumbai:** DSK House, Veer Savarkar Marg (Cadel Road),  
Near Mayor's Bungalow, Shivaji Park, Mumbai - 400 028

**Ph.:** (022) 244 66 446 **Fax:** (022) 244 40 163

**E-mail:** sales@dskdl.com • **Website:** www.dskdl.com

Projects at **Pune, Mumbai, Nasik, Coimbatore, Bengaluru, Chennai & USA**