

Dated: 27th July 2020

The Secretary

The National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E) Mumbai – 400 051

Sub: Submission of Notice of the 34th Annual General Meeting along with Annual Report of the Company for the Financial Year 2019-2020

Symbol: ASHIANA

Dear Sir,

The 34th Annual General Meeting (AGM) of the Company will be held on Tuesday, 18th August 2020 at 11:00 a.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

Pursuant to Regulation 34(1) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), we are submitting herewith the Annual Report of the Company along with the Notice of AGM for the Financial Year 2019-20 which is being sent through electronic mode to the Members.

The Annual Report and Notice of AGM is also uploaded on the Company’s website www.ashianahousing.com.

You are requested to take this information on your record.

Thanking you,
For **Ashiana Housing Ltd.**



Nitin Sharma
(Company Secretary)

Ashiana Housing Ltd.

304, Southern Park, Saket District Centre,
Saket, New Delhi – 110 017
CIN: L70109WB1986PLC040864
Regd. Office: 11G Everest, 46/C Chowringhee Road, Kolkata – 700 071
011-42654265, Email: investorrelations@ashianahousing.com
Website: www.ashianahousing.com

ASHIANA HOUSING LIMITED

Head Office: 304, Southern Park, Saket District Centre, Saket, New Delhi - 110 017

Ph: (011) 4265 4265, Fax : 011-4265 4200

Regd. Office: 11G Everest, 46/C, Chowringhee Road, Kolkata - 700 071

CIN: L70109WB1986PLC040864

E-mail : investorrelations@ashianahousing.com, **Website :** www.ashianahousing.com

NOTICE

NOTICE is hereby given that the 34th Annual General Meeting (AGM) of the members of **ASHIANA HOUSING LIMITED** will be held on Tuesday, 18th August 2020, at 11.00 a.m., through Video Conference (VC) or Other Audio Visual Means (OAVM) for which purpose the Registered Office of the Company situated at 11G Everest, 46/C Chowringhee Road, Kolkata - 700 071, shall be deemed as the venue for the Meeting and the proceedings of the AGM shall be deemed to be made thereat, to transact the following business:

ORDINARY BUSINESSSES:

1. **To consider and adopt the audited standalone and consolidated financial statements as at 31st March 2020, and Report of the Board of Directors' and Auditors' thereon;**

To consider and if thought fit, to pass with or without modification[s], the following resolution as Ordinary Resolution:

"RESOLVED THAT the audited financial statements, both standalone and consolidated, notes appended thereto and cash flow statement, report of the Auditors' and Directors' thereon as circulated to the shareholders and laid before the meeting be and are hereby adopted."

2. **To declare dividend of 30 paise per equity share of Rs. 2 each (i.e. @15%);**

To consider and if thought fit, to pass with or without modification[s], the following resolution as Ordinary Resolution:

"RESOLVED THAT subject to the provisions of the Companies Act, 2013, rules made there under and all applicable laws and provisions, a final dividend for the year 2019-20 at the rate of 15% being Rs. 0.30 (Thirty paise only) per equity share of Rs. 2 each, of the company aggregating Rs. 3,07,05,6,30/- (Rupees three crores seven lakhs five thousand six hundred and thirty only) as recommended by the Board of Directors of the Company be and is hereby approved."

3. **To Re-appoint Mr. Ankur Gupta (DIN: 00059884), who retires by rotation and being eligible for re-appointment, offers himself to be re-appointed;**

To consider and if thought fit, to pass with or without modification[s], the following resolution as Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Ankur Gupta (DIN: 00059884), who retires by rotation, and being eligible, offers himself for re-appointment be and is hereby re-appointed as Director of the company."

SPECIAL BUSINESS:

4. **To provide security against loan including the issue of secured non-convertible debentures/ bonds on private placement Basis**

"RESOLVED THAT in terms of the provisions of section 180(1)(a) of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder, including any statutory modification or re-enactment thereof, for the time being in force (the "Act"), approval of shareholders/ members of the company, be an is hereby, accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any committee[s] constituted/ to be constituted by the Board, to exercise its powers including the powers conferred by this resolution and with the power to delegate authority to any person or persons) to mortgage, charge, hypothecate, pledge or otherwise, encumber from time to time, movable and/ or immovable, tangible and/ or intangible properties/ assets, both present and future and/ or whole or substantially the whole of the undertaking[s] of the Company, in such form, manner and time as the Board may deem fit, for securing the loan including issue of secured (as may be decided by the Board) non-convertible debentures and or bonds by the Company through private placement basis, to the tune of Rs. 200 Crores, together with interest, costs, charges, expenses and all other monies payable by the Company, to the lender and/ or subscribers of such debentures and/ or any other debt instruments together with interest, remuneration of the trustees, premium, if any, on redemption, costs, charges and expenses payable by the Company in terms of the trust deed/ other documents as may be finalized and executed between the Company and the trustees/ lenders and containing such specific terms and conditions (which may include authorization to the lender to transfer/ assignment of security in favour of third party) and covenants in that behalf and agreed to between the Board and the trustees/ lenders, up to a value of Rs. 200 Crores."

“RESOLVED FURTHER THAT the Board, be and is hereby, authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

5. To consider ratification of remuneration of the Cost Auditors

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

“RESOLVED THAT pursuant to the provisions of Section 148 and all other provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, including any statutory modification[s] or re-enactment thereof, for the time being in force, decision of the Board of Directors of the company to pay remuneration of Rs. 1,25,000/- (Rupees One Lakh and Twenty- Five Thousand only) to M/s. Pant S. & Associates to conduct cost audit of the Company for the financial year ending on 31st March 2021 (12 Months) be and is hereby ratified.”

NOTES:

1. The relevant details of directors seeking appointment/ re-appointment as required by regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are annexed.
2. The Register of Members and Share Transfer Books shall remain closed from 12th August 2020 to 18th August 2020 (both days inclusive).
3. Members are requested to notify the company their change of address, if any, to its Head Office at Unit No. 4&5, 3rd Floor, Plot No. D-2, Southern Park, Saket District Center, Saket, New Delhi – 110017, or to the Registrar & Share Transfer Agent of the company, M/s. Beetal Financial & Computer Services (Pvt.) Ltd., 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukh Dass Mandir, New Delhi - 110 062.
4. The requirement to place the matter relating to appointment of auditors for ratification by members at every Annual General meeting is done away by the Ministry of Corporate Affairs (MCA) vide notification dated 07th May 2018. Accordingly, no resolution is proposed for ratification of appointment of auditors, who were appointed in the Annual General Meeting held on 28th August 2017.

5. All correspondence relating to shares may be addressed to the Head office of the company or to the Registrar & Share Transfer Agent of the company.
6. Members holding shares in more than one folio in identical order of names are requested to write to Registrar and Share Transfer Agent enclosing their share certificates to enable them to consolidate the holdings in one folio to facilitate better service.
7. Members desiring any information/clarification on the Accounts are requested to write to the Company in advance at least seven (7) days before the meeting to keep the information ready at the time of Annual General Meeting.
8. As per provisions of the Companies Act, 2013 facility for making nominations is available to the shareholders in respect of the shares held by them. Nomination forms can be obtained from the Registrar and Share Transfer Agent of the company.
9. Members who have not yet encashed their dividend warrant[s] for the financial year ended 31.03.2013, 31.03.2014, 31.03.2015, 31.03.2016, 31.03.2017, 31.03.2018 and 31.03.2019 are requested to make their claims to the company, without any further delay. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund (“IEPF”). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5 available on www.iepf.gov.in.

10. Meeting through Video Conference or Other Audio-Visual Means

- i. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, physical attendance of the Members to the Annual General Meeting (AGM) venue is not required and the AGM be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

- ii. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
- iii. The members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 members on first come first served basis. This will not include Large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- iv. The attendance of the members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- v. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.
- vi. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.ashianahousing.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Ltd., and National Stock

Exchange of India Ltd. at www.bseindia.com, and www.nseindia.com, respectively, and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

- vii. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

A. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:

The remote e-voting period begins on 15th August 2020 at 09:00 A.M. and ends on 17th August 2020 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting, thereafter. 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 11th August 2020, may cast their vote electronically.

Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. In addition, the facility for voting through electronic voting system shall also be made available during the AGM.

Only those members/shareholders, who will be present in the Annual General Meeting (AGM) through VC/OAVM facility, who have not cast their vote by remote e-voting, shall be eligible to cast their vote on the resolutions through remote e-Voting during the AGM.

Members who have voted through remote e-voting, or are otherwise barred from voting, shall be eligible to attend the AGM, however, they shall not be eligible to vote at the meeting.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?		
1.	Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.	
2.	Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.	
3.	A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.	
	<i>Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.</i>	
4.	Your User ID details are given below:	
	Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
	a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
	b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
	c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***
5.	Your password details are given below:	
	a)	If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
	b)	If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
	c)	How to retrieve your 'initial password'?
	(i)	If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
	(ii)	In case shareholders have not registered their email address with the company/ Depository Participant, or have not updated their bank account mandates for receipt of dividend, please follow these instructions:
		Members holding shares in physical mode are requested to send the following details for registering/updating their details: EmailId, Folio Number, Name of the Shareholder, Mobile Number, and Self Attested scan copy of Permanent Account Number (PAN), and Bank Accounts details by email to our registrar and share transfer agent (RTA) at beetalrta@gmail.com ;
		Members holding shares in electronic mode are requested to register /update their email -id and Bank Account details with their respective Depository participants (DPs) for receiving all communications from the Company electronically.
6.	If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:	
	a)	Click on " Forgot User Details/Password? " (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com .
	b)	Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsdl.com .
	c)	If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
	d)	Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7.	After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.	
8.	Now, you will have to click on "Login" button.	
9.	After you click on the "Login" button, Home page of e-Voting will open.	

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders for e-Voting

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to fcsvermaashok@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in or contact Ms. Pallavi Mhatre, Manager or Ms. Soni Singh, Asst. Manager, National Securities Depository Limited, Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, at the designated email id - evoting@nsdl.co.in or pallavid@nsdl.co.in or SoniS@nsdl.co.in or at telephone nos.: +91 22 24994545, +91 22 24994559, who will also address the grievances connected with the voting by electronic means.

B: INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE ANNUAL GENERAL MEETING (AGM) THROUGHVC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.
2. Members are encouraged to join the AGM through laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP Id and Client Id / Folio No., PAN, mobile number at investorrelations@ashianahousing.com on or before Wednesday, 12th August 2020. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. Speakers are requested to submit their questions at the time of registration, to enable the Company to respond appropriately.

6. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, to ensure the smooth conduct of the AGM.
7. Shareholders who will participate in the AGM through VC/OAVM can also pose question/feedback through question box option. Such questions by the Members shall be taken up during the meeting or replied within 7 days from AGM date by the Company suitably.

INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting under the section of this notice "How do I vote electronically using NSDL e-Voting system?" given on previous pages.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting, given under the section: "General Guidelines for Shareholders for e-Voting".

C. OTHER INSTRUCTIONS:

1. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for shareholders available at the Downloads section of www.evoting.nsdl.com.
2. If you are already registered with NSDL for e-voting then you can use your existing user ID and password for casting your vote.
3. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication[s].
4. Mr. A.K. Verma, Company Secretary in Practice (Membership No. FCS 3945 and Certificate of Practice No. 2568) has been appointed as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
5. The Scrutinizer shall immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting and e-voting on the date of the AGM, in the presence of at least two witnesses not in the employment of the Company and make, not later

than 48 hours of the conclusion of the Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Managing Director of the Company or any person authorized by him in writing and the Results shall be declared by the Managing Director or any person authorized by him thereafter.

6. The Results declared along with the Scrutinizer's Report shall be placed on the website of the Company www.ashianahousing.com and on the website of NSDL immediately after the declaration of Result by the Managing Director or any person authorized by him in writing. The results shall also be forwarded to the stock exchanges where the shares of Company are listed.

By order of the Board

Nitin Sharma
(Company Secretary)

Place: New Delhi
Date: 16th June 2020

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 04: To provide security against loan, including the issue of secured non-convertible debentures/ bonds on private placement Basis, if there is any, during the financial year 2020-21

- a) **Nature of concern or interest, financial or otherwise, of every director and key managerial personnel of the company and their relatives**

The Directors and Key Managerial Personnel of the Company and their relatives thereof may be deemed to be concerned or interested in passing of this resolution to the extent of securities held by them or to the companies in which they are director or member. Save as aforesaid, none of the Directors, Key Managerial Personnel or relatives thereof are, in any way, concerned or interested in this resolution.

- b) **Other information**

In terms of Section 180(1)(c) of the Companies Act, 2013, the Board of Directors of a Company, shall exercise the power to borrow money, where money to be borrowed, together with the money already borrowed by the Company will exceed aggregate of its paid up share capital, free reserves and securities premium, apart from temporary loans obtained from the Company's bankers in the ordinary course of business subject to the approval of shareholders of the Company by passing a Special Resolution. The Companies Act, 2013 read with Articles of the Association of the

Company authorises the Board of Directors of the Company to borrow monies for and on behalf of the Company from time to time as deemed requisite and proper for the business of the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business). General permission of shareholders by way of special resolution is sought under section 180(1)(a) of the Companies Act, 2013 to provide security in case the Board of Directors of the Company decides to borrow money, whether by way of term loan, issue of non-convertible debentures or borrowing through any other mode, and provide security against the amount so decided to borrow to the tune of Rs. 200 Crores.

The resolution at Item No. 04 is, therefore, recommended for approval of the members by means of Special Resolution as required under the Companies Act, 2013.

Item No. 05: Ratification of remuneration of the Cost Auditors

a) Nature of concern or interest, financial or otherwise, of every director and key managerial personnel of the company and their relatives

The Directors and Key Managerial Personnel of the Company and their relatives thereof may be deemed to be concerned or interested in passing of this resolution to the extent of securities held by them or to the companies in which they are director or member. Save as aforesaid, none of the Directors, Key Managerial Personnel or relatives thereof are, in any way, concerned or interested in this resolution.

b) Other information

In terms of the provisions of the Companies Act, 2013 our company falls in the category of companies which needs to have cost audit and accordingly the Board of Directors of the company appointed M/s. Pant S. & Associates, Cost Accountants as cost auditor for this purpose on a remuneration of Rs. 1,25,000/- (Rupees One Lakh Twenty- Five Thousand Only). Mr. Santosh Pant c/o Pant S. & Associates, Cost Accountants, has assented to his appointment as cost auditor and provided a certificate to the effect he is qualified to be appointed as cost auditor. The Audit Committee and the Remuneration Committee has also approved and recommended their appointment.

As per Rule 14 of the Companies (Audit and Auditors) Rules, 2014 the remuneration of the Cost Auditors, which is recommended by the Audit Committee, shall be considered and approved by the Board of Directors and subsequently ratified by the shareholders. Therefore, the resolution at Item No. 05 is recommended for approval of the members by means of Ordinary Resolution as required under the Companies Act, 2013.

By order of the Board

Nitin Sharma
(Company Secretary)

Place: New Delhi
Date: 16th June 2020

Annexure to the notice:

Details of Directors seeking re-appointment at the Annual General Meeting in terms of regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Brief resume and nature of expertise of Mr. Ankur Gupta:

Mr. Ankur Gupta was appointed as Joint Managing Director of the Company by the shareholders of the Company at their 33rd Annual General Meeting held on Saturday 31st August 2019 for a period of three years with effect from 01st April 2019 to 31st March 2022. The term of his current appointment is upto 31st March 2022.

Mr. Ankur Gupta has done Bachelor in Business Administration from Fairleigh Dickinson University (USA) and MS in Real Estate from New York University. He has done research for many residential projects specifically for seniors housing. He is actively associated with Ashiana for the last 17 years.

Disclosure of relationship between Directors:

Mr. Ankur Gupta – Joint Managing Director, Mr. Vishal Gupta- Managing Director, and Mr. Varun- Whole Time Director are brothers in relation.

Names of listed entities in which Mr. Ankur Gupta is holding directorship and membership of committees:

Mr. Ankur Gupta does not hold directorship in any other listed entity. He is the member of Risk Management Committee and Executive Committee of the company.

Except Mr. Vishal Gupta, Mr. Ankur Gupta himself and Mr. Varun Gupta, no other director of the Company is concerned or interested in the said resolution. Mr. Ankur Gupta is also director on the Board of OPG Realtors Ltd., Latest Developers Advisory Ltd., Topwell Projects Consultants Ltd., Kairav Developers Ltd., GD Enterprises (P) Ltd., Paragon Properties (P) Ltd., Association of Senior Living India.



CUSTOMER DELIGHT

Blending convenience with comfort

This Annual Report is available in the following formats:



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Online



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OR



For more details log on to www.ashianahousing.com

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COMPANY INFORMATION

Board of Directors

Vishal Gupta

Managing Director

Ankur Gupta

Joint Managing Director

Varun Gupta

Whole Time Director

Abhishek Dalmia

Independent Director

Sonal Mattoo

Independent Director

Hemant Kaul

Independent Director

Narayan Anand

Independent Director

Piyul Mukherjee

Independent Director

CFO

Vikash Dugar

Company Secretary & Compliance Officer

Nitin Sharma

Auditors

M/s. VMSS & Associates

DTJ 405, DLF Towers B, Jasola
District Centre,

Jasola, Delhi-110025

Email: vmss.delhi@gmail.com

Registered Office

11G Everest, 46/C,

Chowringhee Road,

Kolkata - 700 071

Ph: (033) 4037 8600,

Fax No: 033- 4037 8600

Head Office

304, Southern Park, Saket
District Centre,

Saket, New Delhi - 110 017

Ph: (011) 4265 4265

Fax: (011) 4265 4200

Bankers

HDFC Bank

Punjab National Bank

State Bank of India

Axis Bank

IDBI Bank

Union Bank of India

Yes Bank

Website

www.ashianahousing.com

E-mail: investorrelations@ashianahousing.com

Registrar & Share Transfer Agent

M/S. Beetal Financial &

Computer Services Pvt. Ltd.,

Beetal House, 99, Madangir,

Behind Local Shopping Centre,

Near Dada Harsukh Dass Mandir,

New Delhi - 110 062

Ph: (011) 2996 1281 - 83

Fax: (011) 2996 1284

Listing

Shares & NCDs listed at

BSE (Stock code - 523716)

NSE (Stock code - ASHIANA)



At our Company's core, we have always been a customer centric organization focused towards bringing smiles to our valued customers. With the same thought, year after year we have taken various efforts focused towards providing enhanced customer experience which we call **"Priority No.1"** for the company. When decided, whole organization rallies behind **"Priority No 1"** & put their heart and soul to make this endeavor a success. This initiative is decided keeping in mind customers' needs & keeping the outcome of every initiative very clear & simple **"a happy customer"**.



Theme of the Year

This year we are focused on bringing happiness to our customers by providing a feeling of delight to our customers. Our theme for this year is **“Customer Delight”**

through our maintenance services. Maintenance services are integral part of Ashiana since the day of inception, incorporated to provide a complete 360 degree of

satisfaction to our customers. This year we are focusing on taking it to the next level of satisfaction, which is Delight.

Pillars of the Theme

To deliver a “delighted” experience, we have focused on following aspects of maintenance services:

Communication



Communication have always been the key to all the happy relationships. We are also focusing on providing proactive & responsive communications to eradicate any gap between us & the customer. Various initiatives are being taken to provide timely communications to our customers to ensure that they are well updated in time.

Security



We understand that it is a right of every customer to feel safe and secure in the project. On the same lines we are going to take several initiatives to strengthen our overall security to ensure that we provide a complete secure environment in the projects. This initiative aims to strengthen physical and e-surveillance aspect of security through various trainings and external support from best in the business consultants.

Digitization



In this modern era, we felt that it is our prime responsibility to provide better experience to our consumer through introducing array of new services through digitization. Through this initiative we aim to make life of our customer easier by providing various tools like easy payments through various e-payment modules like Paytm. Also, introduction of Society Connect app which is technology mapped platform for society management aimed to make life easier for the customers residing inside the projects.

Feedback & Loop closure



Under this initiative, we will be taking a structured feedback from our customers about their experiences, identify gaps in services & then drive actionable to plug these gaps. Each gap will be considered as open loop and a focused approach will be initiated for faster and quality closure of such loops.

Capability Building of Estate Officers



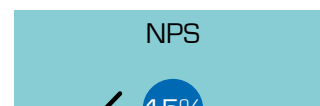
Estate officers are pillars to success of any project by meeting & exceeding customers expectations. Through this initiative we aim to enhance and equip our EOs to be a better version of themselves capable of providing delight to our customers. Various initiatives & trainings will be imparted which will be supported by close monitoring on various performance parameters to gauge their performances.



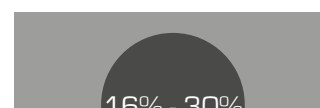
Parameters of Customer Delight

Finally, our efforts in creating “Customer Delight” will be gauged through Net Promoter Score (NPS). NPS system is globally proven tool to gauge customers’ experience in any field.

We are going to conduct a large-scale exercise of taking NPS from each of our project to scale the Delight of our customer. We have set parameters to gauge the success of theme by defining the scale of NPS.



Flop



Hit



Super Hit

Conclusion

The theme “Customer Delight” is our effort to bring more smiles to our valuable customers, bringing more satisfaction to them. Through this initiative, we believe that we can make a difference in our customers lives by providing enhanced experience to them.





Ashiana Shubhum, Chennai

ABOUT THE COMPANY



Our Purpose

To bring a smile of satisfaction on people's faces.



Our Vision

To nurture an environment which brings a smile of satisfaction to people who meet us, who live in homes built by us, work with us, supply to us and invest in us.



Our Mission

To develop & maintain homes which are functional, aesthetically pleasing and environment friendly for the middle income group.

To create retirement communities where senior citizens can lead active, fun filled and a secured life with dignity.



Our Values



Happiness All Around



Transparency



Going the Extra Mile



Never Give Up



Our Brand Promises

What you see What you Get

The customer gets what he sees, whether it is the specifications given in the sample flat or the price list displayed on the website or as enquired from the sales staff and price list. Transparency is of paramount importance in a high value transaction like Real Estate purchase.

Forever Care

We care for our customers beyond the purchase transaction, by maintaining the project for lifetime. We have a long term view on maintenance of projects which helps to maintain the quality and livability of the project and create long term value for our customers. Besides, we also provide rental and resale services for which we have a dedicated team.

Timely Delivery

Our third brand promise is timely delivery of units to our customers as per committed timelines. Timely delivery is imperative to win confidence and trust with the customer.

WE ARE NORTH INDIA'S NO. 1 BRAND!



Artistic view of Ashiana Amantran, Jaipur



Ashiana Umang, Jaipur

10 YEARS AT A GLANCE

S. No	Particulars	2010-11	2011-12	2012-13	2013-14
Balance Sheet					
1	Share Capital	1,861	1,861	1,861	1,861
2	Net Worth *	17,495	23,964	26,807	28,446
3	Long Term Debts	29	1,055	1,105	913
4	Gross Fixed Assets	4,809	5,294	5,741	7,094
5	Capital Work in Progress	47	-	13	128
6	Investments	7,482	9,116	5,468	3,317
Income Statement					
7	Sales & Other Income	15,429	24,898	16,142	12,280
8	Operating Expenditure	9,578	15,930	11,375	9,091
9	EBITDA (Operating Profit)	5,850	8,967	4,767	3,188
10	Profit after tax * *	4,386	6,955	3,315	2,186
11	EPS (₹ per share)	4.71	7.47	3.56	2.35
12	Dividend (₹ per share)	0.35	0.45	0.45	0.50
13	Return on avg. net worth %	28.78%	33.55%	13.06%	7.91%
Cash Flows					
14	Gross Advances from customers	12,046	24,433	9,022	26,693
15	Pre-tax Operating Cashflows * * *	5,345	10,967	8,381	12,590
Operations					
16	Area Constructed (Lakhs sq. ft.)	10.74	14.62	12.27	17.87
17	Area Booked (Lakhs sq. ft.)	13.50	17.83	18.65	22.13
18	Average Realization (₹ per sq. ft.)	2,055	2,190	2,699	2,926
19	Value of Area Booked	27,736	39,038	50,335	64,756
20	No. of Units Booked	1,015	1,298	1,346	1,673
19	Area for which revenue recognized (AHL) (Lakhs sq. ft.)				
20	Area for which revenue recognized (Partnership) (Lakhs sq. ft.)				

*Weighted average net worth, considering raising of ₹ 200 Crores. QIP funds on 9th February, 2015.

** For 2015-16 onwards figures are total comprehensive income.

*** Pre-tax operating cash flow for 2015-16 is same as published in 2015-16 and has not been restated for IND-AS adjustment.

Note:

1. All numbers are consolidated numbers.

2. The figures from 2015-20 are IND-AS figures.

₹ in Lakhs

2014-15	2015-16	2016-17	2017-18	2018-19	2019-20
2,047	2,047	2,047	2,047	2,047	2,047
52,283	65,059	72,270	76,583	78,183	74,979
3,296	5,737	7,811	6,338	14,274	10,377
9,645	8,932	10,137	14,238	14,972	16,161
364	54	12	-	-	-
25,457	16,099	17,412	15,850	12,799	6,590
16,444	53,605	39,702	33,492	35,063	31,755
10,542	38,547	29,100	26,692	30,337	31,684
5,902	15,058	10,602	6,800	4,726	72
4,649	11,078	7,277	4,621	1,910	(2,895)
4.93	10.82	7.11	4.51	1.87	(2.83)
0.50	0.50	0.25	0.25	0.25	0.30
14.03%	18.88%	10.60%	6.21%	2.47%	(3.78%)
57,122	37,938	32,042	23,962	16,355	18,246
7,258	[1,089]	[3,291]	2,021	1,641	3,422
22.80	23.44	17.39	8.16	7.68	9.85
18.12	8.63	6.96	6.93	10.79	19.82
3,022	3,293	3,234	3,135	3,082	3,388
54,772	28,421	22,508	21,736	33,262	67,163
1,477	668	533	526	810	1,505
1.85	15.07	11.68	8.91	9.44	6.98
9.39	8.53	5.97	3.78	2.34	1.78

KEY HIGHLIGHTS



Over
41 years of
Legacy



Presence in
5 states at
9 Locations



840
Employee Strength



500+
Crores Market
Capitalization



Ranked No.
1
Brand in
North India by
Track2Realty



Ranked No.
1
Senior Living
Brand for 3rd
consecutive year
by Track2Realty



Ranked No.
2
as Risk Free
Reputation by
Track2Realty



Ranked No.
2
in Project
Differentiation by
Track2Realty



14,300+
Happy Ashiana
Families



237+
Lakhs sq. ft. area
developed



Debt- Equity Ratio of
0.17x
one of the lowest
in Industry



60
Lakhs Sq.ft.
for future
development



Ashiana Town, Bhiwadi

OPERATIONAL HIGHLIGHTS

Launches:

- a) **Ashiana Sehar, Jamshedpur (Jharkhand):** Launched a new Comfort Home Project namely Ashiana Sehar (Phase-1) in Jamshedpur comprising of 2 & 3 BHK Flats with total saleable area of 3.44 Lakhs sq. ft.
- b) **Gulmohar Gardens, Jaipur (Rajasthan):** Launched Phase -IV & Extension of Gulmohar Gardens, a Comfort Home Project in Jaipur comprising of 2 & 3 BHK Flats with total saleable area of approximately 1.89 Lakhs sq. ft.
- c) **Ashiana Tarang, Bhiwadi (Rajasthan):** Launched Phase-II of Ashiana Tarang as a Comfort Home Project in Bhiwadi, Rajasthan comprising of 2 & 3 BHK flats with total saleable area of 0.66 Lakhs sq.ft.
- d) **Ashiana Dwarka, Jodhpur (Rajasthan):** The Company has also launched Phase -III of Ashiana Dwarka, a Comfort Home Project located in Jodhpur comprising of 2 & 3 BHK Flats having total saleable area of 0.86 Lakhs sq. ft.
- e) **Ashiana Daksh, Jaipur (Rajasthan):** The Company also launched 2 Phases i.e. Phase - I and Phase-II of Ashiana Daksh, a Comfort Homes Project, comprising of 2 BHK and 3 BHK flats having total saleable area of 5.60 Lakhs sq. ft. including Plaza.
- f) **Ashiana Aditya, Jamshedpur (Jharkhand):** Launched Phase - I of Ashiana Aditya, a Comfort Home comprising 2 BHK and 3 BHK units having total saleable area of 3.55 Lakhs sq. ft.
- g) **Vrinda Gardens, Jaipur (Rajasthan):** Launched Phase -IV of Vrinda Gardens, Comfort Home Project located in Jaipur comprising of 1, 2 and 3 BHK flats having total saleable area of 1.61 Lakhs sq. ft.
- h) **Ashiana Nirmay, Bhiwadi (Rajasthan):** Launched Phase - III of Ashiana Nirmay, a Senior Living Project located in Bhiwadi comprising 1, 2 & 3 BHK flats with total saleable area of 2.35 Lakhs sq. ft.
- i) **Ashiana Amantran, Jaipur (Rajasthan):** Launched 2 Phases i.e. Phase 1 and Phase 2 of Ashiana Amantran, a Comfort Home Project in Jaipur, having a total saleable area of 4.27 Lakhs sq. ft. comprising of 2 BHK & 3 BHK flats.



Ashiana Navrang, Halol (Gujarat)

Recognitions:

During the year under review your company was accorded the following awards/recognition:

- Ranked as **No. 1 Developer in North India** and **No. 5 in India** by Track2 Realty.
- Ranked as **India's No. 1 Senior Living Brand** 3 times in a row by Track2 Realty.
- **"Ashiana Anmol-Kid Centric"** recognised as **Best Theme based Project** by Realty+ Excellence Awards (North) 2019.
- Received **"Bhamashah Award"** from the Government

of Rajasthan for the 7th consecutive year for contribution to the basic education in the State.

Other developments:

- CARE has maintained our credit rating as **"CARE A(Is) [Single A (Issuer Rating)]"**.
- ICRA has maintained our credit rating as **"ICRA (A) (Stable)"** for ₹ 20 Crores and ₹ 100 Crores Non-Convertible Debentures.
- Brickworks has maintained our credit rating as **"BWR A+ (Stable)"** for Non-Convertible

Debentures (NCDs) of ₹ 17 Crores. These NCDs were redeemed as per schedule.

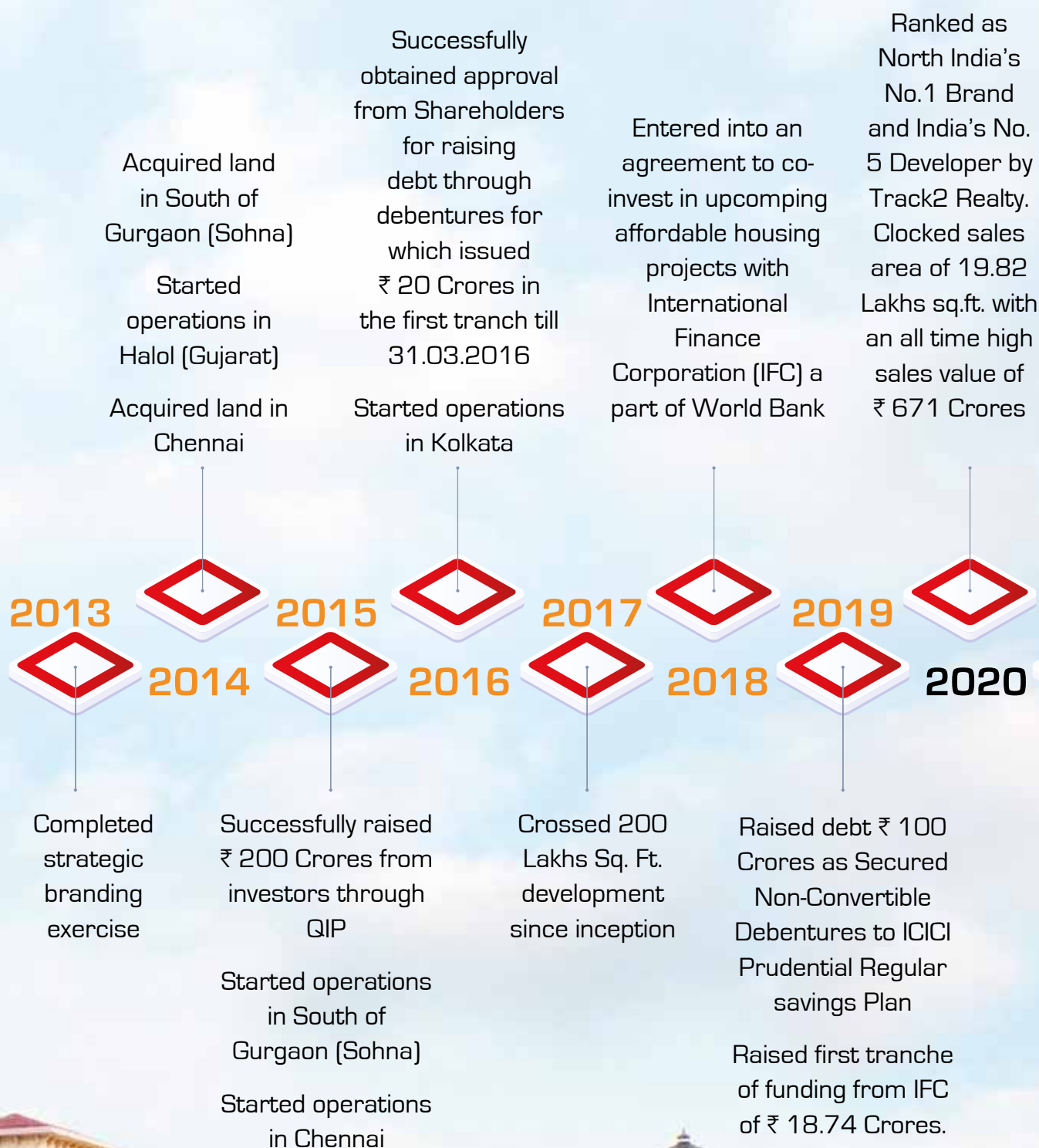
- Hand over started of Phase I Ashiana Anmol, Gurgaon;
- Hand over started of Phase III, Ashiana Navrang, Halol;
- Hand over started of Phase VIII of Gulmohar Gardens, Jaipur;
- Hand over started of Phase II of Ashiana Nirmay, Bhiwadi;
- Hand over started of Phase IV of Ashiana Umang, Jaipur.



MILESTONES



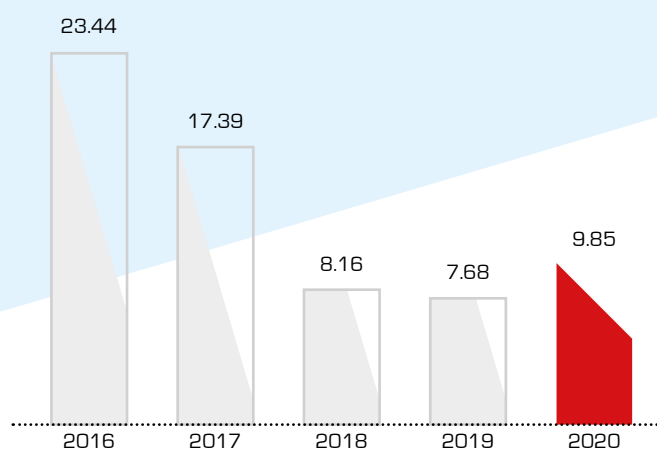
Gulmohar Gardens, Jaipur



OPERATIONAL & FINANCIAL METRICS

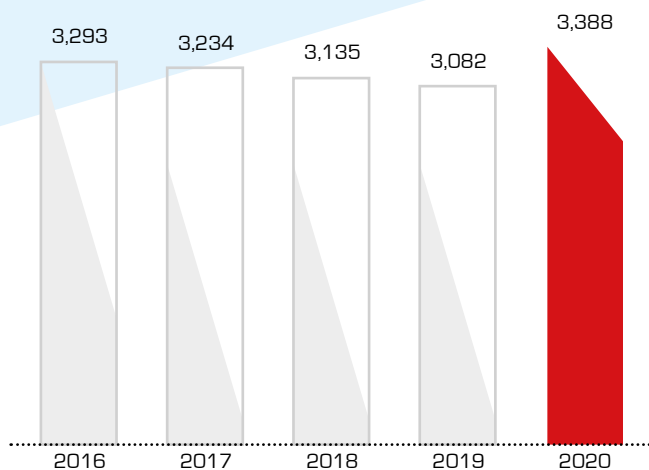
Equivalent Area Constructed

Area In Lakhs sq. ft.



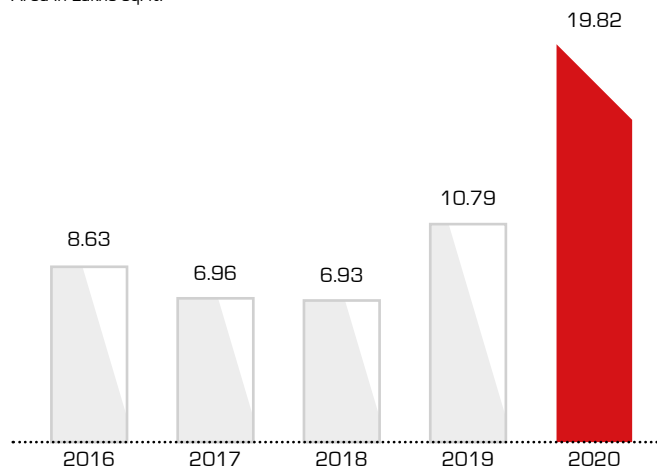
Average Realization

₹ per sq. ft.



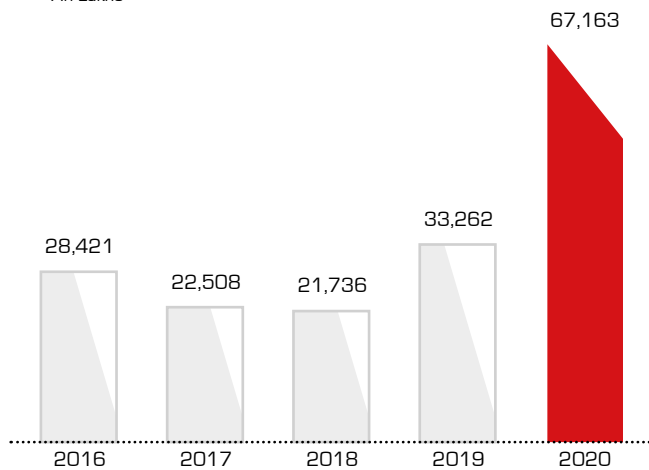
Area Booked

Area In Lakhs sq. ft.



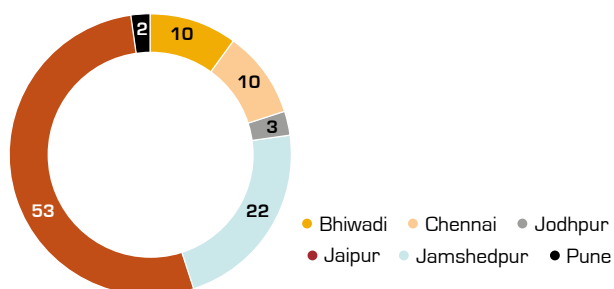
Value of Area Booked

₹ In Lakhs



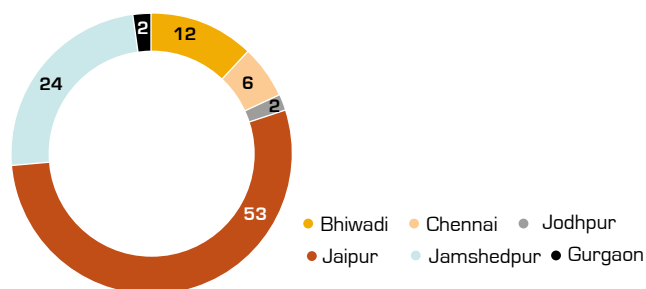
Saleable Area as on 31st March, 2020

%



Break-up of Area Booked for FY 19-20

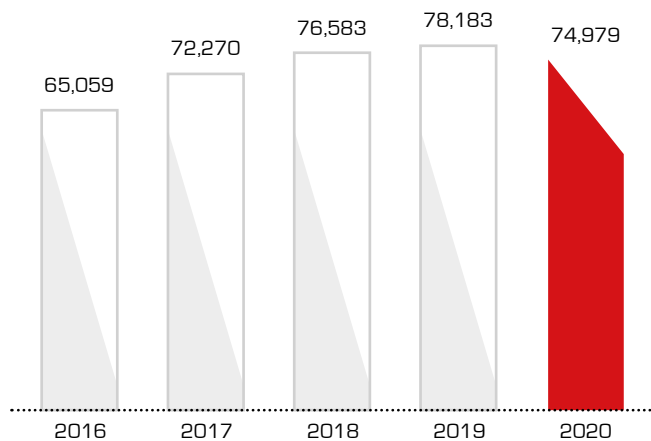
%



Consolidated

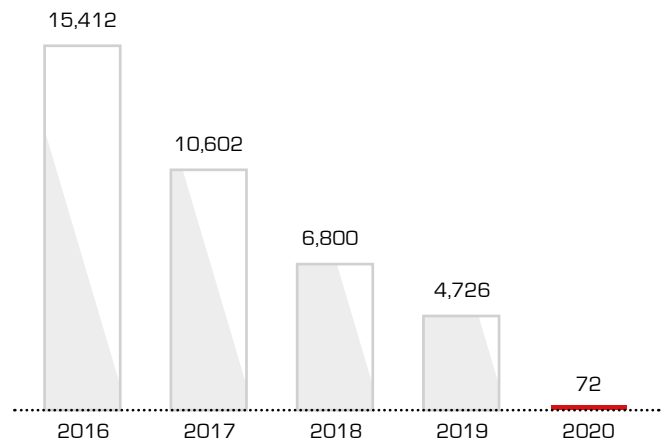
Net Worth

₹ In Lakhs



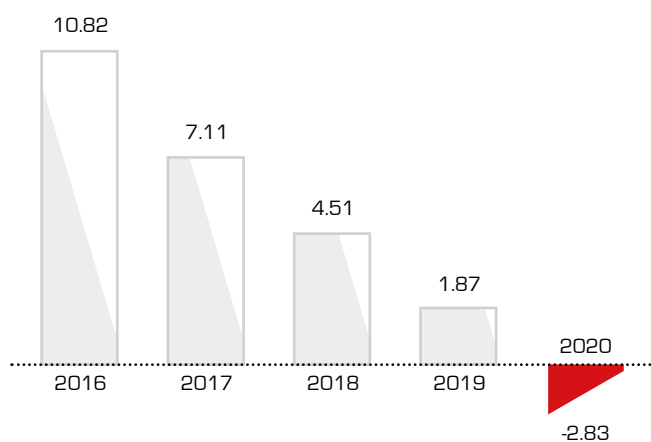
EBITDA

₹ In Lakhs



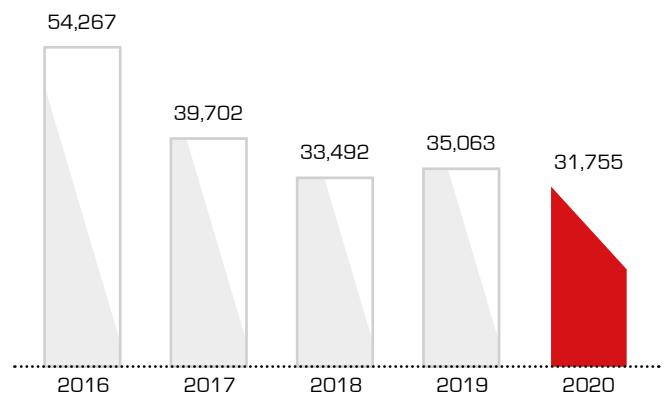
Earning Per Share (EPS)

₹



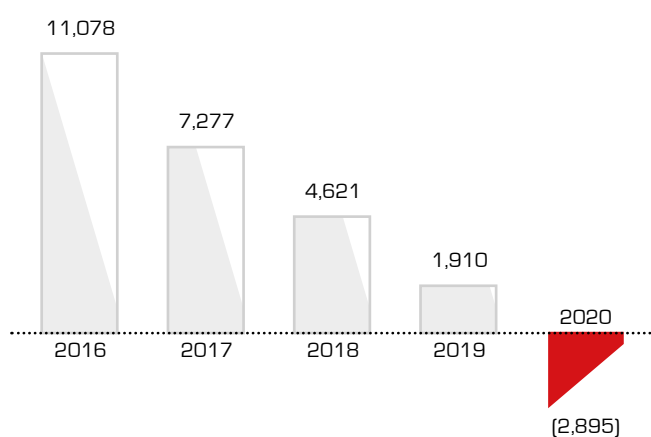
Total Income

₹ In Lakhs



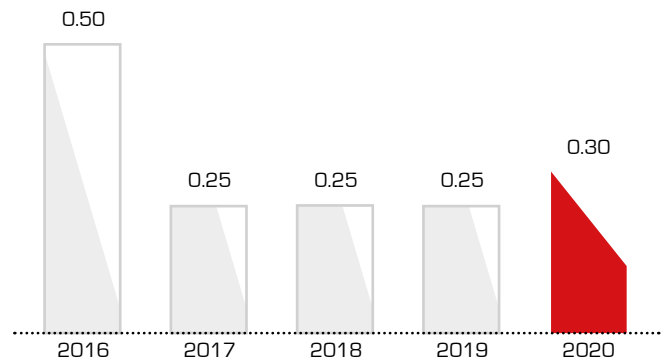
Net Profit

₹ In Lakhs



Dividend Per Share (DPS)

₹



ADDING VALUE TO THE STAKEHOLDERS



Investors

- Credit rating of "A" by CARE
- Our NCDs rated "A+" by Brickworks and "A" by ICRA
- Ample pipeline of projects giving visibility of future growth
- Going deeper into existing markets
- Healthy Cash Position and Net Debt Negative i.e. Cash & Cash Equivalent higher than debt
- Repaid approximately ₹ 44 Crores of debt



Customers

- Kids Centric, Active Senior Living, Senior Care and Comfort Homes
- On time execution and delivery
- In-House Maintenance
- Maintenance Division conducted 101 activity events with participation of 4,090 customers.
- Conduct of Synergia Festival for Senior Living Communities in Lavasa (Pune) and Jaipur
- Imparting Value Based Learning in kids through events like Eco-Club, plantation drive, Cleanliness Drive etc.
- Launch of New Campaign "Bachche Jo Seekhenge wohi Seekhayenge" for Kids Centric Home
- Titled No. 1 most viewed writer in Senior Living and Care Homes category on Quora



Employees

- Loyalty grant to employees worth ₹ 10.71 Lakhs in 2019-20
- Group medical insurance schemes and Group gratuity with LIC
- Manju Gupta Scholarship worth ₹ 44.42 Lakhs granted in 2019-20
- ₹ 11.82 Lakhs grant from Government under Pradhan Mantri Rojgar Protsahan Yojna (PMRPY)
- Full-fetched process of 100 days Orientation cum Training Program
- Strong system of feedback from employees

Ashiana Utsav, Lavasa



Government

- GST and RERA compliant
- Improving infrastructure of Government Schools
- ₹ 651.07 Lakhs paid as direct tax in 2019-20
- Payment of GST to the tune of ₹ 3,983.36 Lakhs
- Labour cess paid ₹ 117.18 Lakhs in 2019-20



Community

- Total annual spending of ₹ 99 Lakhs on CSR initiatives
- 11 Phoolwari Schools across various locations improving life of children
- Setting up of Ashiana Training Institute to give Skill Training in Construction Sector
- Trained over 572 workers and certified by Construction Skill Development Council of India (CSDCI)
- Women workers at site trained for Assistant Mason and Contractors under CREDAI Programme
- Imparting Computer Based Learning in different Government Schools in partnership with Literacy India
- 8,000 plants are maintained over different locations and planted approximately 800 saplings in Financial Year 2019-20



For Landowners

- Association on joint development basis
- Mutually beneficial for land owners and Ashiana
- Unlocking the value of property without additional investment by land owner
- Opportunity for landowners of partnership with one of the renowned and trusted Developers in India

Ashiana Utsav, Lavasa

AWARDS/ RECOGNITIONS



2020

Ranked as No. 1 Developer in North India and No. 5 in India by Track2 Realty.



2020

Recognised as Best Theme based Project "Ashiana Anmol-Kid Centric" by Realty+ Excellence Awards (North) 2019



2020

Received Bhamashah Award from the Govt. of Rajasthan for the 7th consecutive year for contribution to the basic education in the State.



2019

Ranked as India's No. 1 Senior Living Brand 3 times in a row by Track2 Realty.



2019

Received Bhamashah Award from the Govt. of Rajasthan for the 6th consecutive year; added to this, the Govt. has also conferred the title "Shiksha Bhushan" for Ashiana's contribution to basic education in the state of Rajasthan.



2019

Recognised for digital Campaign of the year "Behatar Parvarish ka Pata" by ABP News



2019

Recognised as Best Theme based Project "Ashiana Umang-Kid Centric" by Realty+ Excellence Awards (North) 2018



2018

Received Bhamashah award for contribution made in the field of education by the Govt. of Rajasthan



2017

Received award from NDTV Property Awards 2016 has felicitated "Ashiana Dwarka" as "Budget Apartment Project of the Year" in Tier 2 cities

**2017**

Received CIDC Vishwakarma Awards 2017 under the category "Achievement Award for Construction Skill Development"

**2017**

Received CREDAI CSR Award 16-17 under the category "Education (Establishing of schools, educational institutions and creating educational facilities)"

**2016**

Received Bhamashah Award from Govt. of Rajasthan for educational works separately for Jaipur & Bhiwadi.

**2016**

Received award from FICCI "Category II - CSR Award" for Small and Medium Enterprises (SMEs) with turnover upto ₹ 200 Crores per annum

**2015**

Received Bhamashah award for contribution made in the field of education by the Govt. of Rajasthan, 2015

**2015**

Our Company has been felicitated "Rangoli Gardens" as "Best Budget Apartment Project of the Year" in Tier 2 cities.

**2015**

Our Company was felicitated as "one of the most promising companies of the next decade" by CNBC Awaaz

**2014**

"Best Investor Communication" practice in the Emerging Corporate category

**2014**

Realty Excellence Award - 2014 for contribution in field of management of senior living project

AWARDS/ RECOGNITIONS



2014

Realty Giant of North India



2014

Received award of Most Talented Marketing Professional (Real Estate) by Lokmat



**2013
2014**

Received Bhamashah award for contribution made in the field of education by the Govt. of Rajasthan



2013

Think Media Award for outstanding Corporate Social Responsibility work in real estate sector



2013

Honored by Bharat Vikas Parishad Rajasthan for Corporate Social Responsibility activities



2012

"Best Theme Based Township Non-Metros" for Utsav Bhiwadi, from CREDAI Real Estate Awards



2012

Best Affordable Housing in NCR and India for Aangan, Bhiwadi, by CNBC Awaaz



2012

Award for Best Affordable Housing in India for Ashiana Aangan, Bhiwadi, by CNBC Awaaz



**2010
2012**

Received BMA - Siegwark Award for Corporate Social Responsibility



2011

Awarded as India's Best Residential Project in North - Ashiana Aangan by Zee-Business RICS Awards



2011

Awarded as India's Best Residential Project in East - Ashiana Woodlands by Zee-Business RICS Awards



2010
2011

Forbes' rates Ashiana among Asia's 200 Best Under a Billion Dollar Companies twice in a row



Artistic view of Ashiana Aditya, Jamshedpur

ORGANISATIONAL STRUCTURE



Mr. Vishal Gupta
Managing Director



Mr. PK Jaiswal*
VP- Bhiwadi & Neemrana



Mr. S K Palit
VP- Operations



Mr. Shantanu Haldule
VP - Gurgaon



Mr. Shantashil Ganguly
VP - Kolkata & Jamshedpur



Ms. Surbhi Dewan
GM-Human Resource



Mr. Atul Kumar
Architecture & Design



Mr. A Gangopadhyay
Special Projects

*Passed away in July this year



Mr. Ankur Gupta
Jt. Managing Director



Mr. Atma Sharan
VP- Pune



Mr. Deepak Dhyani
GM- Sales



Mr. Sushil Joshi
VP- Facility Management



Mr. Peter Sahaya Raj
VP- Chennai



Gulmohar Gardens, Jaipur



Mr. Varun Gupta
Whole Time Director



Mr. Bhagwan Kumar
GM- Land & Legal



Mr. Sanjeev Rawat
VP- Jaipur



Mr. Vikash Dugar
Chief Financial Officer

Ashiana Shubham, Chennai



Artistic view of Ashiana Sehar, Jamshedpur

INDEPENDENT DIRECTOR'S PROFILE



Mr. Abhishek Dalmia

Mr. Abhishek Dalmia is the non – executive independent director of our Company. Mr. Abhishek Dalmia is a Chartered Accountant and Cost Accountant. He started his career by setting up an advisory business under the name of Renaissance Group. He has been associated with our Company since 2006.



Ms. Sonal Mattoo

Ms. Sonal Mattoo is a lawyer with 23 years of post-qualification work experience. She holds a bachelor of arts and a bachelor of laws degree from National Law School of India University, Bangalore. She specialises in workplace harassment, diversity issues, mediation matters, matrimonial issues and negotiations. She is associated with Ashiana since 2003.



Mr. Hemant Kaul

Mr. Hemant Kaul was the Managing Director and Chief Executive Officer of Bajaj Allianz General Insurance Company Limited. He was also a part of the initial team that set up UTI Bank in 1994. He holds a degree in Bachelor in Science from the University of Rajasthan and holds a management degree from Poddar Institute of Management, Jaipur. He is associated with Ashiana since 2013.



Mr. Naryan Anand

Mr. Narayan Anand has spent the last 18 years working in Investment Banking where he helped mid-market and large corporate raise equity and debt capital in India. He holds a graduated honor in Mechanical Engineering from the National Institute of Technology, Jaipur and holds an MBA from IIM, Bangalore. He is associated with the company since 2015.



Ms. Piyul Mukherjee

Ms. Piyul Mukherjee is a consumer behavior specialist with more than 31 years of experience working in the corporate sector. She is the co-founder and CEO of Quipper Research Pvt. Ltd. a boutique market research firm that conducts qualitative research for a global roster of blue-chip clients, by offering a diverse range of qualitative methodologies and hybrid research design. She has a PhD from the Indian Institute of Technology, Bombay, and holds an MBA from the Jamnalal Bajaj Institute of Management Studies, University of Mumbai. She is been associated with the company since February 2019.



KEY MANAGEMENT TEAM

The operations of the Company are overseen by a professional management team under the guidance of its Managing Director, Mr. Vishal Gupta. The top management team has the requisite experience and the qualification for their respective responsibilities. A brief profile of the top management team is as follows:



Vishal Gupta

He is the Managing Director of the Company. Mr. Vishal Gupta is a graduate from Sydenham College (Mumbai) and an MBA from FORE School of Management (Delhi). Mr. Vishal Gupta is acknowledged for his in depth understanding of the real estate business, customer psychology and market behavior. He has a great eye for detail and takes a keen interest in the conceptualization and planning of new housing projects for the Company. He is associated with Ashiana for the last twenty one years and actively involved in project execution, designing and general administration. He has been instrumental in growth of the company.



Ankur Gupta

He is the Joint Managing Director of the Company. Mr. Ankur Gupta is a Bachelor in Business Administration from Fairleigh Dickinson University (USA) and an MS in Real Estate from New York University (USA). He focused on residential projects for senior citizens during his research work at University. His experience was put to good use at Utsav and currently he leads Marketing, and Sales of the Company. He also looks after Hotel and Facility Management segments. He is actively associated with Ashiana for the last 17 years.



Varun Gupta

He is the Whole Time Director of the Company. Mr. Varun Gupta is a Bachelor in Science from Stern School of Business, New York University (USA). He majored in Finance and Management and graduated with the high academic distinction, 'Magna Cum Laude'. He then joined Citigroup in Commercial Mortgage Backed Securities where he was underwriting commercial real estate. After a year and a half of this rich experience, he has joined Ashiana where he is looking after Land, Legal and Finance for the last 11 years.



Late Pramod Kumar Jaiswal

He was the Vice President (Bhiwadi & Neemrana location). He held a degree of Bachelor of Engineering (Civil) and had over 34 years of experience out of which 31 years were with Ashiana. Mr. Jaiswal was responsible for implementation and execution of company's projects in Bhiwadi (Rajasthan). He had many successfully executed projects to his credits. He was also instrumental in completing the Tataward Hospital at Patna medical college in the record time of ninety days and college building at Karpuri gram Samastipur in record time of 4 months. Prior to Ashiana, he was associated with Vishnu Sugar Mills at a senior position. Unfortunately, he passed away in July this year.



Cdr Sanjeev Rawat

He is our Vice President, Jaipur Location. He is looking after the entire project implementation, execution and other senior managerial work in Jaipur. He had served in Indian Navy and retired from the post of Commander. Mr. Rawat is a Master of Science in Defence and Strategic Studies and has more than 35 years of experience. He is associated with Ashiana since 2007.



Col Shantanu Haldule

He is a retired Army officer and a B.A. with Industrial Relations & Personnel Management. He also holds a post graduate Diploma in Industrial Security & Corporate Intelligence. He is responsible for project implementation, revenue generation and to leading the Gurgaon team towards achieving the assigned targets. He brings his rich experience of 25 years in uniform and has been associated with Ashiana for the last 10 years as Vice President of our Gurgaon location.

KEY MANAGEMENT TEAM



Atma Sharan

He is the Vice President of Pune Location. He is looking after the entire project implementation, execution and other senior managerial work in Pune. He is a Commerce Graduate and alumnus of Ahmedabad, where he did a six month certification course. After a career in the defence forces, he joined Ashiana Housing Ltd. in Oct. 2007. For 3 years, he headed the sales and marketing operations of the Company and after that, he looked after facility management for 6 years. He is now associated with Ashiana as Vice President of Pune Location for the last 4 years.



Shyamal Kumar Palit

He has been looking after Engineering and Construction of the Company. He is responsible for Engineering design, Planning & Execution, Assets and Materials Procurement, Environmental design execution and compliances, Training & Development of Engineering Team. He takes care about all strategic planning & Implementation in Construction. Mr. Palit, a graduate Civil Engineer, with approx. 34 years of working experience has been associated with Ashiana for about 29 years. Other than Ashiana, he also worked with Bridge & Building Construction Company and Hyundai Construction Corporation.



Sushil Joshi, FMP

He is the Vice President of Ashiana Maintenance Services responsible for the facility management and active senior living business. After a career in defence forces, he worked with "Safexpress Pvt Ltd" as "GM operations" till 15th October, 2015. He has been associated with Ashiana for more than 4 years.



Bhagwan Kumar

He is the Vice President (Land & Legal) of the Company. Mr. Kumar is an associate member of the Institute of Company Secretaries of India and a law graduate from Delhi University. He is responsible for entire land and legal affairs of the company and its associates. Mr. Kumar has rich experience of over 22 years. He had also worked with Modi group at a senior level. He has been associated with Ashiana for the last 15 years.



Deepak Dhyani

He has joined Ashiana as GM-Sales and Customer Services. He is a Lean and Six Sigma trained professional and has been an integral part of the teams which created brands like Serco, Meru cabs and Delhivery over the last 20 years. He has helped his teams in transforming a key segment of public transportation and supply chain management in India, and took the level of customer orientation in both the business to a world class scale. He has been associated with Ashiana for more than 2 years.



Vikash Dugar

He is our Chief Financial Officer (CFO). He has been associated with Ashiana for more than 5 years. He looks after Corporate Finance, Taxation, Accounting, Internal Audit, Investor Relation, Corporate laws and IT. He is a member of the Institute of Chartered Accountants of India, Institute of Company Secretaries of India and Insurance Institute of India. He is also a professional member of All India Management Association. He has graduated from Shriram College of Commerce, Delhi and is also a law graduate. He has around 21 years of rich experience in various verticals of Finance, Business Partnering and Analytics, Strategy, Risk Management, Systems Implementation, Audits and Management Assurance Services, Corporate Governance and General Management across a wide spectrum of industry verticals like Telecom, Real Estate, Power, IT, Education and Consulting.

KEY MANAGEMENT TEAM



Surbhi Dewan

She is the General Manager – Human Resources in Ashiana. She holds a Master's degree in Commerce and a Post Graduate degree from New York University in Human Resources. She has experience of over 17 years in various roles within HR including Recruitment, Employee Engagement, Organization Development, Benefits Administration, Performance Management & Strategic Planning in order to support and further corporate goals. She has led HR for organizations in a variety of sectors like E-Commerce, Public Relations, IT and ITEs. She has been associated with Ashiana for the past two years.



Shantashil Ganguly

He is Vice President and is looking after operations of Kolkata and Jamshedpur. He is a Graduate Civil Engineer from Government Engineering College, Jalpaiguri (WB), 1983 batch. He has rich experience of more than 31 years, working for Real Estate and Contracting Companies namely Ashiana, DLF, Shapoorji PCL, Simplex etc and has also worked in Oman (Muscat) as head of Constructions for a Special Grade Contracting LLC. He has Constructed Thermal Power Plants, District Water Supply Networks, Mosques beside Large Buildings and medium size Townships of more than 6 Million sq. ft. Mr. Ganguly has worked with Ashiana from 1989 to 2000, and left as GM for Jamshedpur operations after successfully constructing Ashiana Gardens, Ashiana Enclave and Ashiana Sun City. He has been associated with Ashiana for a total of 16 years.



Peter Sahaya Raj

He is Vice President, Chennai. He has 23 years of rich experience from Media to Education to Real Estate industry. He holds Master's degrees in MA (Economics), MBA (Marketing & HR), and PLAM (Strategic leadership & Management) from the premier IIM, Calcutta. A Real Estate & Education Industry veteran with unmatched expertise of setting up of 50 plus schools across India and acquiring hundreds of acres of land. Evaluated more than 5000 plus lands / sites / projects / schools / commercial buildings across India for acquisitions / lease / joint venture. He is a Member of Board of Studies and Advisory Council to few B Schools and is also an External Examiner for Ph.D Evaluation. He has presented papers in various international and national seminars & Conferences. He is also Guest lecturer and visiting faculty to few B Schools. He is associated with Ashiana since October, 2018.

Note: Mr. D.C. Singh, VP of Jodhpur location has retired from the organisation w.e.f. 31st March, 2020.



Ashiana Dwarka, Jodhpur

KEY MANAGEMENT CONSULTANTS



Sushil Kumar Trisal

He is the Technical Advisor of the company. Mr. Trisal holds a Bachelor Degree in Engineering (Civil) and has rich experience of 55 years. He has worked with reputed groups like Ahluwalia Constructions (I) Ltd. on a senior level. Prior to that he was working with the Government of J&K and has been associated with many prestigious projects. He has been associated with Ashiana for the last 13 years.



B. Sengupta

He is a senior consultant on the panel of the company. Mr. Sengupta holds a bachelor degree in architecture from IIT and has rich experience of over 46 years. He has been associated with Ashiana since its inception.

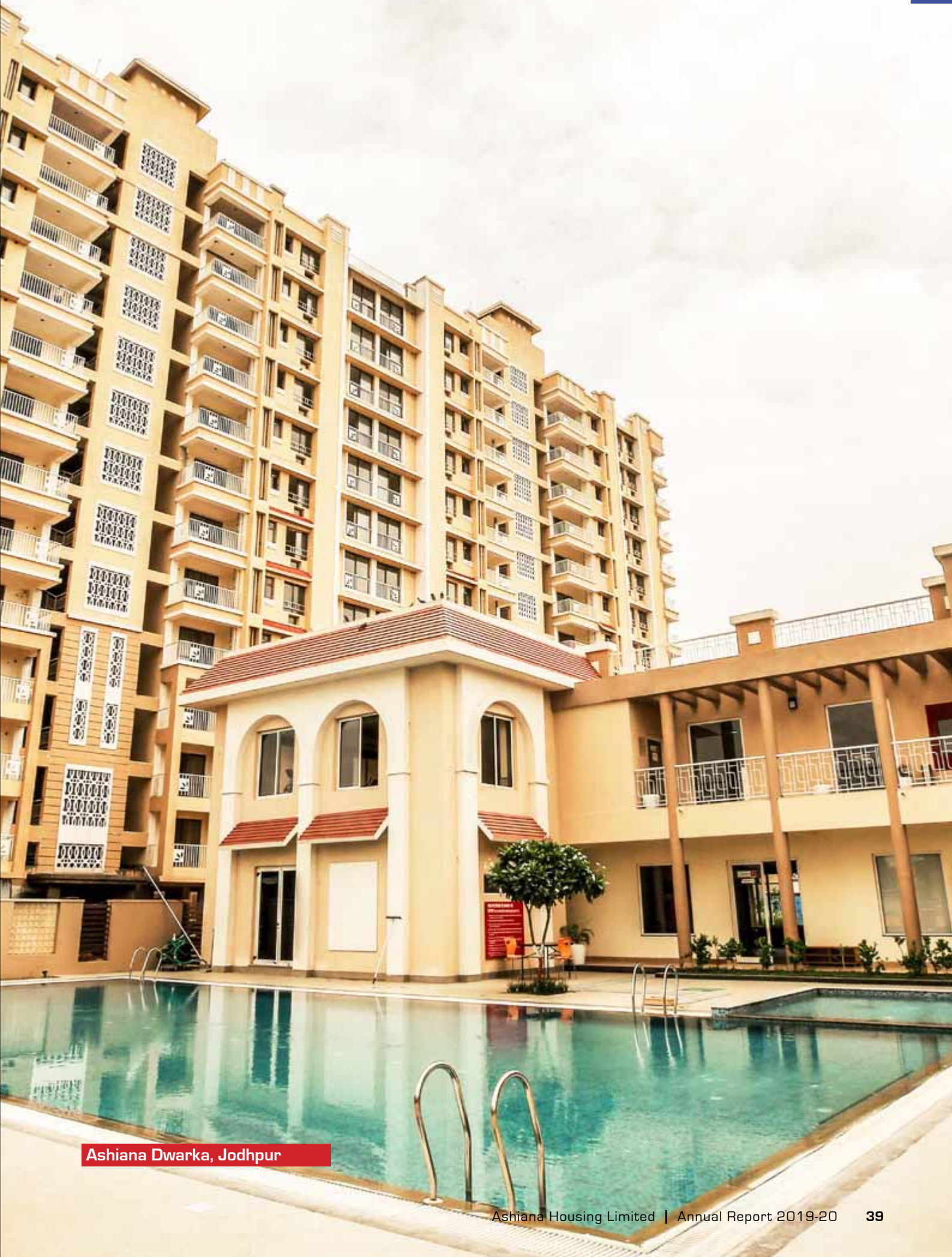


Atul Kumar

He is the architect advisor of the company. Mr. Kumar holds a bachelor degree in architecture from School of Planning and Architecture (SPA), Delhi and has rich experience of 45 years. He has been associated with Ashiana for the last 14 years.



Vrinda Gardens, Jaipur



Ashiana Dwarka, Jodhpur

LETTER FROM MANAGING DIRECTOR



Dear Stakeholders,

I am writing to you amidst uncertain times with the spread of global pandemic arising due to global spread of COVID19. I sincerely hope that you, your families and loved ones are safe and healthy and taking due care. Our top-most priority during these times have been safety of our workforce. More than 90% of our labourers remained on our sites during lock down and we took care of them by engaging with them and

providing them meals and safe living conditions. We constituted a COVID committee comprising of myself and 4 other senior members of the organisation to monitor the prevailing situation, take real time decisions when required and lay down SOPs for all the critical activities. Having a long-term view on maintenance, one of the critical task was to ensure continuity of operations in all our projects. We engaged with our customers on a regular basis and ensured smooth conduct of all

the maintenance activities in the projects.

The year gone by was a difficult year for the sector in terms of challenging regulatory and macroeconomic environment and further worsened due to unprecedented impact of pandemic on our operations towards end of the year. Despite all these challenges, I am pleased to share that in the previous year we delivered a strong performance in terms of sales, clocking a robust

19.82 Lakhs sq ft (vis a vis 10.79 Lakhs sq ft in FY19) of area booked. 1,505 units were during the year with a sales value of ₹ 672 Crores. This was primarily due to successful launch of 4 new greenfield projects, Ashiana Daksh and Ashiana Amantaran in Jaipur and Ashiana Sehar and Ashiana Aditya in Jamshedpur.

Being a customer centric organisation, we have always realised the importance of delivering delightful experience for our customers through our services. You will also be pleased to know that we have been ranked as **'No.1 Developer in North India'** and **'No.5 Developer in India'** by Track2Realty in this year's ratings. We have taken **'Customer Delight'** as the theme for the current year.

On the construction front, we recorded an EAC (Equivalent Area Constructed) of 9.85 Lakhs sq. ft. (AHL: 6.65 Lakhs sq. ft and Partnerships: 3.20 Lakhs sq. ft). Our construction has been generally in line with our commitment. We have been previously selective and conservative in launch of new phases and had kept our phase size smaller to keep the construction in line with slowdown in our sales but as we have locked in higher sales this year, EAC will increase in the years to come as we build and deliver homes to the customers.

“THE SHORT TERM MIGHT LOOK CHALLENGING, HOWEVER I REMAIN CONFIDENT ON LONG TERM GROWTH OF THE COMPANY.”

Operational Cash Flows, significantly improved vis a vis last year due to better collections resulting from higher booking. (Positive at ₹ 34.22 Crores in FY20 versus Positive at ₹ 16.41 Crores in FY19). Healthy response to new launches during the year gives a strong cash flow visibility in future.

While the year gone by gave us reason to cheer on several fronts, it is clear that the current year will bring in challenges more so as an aftermath of this global pandemic which is an unprecedented crisis. The short term might look challenging, however I remain confident on long term growth of the company. What gives me confidence is our strong financial position (low debt, healthy liquidity position), cash flow visibility having delivered strong performance in FY20, ongoing rapid consolidation in the industry which is attracting buyers to organised developers and increased affordability in the

wake of reduced interest rates.

I am deeply grateful to the team at Ashiana, for their tireless efforts and showing sincere commitment in taking forward the vision of the organisation in our endeavour to run business in a transparent and sustainable manner.

I, along with my entire Leadership Team, would like to thank our esteemed Board members, valued customers, joint venture partners, shareholders, business associates, suppliers and all other stakeholders for their continued support and encouragement.

With best wishes

Vishal Gupta
Managing Director



Vrinda Gardens, Jaipur

Q&A WITH JOINT MANAGING DIRECTOR



Q Covid-19 has had a huge impact across the world. What is your assessment on the impact it will have on the Indian Real Estate Sector?

The impact of Covid-19 in India has been huge both medically and economically. After initial lockdown, the government has done the unlocking in a phased manner and things are gradually coming back to normal. Effectively the economic activity has been impacted across all sectors, with the impact being much more severe in certain industries - real estate being one of them. The real estate sector which was slowly recovering from multiyear slowdown, regulatory changes and lower sales has been further challenged by the sudden rise of COVID-19 infection and the lockdown induced by it resulting in economic uncertainties.

It is bit early to gauge the full impact, as it depends upon the duration of lockdown and its phased unlocking, extent of social distancing measures, discovery of an effective cure and fiscal and monetary stimulus of the government. Peoples behavior might change which might have long term consequences on the real estate industry - like the concept of work-from-home (WFH).

We think there are few challenges which industry shall face like

Project delays - The industry will find it difficult to complete ongoing projects and launch new projects. The ongoing projects shall be delayed as construction activities have come to halt/delayed due to lockdown and reverse migration of labour.

Contraction in Demand - The industry was already facing slow demand since last few years. Now demand is likely to fall further as buyer might defer the purchase due to future uncertainties.

Contraction in Supply: Covid will lead to reduced access to capital for the industry and therefore reduce new project launches and also accelerate exit of developers from the industry.

Overall we feel that this will accelerate the ongoing consolidation in the industry in favour of organized developers who have a healthy Balance Sheet and strong execution track record.

Q What strategies have you undertaken to handle the situation arising from lockdowns driven by Covid-19? When do you expect things to normalise for you?

We are facing unusual crisis with no precedent in recent history. As a responsible company, we need to formulate strategies which mitigate the impact of Covid-19 on our stakeholders. Currently we are working on four priorities.

Employee Engagement & Safety

Our aim is to make sure that our employees are safe and secure during the lockdown and after the lockdown ends. We are continuously communicating with them and engaging with them. We are working on the guidelines and protocols and have restarted construction in all our project sites with adequate safety measures stipulated in our SOPs.

Faster and Effective Business Decisions

During this unprecedented time there are lots of forecast about the impact of Covid-19 on the economy. As senior management we are working to get information faster to facilitate better business decisions. Our endeavor is not to make forecasts but analyse information, take feedback and act accordingly as quickly as possible.

Management of Cash Flows

During any prolonged crisis, cash is biggest asset for an organisation. It has to make sure that it has adequate cash flows and does not default on any of its obligations. We had a good year in terms of cash flow and have sufficient liquidity on our balance sheet. Furthermore, we are tracking our cash flows closely and projecting our expenses on a monthly basis. We will continue to operate in this mode till situation returns to normal and our sales revive.

Customers Delight and Safety

One of the key areas we have worked at during the lockdown

Q&A WITH JOINT MANAGING DIRECTOR

is to ensure that our facilities management services continue to delight our customers. We have regularly engaged with our customers and made sure they are safe and all services are provided without any delays. We carry out maintenance of our projects, where we are ensuring safety of the residents and taking care of their daily needs like supply of essential consumable items.

Q You had some good sales in the new launches in FY 19-20. What drove that demand, and what are your plans for new launches in the coming year?

Year FY 19-20 was good year in terms of sales, our sales grew from 10.79 Lakhs sq. ft in FY 2019 to 19.82 Lakhs sq. ft for FY 2020 which was largely driven by new launches. Most of the incremental sales came from the launch of 4 new projects - Ashiana Sehar and Ashiana Aditya in Jamshedpur and Ashiana Daksh and Ashiana Amantran in Jaipur. We also launched Vrinda Gardens Phase-4, Gulmohar Gardens Phase-4 and Villas in Jaipur, Ashiana Nirmay Phase-3 and Ashiana Tarang Phase- 2 in Bhiwadi and Ashiana Dwarka Phase-3 was also launched in Jodhpur.

The robust sales in the projects were largely driven by customer references and deep understanding of the requirement of the home buyer. There was also some pent-up demand due to delay in some of the launches. We also took the learnings from our past projects and used them in our new launches. We were able to reformat some of the projects

in terms of unit sizes, facilities and pricing to drive a better value proposition for our customers.

FY20 was heavy on launches specially the greenfield ones and some of them had been delayed due to various reasons. We don't have plans for any green field launches in FY21, though we do plan to launch new phases of existing projects.

Q What is the current Debt level of company and the rate of interest on the same? How much of it is Term Loan and Working Capital Debt?

On consolidated basis, we have a total debt as on 31st March, 2020 of ₹ 10,497 Lakhs (excluding IFC funding of ₹ 1,874 Lakhs in Ashiana Daksh for which returns are linked to the project cash flows in a 'Payable when able' basis) on our books at an average rate of 10.50%. Out of this ₹ 2,020 Lakhs is towards working capital.

Q What are the cash and cash equivalents on your balance sheet? Can it handle a prolonged period of low sales due to apprehension and lockdowns driven by COVID-19?

As on 31st March, 2020 we have ₹15,400 Lakhs cash and cash equivalents on our balance sheet. We have fixed monthly expense of ₹ 4-5 Crores, and aiming to further reduce it over time.

Apart from the current liquidity in our balance sheet, we are also focusing on increasing cash inflows and deferring cash outflows. We are closely monitoring our collections, and aiming to keep the

receivables in control, by engaging with our customers and working with them to make the payments on time. We are also tracking payment from housing finance companies closely. Off the customers who have taken home loans more than 90% have taken loan from top two Housing Finance companies, which are not facing any liquidity issue so their home loan disbursements are smooth. For the rest of loans which are financed from smaller banks or NBFCs we are collecting information and working with our customers to smoothen things out. If these banks or NBFCs are stalling disbursement we will try to refinance these loans from other larger institutions.

Q Your cash flows have improved compared to last year? Can you expect this trend to continue going forward?

Our cash flows have turned positive in FY 2019, after 2 years of negative cash flows. This year our pre-tax operating cash flows increased to ₹ 3,422 Lakhs during FY 2020 from ₹ 1,641 Lakhs in FY 2019. The increase in cash flow has largely been driven by increase in sales volume due to launch of new projects. Due to healthy response in all the new project launches, we have a strong visibility of cash flows in future.

But there is a narrative that due to lockdown many kind of jobs can be done from home, which in turn will impact demand for commercial real estate. Do you believe this to be true? What will be the impact on residential real estate?

Given what we have observed over the last 2-3 months, and in our

discussion with other real estate developers, we do feel that Work From Home (WFH) as a concept is here to stay and this in turn will have an impact on commercial real estate sector. Companies over time will shift non-client-facing back-office function out of office. While the WFH concept was forced upon companies due to lockdowns, over the past few months they have seen productivity gains being achieved for certain job functions. Companies are evaluating the option of WFH and to what extent it can be implemented in companies. If implemented correctly WFH will help the companies in cost savings, convenience for employees, and productivity gains. Long commuting employees shall be relieved from hassles of travelling daily, and this in turn will save time and money for them.

While the WFH will have a negative impact on commercial real estate, the residential real estate may see somewhat positive impact as people will seek larger homes, where dedicated space is allocated for office work.

Overall real estate industry was already in a prolonged period of pain due to high leverage, tight liquidity and rising NPAs. This lockdown coupled with economic slowdown shall further aggravate the problems for the overall industry. Further, duration and extent of lockdown and fiscal and monetary policy by the government will decide the impact on the economy and real estate sector.

In Ashiana's case, we are in a much better condition in terms of the strength and liquidity of our balance sheet. We are gearing

ourselves to ride out this period and emerge stronger. When the economy returns to normal, we anticipate doing well in the micro-markets that we operate in.

Q You have been slow in concluding land deals over the past couple of years? What has been the reason for the same?

As on 31st March, 2020, we have 86.82 acres of land. Ashiana uses land as inventory and aims to buy land parcels/enter into Joint Ventures, that it can develop in the immediate future. Since last few years real estate market has been in slowdown but the land prices were stable. Due to lower demand resulting in lower sales volumes resulting in negative impact on the margins of the company.

So, we have been very careful in selection of land deals. We want to be sure that there is consumption demand for new homes in that micro market and we want to buy at prices, where we can maintain our margins. We have been doing developments through Joint Ventures where the risk is comparatively low and capital deployment is lower. We have also signed a platform deal with IFC where the returns of IFC is linked overall to the cash flows generated by the project.

Since land prices have corrected from the peak by 30-50% in certain micro market purchasing land/ forming JVs has become much more attractive. We continue to scout for lucrative acquisition opportunities in our micro markets specially our focused markets of Jaipur, Gurgaon, Pune and Chennai.

Q Which micro-markets are you doing well and where are you struggling? Can you elaborate the reasons?

We are doing well in Jaipur market. Our existing projects have done well, and we are left with limited inventory. During the year, we launched Ashiana Daksh Phase-I and II, Ashiana Amantran Phase I and II in Jaipur and got good response. We remain bullish on Jaipur as it never faced excess supply like other markets and has done pretty well for Ashiana.

We are facing challenges in the Sohna (Gurgaon) project and Bhiwadi. While we have delivered the Phase 1 of Ashiana Anmol Project in Sohna, sales continue to be slow there. Bhiwadi continues to be challenging and despite reduction in supplies, it continues to be slow. However, silver lining in Bhiwadi is Ashiana Nirmay, our senior living project which is doing well.

Q While your operating margins have been low due to high fixed costs, your gross margins are also declined. What is driving this trend and what actions are you taking to mitigate that?

Our margins have been lower in past few years due to slowdown in real estate sector, limiting our ability to raise prices. Projects which were launched between the year 2013 and 2015, the margins were impacted due to high inflation in construction costs. While our land costs were fixed, we were not able to pass on the increase in construction costs to customers due to excess supply in

Q&A WITH JOINT MANAGING DIRECTOR

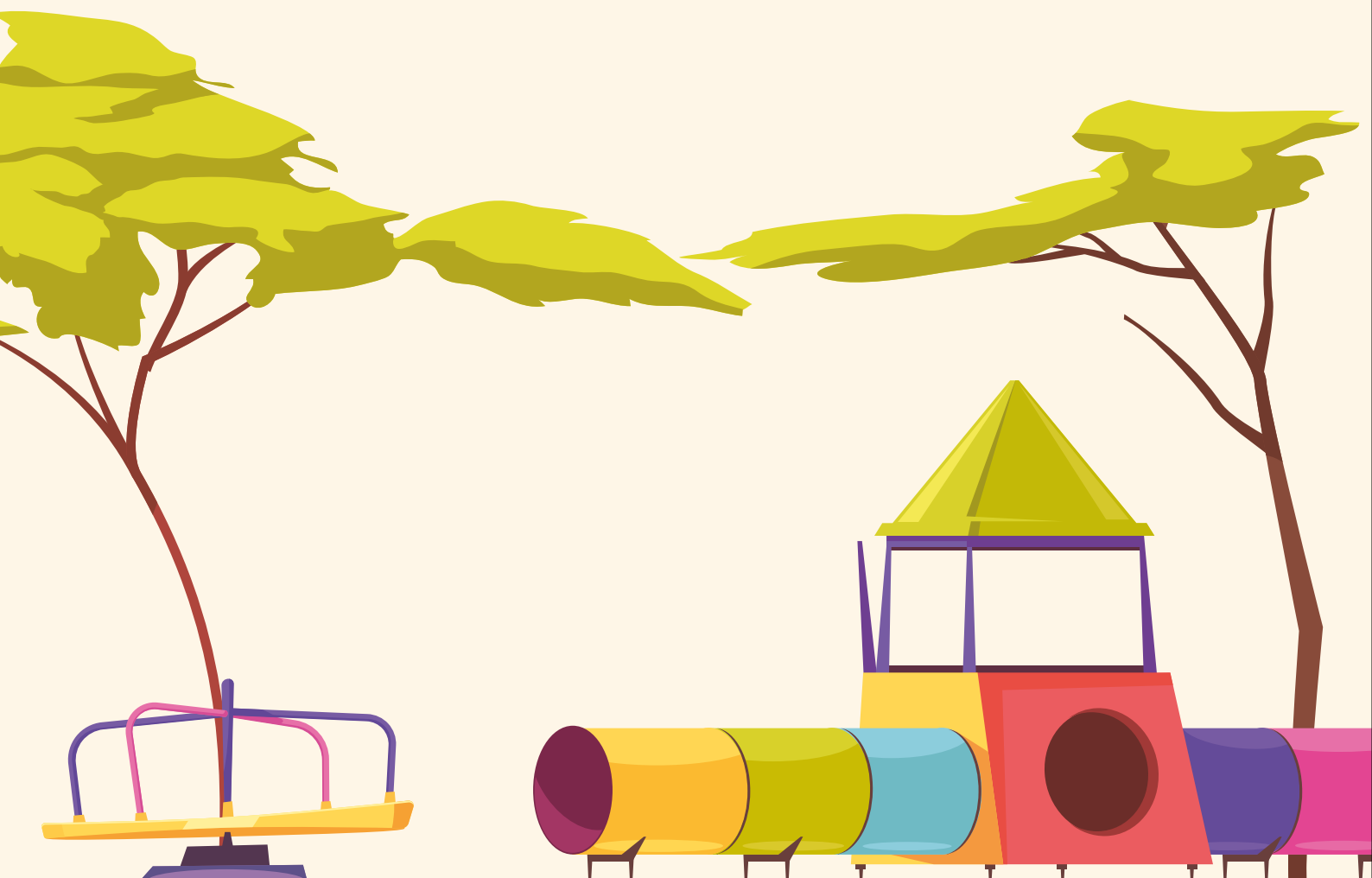
the market, which in turn resulted in lower margins in the current year, reported gross margin has been lower due to mix of projects.

Going forward we don't expect big increase in construction costs and land prices have significantly corrected from the peak by 30-50%. We are now underwriting our new projects on the increased cost of construction which is giving us reasonable confidence of better gross margins when the sales revive.

Q Given the challenges faced by the Indian economy in general and real estate industry, what is your outlook for the coming financial year?

World is facing one of the most challenging crisis in recent history, and facing both a medical emergency and a economic slowdown of huge proportions. Till a successful cure or vaccine is found, the world will face an uncertain future and will keep consumers cautious and guarded. The coming year is going to be

tough for the real estate industry from a demand perspective. With the challenges faced by migrant labour and their big movement to their home states, restarting the construction activities will also be a challenge. Given the uncertainty in the economy, homes buyers might defer their decisions to buy home. However, at Ashiana, we are beginning to see some green shoots as enquiries and site visits are back at Pre COVID levels and we expect a gradual recovery and restoration of normalcy in the 2nd half of the current Financial Year.



OUR PEOPLE



Human Resource

The goal of the Human Resources Department is to help the organization achieve its strategic mission, while ensuring employees are engaged and motivated to help the Ashiana succeed. HR's success will be measured by our ability to align and integrate processes with the business.

Investment in skills and accelerating employees' professional and personal development are essential components of the organization's people agenda. We help enable employees to thrive and meet their full potential which helps to develop and nurture future leaders who champion the organization's values and inspire the best in them. This truly brings a smile of satisfaction in each staff member – the thread that underpins all activities undertaken at Ashiana.

To assess levels of commitment and enablement as well as engagement with the values and beliefs. This year **89%** employees participated in the

Annual Survey which has been the highest ever during the last four years. The survey provided a detailed understanding of how employees experience Ashiana and their immediate working environment, as well as how they engage with their managers and peers. The results are intended to help senior management foster an environment in which employees can thrive and deliver sustainable performance for the organization. Employee Net Promotor Score (eNPS) survey echoes the sentiment of a 'Family like Environment' which has been the primary reason for employees staying with us for the past 5 consecutive years.



OUR PEOPLE



Employee Strength

At the close of FY 19-20, we stand at strong with a head count of 840 staff members (including Ashiana Maintenance Services LLP) spread across 10 locations, PAN India. Key highlights about our employee base owing to our cohesivework environment are:

28% of our employee base has been with us for more than 5 years

22% of our employees have been with us for over a decade.

Ashiana has a healthy mix of young & experienced staff members which helps us to build and maintain a stable workforce. **71%** of the workforce is below 40 years of age, of which **34%** is below 30 years and **28%** being over the age of 40.





Internship Program

In FY 19-20, we had **8** student interns recruited from renowned colleges like **IIM Rohtak, IIM Kashipur, IIFT Delhi, LBISM, Shri Ram College of Commerce & Lady Shri Ram College - Delhi** work with us on varied projects. Each one of them worked in domain relevant to their area of study. The students worked on projects in our Maintenance, Finance, Strategy and HR departments. The internship program is now institutionalized for executing continuous improvement projects as well promote our brand visibility amongst the Best B-Schools of the country.



Capability Development

Ashiana places increasing importance on managing and developing employee performance holistically and regularly giving feedback and taking appropriate actions. To enable employees to maximize their potential and get the most out of their career, the organization promotes continuous professional and personal development of its staff. In accordance with the strategic priorities of Ashiana, there has been a greater focus on Coaching

People for Development, with the NPS score for our flagship training program of First Time Managers consistently being 90% and above in all 4 batches conducted in FY 19-20.

Our training partners continue to be like Dale Carnegie, Indian School of Business (ISB), Development Dimensions International (DDI), Isha Foundation & VitalSmarts to name a few.

The focus on creating the Best Direct sales team in India within the Real Estate industry, continued to see concentrated efforts. The 100 days orientation cum training program for all new hires is now a full-fledged process as it enters the second-year post inception in 2018. It is now the new normal with a passing benchmark of 80%. This year the program helped 27 out of 33 new hires to get their first sale within 100 days from their date of joining. This evidently

OUR PEOPLE

augments work performance at an earlier time frame. Some other notable highlights of annual Capability Development calendar for FY19-20 are:

Total **9,478** hours of training were organized in the entire year,

- out of which **3,110** hours were external training,
- **5,729** hours of internal training
- **639** were the coaching hours which managers spent on their team members to coach them on the skills which were required for their individual development.

The modern workforce is looking towards the employer for guidance on how to develop their skills and plot their career path. This will meet both, the needs of the employees and future needs of the organization. This year, 49 Individual Development Plans were curated to help build capability for employees in key seats and Internal Job Promotions cases.

Aside to this, we also launched online self-paced learning courses for sales team via our in-house Learning Management System (LMS). These following courses will serve as a refresher for individuals who have re-training needs. At the end of the course, there is a quiz to ascertain the learning level(s) achieved by the individual. Topics currently covered are as follows:

- Construction FAQs
- Facility FAQs
- Architecture FAQs
- Home Loan Process
- Probing Skills

Additionally, training nudges were curated on the following topics for our facility team members which serve as a quick reckoner for frequently handled situations which will in turn help them to serve our residents better:

- How to read maintenance bills
- Listening Skills
- Body Language
- Home Visit Guidelines
- Meet & Greet Guidelines
- Complaint Handling Process





Technical Training

This year technical training, which was done at site for Engineers, Supervisors covered **131** employees. They were trained on Method statement and various other technical skills which ensures that everyone adheres to the process of construction and we maintain the same quality standards across sites. Total training hours completed were **3,863**.

Other than this, labour from Ashiana & other labours from industries were trained on various construction trades. Total **709** labours were trained. Each labour was trained average **90** hours which includes classroom and practical sessions at site.



Talent Acquisition

Ashiana has a balanced approach to talent acquisition. It relies both on leveraging the skills and experience already available within the organization, while bringing in the necessary capabilities that will help position the organization for long-term sustainable performance. The current focus is on communicating and informing employees, creating greater visibility of opportunities, enabling managers and setting a suitable framework. Internal Job Postings (IJP) allows employees to develop

and expand their skills and pursue careers. This year, **05** people were internally promoted to take on mid management roles.

Last year we hired a total of **172** staff members. We have had **33** new hires in Sales and **15** Graduate Trainee Engineers

(GTE) in Engineering. Another important and notable facet of our hiring model is that of referrals. We closed **95** positions which implies **55%** of our hiring was done via employee referrals that clearly reflects building a family like environment.



OUR PEOPLE



Employee Benefits

The company provides its staff with a wide range of benefits to support their personal and professional development. Overall, the organization offers benefit programs across the nation focused on physical and financial well being as well as a healthy work-life balance. This is a key factor in attracting and retaining employees. Key highlights for the FY 19-20 are as follows:

- Group Medical Insurance at present covers **460** employees & **1,103** dependents.
- **40** employees and dependent claimed from group medical insurance amounting ₹ **13.30** Lakhs.
- **04** employees availed Loyalty Grant amounting to ₹ **10.71** Lakhs.
- **234** employee's children received scholarships under Manju Gupta Memorial Scholarship programme ₹ **44.42** Lakhs.
- ₹ **11.82** Lakhs from the Government under Pradhan Mantri Rojgar Protsahan Yojna (PMRPY)
- **25** workers received ₹ **4.21** Lakhs against varied benefits ranging from scholarships, maternity benefit, accidental and medical treatment through Building and Other Construction Workers (BOCW).





Reward & Recognition

The prime aim of employee rewards is to help attaining organizational, strategic, and short-term objectives. Attainment of these objectives helps to ensure the availability and retention of competent, committed, and self-motivated people. We continued to nominate and select employees who exemplify our core values and have made significant contributions to the purpose of the organization. These core value badge pins were handed out during the townhalls held on a quarterly basis. Weekly celebrations were done on sales

target achievements throughout the year across all offices PAN India. The Sales team members who achieved their targets were felicitated during the monthly meetings held during the year. This year the sales team achieved their realistic target of **1,505** bookings against the target of **1,600**.



Celebrations

Family Fiesta, our largest annual flagship event was held on **18th January, 2020**, where **789** employees came together with their families and have a full day packed with fun & frolic.

This year **47** of our employees along with their family members participated in the family tours that were facilitated at **Lansdowne, Mahabalipuram, Auli, Manali & Goa**.



ASHIANA KID CENTRIC HOMES

Behtar Parvarish ka Pata

Home is the First
School for Your
Child, And a Kid-
Centric Home is the
Only Way You Can
Make It Better!

“The children of Ashiana Town are very different from children living elsewhere, because the environment here is very enriching. At any given time, there is so much happening here that we fear missing out on something or the other when we step out to go somewhere.”

Tapasvini & Pragyananda Panda

Kid Centric Homes now being in third year of inception has created delight for parents in all projects.

Ashiana has conceptualized the idea of Kid Centric Homes three years back as homes which provide the best mahaul for learning and development of children. The idea that infrastructure, amenities, and maintenance of the project create an environment that fosters constructive engagement of children (0-18 years old). This could be in sports, arts, nature, science, making things, reading, and any other activities which enable physical, emotional, and cognitive development of children outside of school hours.

In first two years, we focussed on delivering meaningful engagement of kids at sites ensuring whatever we do adds value to wholesome development of the kids. This year focus was on being stark while at the same time maintaining meaningfulness or significance.

Unique Design

The infrastructure and amenities we have constructively engage children. We have sporting activities which are well utilized, a learning hub with spaces for extra-curricular activities and a community library with 2,000 books. However, at the same time, when a prospective customer comes for a site visit, he does not feel the project to be very different from other housing projects.

We have spaces for carrying out various activities, but there is a room for design to foster an environment which encourages

more participation and learning. There is a room for design to create distinct experiences which differentiate the project from a regular housing.

Therefore, we have gone ahead and chosen specialized architects and consultants to help us create a design from scratch which arise curiosity, inquisitiveness, and exploration amongst kids. Spaces that are welcoming, creating interest in kids to use it wholly. Spaces that create free

environment for children so that they feel independent. Design for all ages from 0 to 18 years including toddlers and teenagers etc and at the same time making sure the project is also inviting to adults and not alienating them.

We will be implementing the new design in one of our upcoming projects when finalized.

Services

Year 19-20 started with great enthusiasm with focus on the following four things:

1. Add visibility through Stark differentiation
2. Teenager's Engagement
3. Society Exchange Programmes
4. Activities for the Kids by the Kids

We had a total of **220** activities and a participation number of **13,646** across all kid centric projects

KCH Activities Summary 2019-20

S. No	Events	Nos	Participation
1	Town	80	7,203
2	Umang	101	5,568
3	Anmol	39	875



ASHIANA KID CENTRIC HOMES

“Being a lawyer, I realised that Ashiana is very transparent. Even before I had paid my 1st instalment, sales team had forwarded me whole lot of papers/drawings, including a copy of the Title paper. I can bet this is not possible anywhere in India. I am so impressed with Ashiana.”

Mr. Sudeep Seth

1. Where were we Starkly Different?

Most of our events were innovative and filled with excitement, the most popular ones were Ice-Cream Hunt, Kids Day Out at a Farm, Adventure Sport, Kids Fest, Green-A-Thon, Launch of Space Club, Visit to Post Office, T-Shirt painting with a message of Cyber Security, Feed the Camel, Paridhi- Measure the Circumference of Earth, Space – The Mystery, Learning Lift & Fire Safety, Halloween Party and many more. The events added a lot of fun element, exploration, responsibility, competition, ownership, confidence & creativity.

Kids and Parents from Ashiana Town & Ashiana Umang went for an amazing excursion to Astroport- Sariska where they had exposure to astronomy, trekking & Jungle Safari.

2. How we engaged the Teenagers?

Teenagers usually participate only when the event or activity interests them. The major participation of teenagers was received in task based activities like treasure hunt, competitions like Green-A-Thon, Scout Camp learning life skills, Maker's Club- Making of ATM Machine, Book Club- Making of Magazine and being young editors, Design Competition – Designing your dream space in the project, Paper Conservation Audit- Teenagers visited and did surprise audit with employees, A total of 60 teenagers across all locations participated actively in all activities.

3. What we did towards Society Exchange?

- Kids from Ashiana Umang ran rally towards nature conservation & did plantation at Mangalam - a project in vicinity driving value of conservation, effectiveness of Eco-Club & adding visibility with interaction from kids and residents from the other project.
- Kids from Ashiana Town went to an underdeveloped park at UIT Sector - Bhiwadi, where they gathered people from colony, gave message of conservation, ran cleanliness drive, asked kids from colony not to destroy trees and plants, did plantation in association with Save Aravali.

4. What was done for the kids by the kids?

- Maker's Club – Ashchamp Divyam from Ashiana Umang hosted a live session for kids of Ashiana Town on making of a RADAR.
- Hosting our events, learning facility management as Life Skill, Chess Carnival, Team Building Fun, Robotics & Animation workshop,
- Kids at Ashiana Umang also hosted Kids fest towards vibrancy of the community where more than 200 residents participated and attended the event with lot of appreciation.
- Kids at Ashiana Anmol conducted Spell Bee Competition for kids and residents.

5. What we did towards driving values?

Value-based learning plays a key role in development of socially responsible citizens. Kids across all locations did their part by active participation in Eco-Club, plantation drive, Cleanliness Drive, celebration of Earth Day, World Environment Day, World Water Day – Feed the Camel etc.

- Kids at Ashiana Anmol participated in mythological epic storytelling.
- Flash Mob on the topic of Gender Sensitivity in nearby malls.
- Secret Santa Campaign at Christmas was led by kids where they donated essential items for the underprivileged and needy learning sharing & caring across all locations

The year was full of learning, enthusiasm, love, care & vibrancy.

The new year started with a few challenges due to the spread of Covid-19 pandemic but hope & positivity is what sets you through everything.

Year 2020-21

The focus in FY21 will be alignment of Kid Centric activities to deliver our promise of Behtar Parvarish by strengthening the 5th pillar i.e. Driving Values through our Quarterly themes.

The prime objective for this year will be to increase the unique engagement of kids and residents with improvement in engagement pattern and value-based learning.

ASHIANA KID CENTRIC HOMES

The process has been designed towards the inclusion of staff, parents, and kids effectively in every campaign towards value-based learning. Monitoring of the process through Value Behaviour Action Chart & unique engagement will be the priority for the year through.

The year is a start with the off set of on ground activities as a precautionary measure towards the pandemic Covid-19. The module for online activities were started well in time from 23rd March, 2020.

Till the time the lockdown persists, we will continue to follow our online modules, daily challenges towards engagement & also figure out how we can incorporate values through our online activities.

Hoping for the situations to be normal soon and best to come forward for achieving our objective, keeping our purpose in mind.

**Just a positive thought
for all who think the
lockdown is being a
boredom for kids.**

**Let them learn to be
more creative & utilise
this time learning &
doing whatever they
Love.**





“

“I am very happy with the services offered at Ashiana. Everything is so perfect and well maintained. Most importantly the return on investment has been very encouraging. Eight of my friends and relatives have booked here, and they all are very happy.”

Mr. Jeevan Ram

”

CORPORATE SOCIAL RESPONSIBILITY

All CSR Activities of the Company are initiated under the “Ashiana Foundation” a Trust founded with effect from April 2018.



Education:

Phoolwari School:

Ashiana set up its own schools “Phoolwari” for the children of laborers working on their construction sites to impart basic education to them. It gives the downtrodden strength and feeling of belonging to Ashiana family to move in to the main stream of the society.

For the FY 19-20, Total 11 Phoolwari Schools located at Jaipur, Jodhpur, Bhiwadi, Sohna, Chennai & Lavasa consisting of an average of 200 Children were given basic education.

From morning prayers to all day activities Children of Phoolwari are motivated to participate in all the events around the year. Teachers and Sahayaks make sure to create a loving and caring environment which can give homely feeling and at the same time they are also made as responsible students.

Celebrations at Phoolwari:

Considering children coming from varied cultures, almost all the festivals are given importance and celebrated by our children with great joy and enthusiasm. To add to their knowledge, days having global importance like Mothers Day, Fathers Day, Environment day, Literacy Day are made part

of celebrations. Republic Day and Independence day are the events celebrated with joy and pride and by each passing year it adds more patriotic feelings within children.

- **Stay Active:** Routine exercise, yoga and dance activity are among the fitness mantras of living a healthy life and is followed by Phoolwari children. Apart from these activities children are also motivated to play games which emphasize on learning qualities like team building, team efforts, winning a common goal etc.
- **Outdoor Visits:** Every exposure has learning lesson and hence ample opportunities are created for children to learn

from outdoor visits which are organized throughout the year.

- **Fun Activities:** Adding a lot more fun and skills, children were introduced to new arts and craft activities, theme based classroom decoration. Annual Day & Sports day were also organized for children where children participated and came up with unique talents.
- Health hygiene sessions were given importance and is kept as part of the curriculum
- Children were provided with summer and Winter uniforms
- Health is important and hence keeping it as a priority,



we provide 1 time snacks/ meal to Phoolwari children to facilitate proper nourishment. Many of our activities include engaging children in making healthy snacks for themselves. Children love to eat the veggie snacks from the leafy vegetables grown by them. Thus introducing variety of food items.

With healthy snacks wherever possible we also provide wholesome freshly cooked afternoon meal to our Phoolwari Children. At Jaipur project sites, we are able to deliver the meal to children through Akshay Patra Foundation at a nominal cost - Akshaya Patra is a non-profit organization in India that runs school lunch programme across India.

Accomplishments & Recognition

- Phoolwari children are the one who generally come from the villages and because of the various factors they are not able to go to Govt. Schools or any regular Schools. These children are provided with basic education in Phoolwari and are made eligible to be sent to Govt. Schools to acquire further education. This year we were able to send 54 Phoolwari children to Govt. Schools located at Bhiwadi, Jaipur & Sohna.
- Ashiana Housing Limited has been honored with "Bhamashah Award" from the Govt. of Rajasthan for the 7th consecutive year, for Ashiana's contribution to basic education in the state of Rajasthan.

Govt. School undertaken for Infrastructural Development, Up keeping & Maintenance

To improve infrastructure and other facilities at Govt. Schools, Ashiana has undertaken various Govt. Schools for up gradation & development of facilities in the areas of its operation. Some of the Schools are already developed and upgraded by Ashiana are now undertaken for upkeep and maintenance as per following details:

S. No	School Name	Approx Strength
1	Govt. School at Ghatal Village, Bhiwadi	597
2	Govt. School at Thada Village, Bhiwadi	163
3	Govt. School at Kho Nangorian Village, Jaipur	400
4	Govt. School at Panchayawala Village, Jaipur	531

Govt. School undertaken for up gradation & infrastructural development for the FY 19-20:

S. No	School Name	Approx Strength
1	Govt. School at Krishanpura Village, Jaipur	150

Computer Based Learning

In partnership with Literacy India, Ashiana has set up Computer Labs in different Govt Schools of Bhiwadi. Computer based learning is implemented through Literacy India's ground breaking early grade learning tool Gyantantra Digital Dost (GDD), is an innovative PC based, interactive learning tool which is addressing the learning gap (primarily reading proficiency gap) widely prevalent in the early grade schools across India. The goal of the project has

been to build a scalable learning solution using technology which will complement classroom based learning for the Children. We are providing financial support to run this Programme smoothly in 2 Govt. Schools - Govt. Upper Primary School, Ghatal Village, Bhiwadi & Govt. Upper Primary School, Thada Village, Bhiwadi. Proper Computer labs have been established and Children are provided with accessories and library kits to make learning easy.

CORPORATE SOCIAL RESPONSIBILITY



Employment Enhancing Skill Development Programme:

- Ashiana has set up the Ashiana Training Institute to give Skill training to unskilled and semi-skilled workers in construction sector. Ashiana's own dedicated professionals teach at the institute. They attend Programmes through CREDAI and are certified by CSDCI "Construction Skill Development Council of India" under TOT Programme (training of teachers). A govt. approved syllabus is followed for all the courses.
- Successfully running Outreach Skill Development programme with other developers includes:

Running CREDAI Centers through our Outreach Skill Development Programme

ATS Le-Grandiose	Noida
OXIRICH Developers	Bhiwadi
Krish Group	Bhiwadi
Akshat	Jaipur
Silver Glades	Sohna

This year we have organized Skill Development programme at Bhiwadi, Jaipur, Sohna, Jamshedpur & Chennai

No. of Men Certified	486
No. of Women Certified	86
Total No. Workers certified for the FY 19-20	572

Women workers at site have been especially encouraged to join skill Development Programmes and many are now earning higher wages. Working confidently as masons and tile grouters at our sites and some have been even working as our contractors.



Environment Sustainability:

On the environmental front too, Ashiana believes strongly that the company must contribute to compensate nature. From its very inception, Ashiana has followed ecologically sound practices like extensive planting of trees, greening of areas where it operates and optimum use of natural resources.

In our efforts to maintain environment sustainability, for the FY 19-20 we were able to maintain and upkeep the plantation done by us in different locations at: Bhiwadi, Jaipur, Jodhpur, Halol & Chennai hence creating a healthier atmosphere for all the residents of the city and not just for Ashiana residents. For this FY approximately 800 saplings were planted and maintaining approx of 8000 plants.



Area Development:

We believe in contributing in various ways to improve the lives of the people living in areas where we operate. Our ongoing projects which are being undertaken for Maintenance and upkeep for the FY 19-20 are:

- Two JDA Triangles at Jagatpura and Taaron ki koot, Tonk Road, Jaipur were undertaken for beautification
- With the thought to beautify and make the Bhiwadi City greener, Central Verge of road from Bhiwadi Mod to Mansa Chowk was undertaken for development and plantation work.
- Green belt maintenance Mahindra Special Economic Zone (SEZ) Road Maintenance was also undertaken in Jaipur.



Management Discussion & Analysis

Indian Economy

India's GDP growth in FY 19-20 has slowed down to a 11 year low of 4.2%. This is the lowest GDP growth since the Great Financial Crises of 2008. Driving this decline in GDP growth is a fall in private consumption, slowdown in CAPEX, overall contraction in global trade volumes and imposition of COVID-19 driven lockdown in March. Stress in the financial sector and weak rural demand have added to this slowdown.

Though the government attempted a host of reforms like reduction in corporate income tax rates, ease of doing business, agri reforms and farmers income support, the short term growth has shown a declining trend, as both consumer and business sentiments declined during the year. Government has infused ₹ 70,000 Cr in Public Sector Banks to improve liquidity and drive lending activities but the liquidity crunch continued throughout the year.

The nationwide lockdown and the consequent suspension of economic activity, due to the COVID-19 pandemic will severely impact economic growth during the first quarter of FY 20-21. The COVID-19 pandemic shows no signs of abating, with India emerging as the new pandemic hotspot.

As on date, the government has started opening up the lockdown gradually, but economic activity being curtailed during the lockdown will need time to recover from the demand and supply shock given by COVID-19 situation.

Most of the sectors except Agriculture, Pharma, Information Technology and Telecom along with allied activities have been severely impacted and have had zero to very little activity during the lockdown. A prolonged impact of the COVID disease could impact global demand, with supply chains getting impacted and creating uncertainties for both consumers and businesses. There is also the danger of large scale unemployment if economic activity continues to remain subpar. The government revenues have been hit in a big way and that will have a big implications on the government capital spending. The outcome of stimulus given by the government will be a critical thing to monitor. Reduction of Repo rate by RBI, 4% in May 2020 and lowering of home loan rates, coupled with a lowering inflation should augur well for home buyers and developers.

Most of the Rating Agencies are forecasting a negative GDP growth for the current year. The scale of the decline will be function of how

soon the lockdown is lifted completed and the economic activity returns to normal. But in the latest World Economic Outlook report, the IMF projects a rebound in the growth of the Indian economy in FY 20-21, at a rate of 6% and FY 19-20 growth at 4.2%, down from 4.8% as estimated in January 2020. India has been placed among the fastest-growing emerging economies of the world.

Industry

A critical sector like Real Estate (with construction being the 2nd largest employment generator, next to agriculture only), has witnessed several structural reforms over the last few years. The government has also supported the demands of the industry and announced several relief measures.

The COVID-19 pandemic has thrown up big challenges for India's real estate industry. The real estate sector, which has been facing a slowdown over the last five years, trying to come to terms with plethora of reforms and changes like RERA, GST, NBFC crisis was already struggling due to liquidity crisis, regulatory hurdles and weak consumer sentiment. Off late, real estate sector has been hit adversely by liquidity crisis post IL&FS default in 2018, and subsequent risk aversion of lenders.

The COVID-19 outbreak and the subsequent lockdown has led to a slump in sales, halt in construction at ongoing projects and considerable postponement of new project launches.

With threat of job losses keeping the consumer sentiment down, people are deferring their big-ticket purchases like homes. Given the current negative sentiment, it will take some time for the demand to revive in the residential real estate. The lockdown and the ensuing Work-From-Home (WFH) concept has the potential to negatively impact commercial real estate demand in the coming years. The social distancing concept will also reduce the demand for shared co-working spaces.

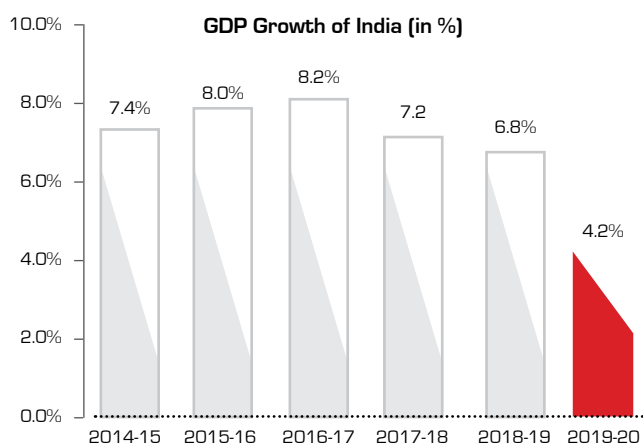
In face of such challenges, one emerging positive is the falling interest rates. The RBI has reduced Repo Rates from 6% in March, 2019 to 4% at present and that has been a cascading effect on the home loan interest rates. Effectively the reduced EMIs have made home mortgages more affordable.

To support the industry the government has initiated some measures like

1. Suo-moto enhancement of project completion dates by 6 months under RERA.
2. Setting up an Alternative Investment Fund [AIF] to lend money to stalled real estate projects.
3. Interest subvention schemes for middle income and affordable housing projects.

With the inventory overhang gradually reducing, over time the demand revival is expected with change in consumer sentiment.

Overall, the real estate sector may be headed for a major consolidation, coupled with big changes in business practices, product designing and consumer behaviour. The lockdown has impacted further the over-leveraged developers who were under stress anyway for quite some time now. Smaller players, without a good track record and brand will find the selling in this market extremely tough. By some estimates over 50 percent of realty firms may look for an exit route over time. As the leveraged players liquidate assets and square-off debt and avoid defaults, existing players with stronger balance sheets will look for acquisition opportunities at lucrative prices.



An overview of operations

Particulars		INR Crores	Lakhs Sq. ft.	Lakhs Sq. ft.	Lakhs Sq. ft.
		Value of Area Booked	Area Booked	Equivalent Area Constructed	Area Delivered & Recognized for Revenue
FY20	AHL	592.74	17.32	6.65	6.98
	Partnership	78.89	2.50	3.20	1.78
	Total	671.63	19.82	9.85	8.76
FY20 Quarter 4	AHL	140.43	3.98	2.19	2.69
	Partnership	5.53	0.16	1.08	1.36
	Total	145.96	4.14	3.27	4.06
FY20 Quarter 3	AHL	306.79	9.16	1.40	1.45
	Partnership	20.83	0.62	0.99	0.05
	Total	327.63	9.78	2.39	1.50
FY20 Quarter 2	AHL	59.93	1.71	1.55	1.51
	Partnership	20.64	0.65	0.49	0.14
	Total	80.58	2.37	2.04	1.65
FY20 Quarter 1	AHL	85.59	2.47	1.50	1.33
	Partnership	31.88	1.06	0.64	0.22
	Total	117.47	3.54	2.14	1.55
FY19	AHL	231.21	7.19	5.31	9.44
	Partnership	101.41	3.60	2.37	2.34
	Total	332.62	10.79	7.68	11.78

During the year sales improved to 19.82 Lakhs sq. ft. vs 10.79 Lakhs sq. ft. in FY19, an improvement of 84%. Improvement was seen largely due to successful launch of green field projects namely Ashiana Daksh and Ashiana Amantaran in Jaipur and Ashiana Sehar and Ashiana Aditya in Jamshedpur having total saleable area of 5.91 Lakhs sq. ft., 4.27 Lakhs sq. ft., 3.44 Lakhs sq. ft. and 3.55 Lakhs sq. ft. respectively out of which area booked is 4.85 Lakhs sq. ft., 2.16 Lakhs sq. ft., 1.23 Lakhs sq. ft. and 3.55 Lakhs sq. ft. for the respective projects. The average realisation price was ₹3,388 in FY20 vs ₹3,082 in FY19, realisation have risen due to change in mix of projects as launches in FY20 were priced better than existing projects.

The Equivalent Area Constructed (EAC) in FY20 was at 9.85 Lakhs Sq. ft. (AHL: 6.65 Lakhs Sq. ft. and Partnerships: 3.20 Lakhs Sq. ft.). The area constructed was excluding the area built for EWS/LIG units, which is a statutory requirement and not a business activity of the company.

Completed Projects

During FY20, the company delivered and recognised revenue of Ashiana Anmol (Ph-I) in Gurgaon, Gulmohar Gardens (Ph-VIII) and Ashiana Umang (Ph-IV) in Jaipur, Ashiana Nirmay (Ph-II) in Bhiwadi, Ashiana Navrang (Ph-III) in Halol. Area delivered for revenue recognition was 6.98 Lakhs sq. ft. in AHL and 1.78 Lakhs sq. ft. in Partnerships.

Land acquisitions and Expansion Plans

We continued scouting for new land deals in line with our growth aspirations. We have identified Jaipur, Bhiwadi, Gurgaon, Pune and Chennai as our key focus markets.

Project Launches for sale

FY 19-20 was a launch heavy year witnessing a launch of many greenfield projects and new phases of existing projects. The list of all the projects launched by us is given as under:

S.No.	Project	Project Location	Project Type	Phase	Saleable Area (Lakhs sq. ft.)	Area Booked (Lakhs sq. ft.)
1.	Ashiana Sehar	Jamshedpur, Jharkhand	Comfort Homes Project	Phase - I	3.44	1.23
2.	Ashiana Aditya	Jamshedpur, Jharkhand	Comfort Homes Project	Phase - I	3.55	3.55
3.	Ashiana Daksh	Jaipur, Rajasthan	Comfort Homes Project	Phase - I & Phase - II including Plaza	5.61	4.85
4.	Ashiana Amantaran	Jaipur, Rajasthan	Comfort Homes Project	Phase - I & Phase - II	4.27	2.16
5.	Ashiana Dwarka	Jodhpur, Rajasthan	Comfort Homes Project	Phase - III	0.86	0.35
6.	Ashiana Tarang	Bhiwadi, Rajasthan	Comfort Homes Project	Phase - II	0.66	0.17
7.	Ashiana Nirmay	Bhiwadi, Rajasthan	Senior Living	Phase - III	2.35	0.55
8.	Gulmohar Gardens	Jaipur, Rajasthan	Comfort Homes Project	Phase - IV & Villas	1.89	1.29
9.	Vrinda Gardens	Jaipur, Rajasthan	Comfort Homes Project	Phase - IV	1.61	0.20

Note: Projects stated from Serial No. 1 to 4 in the table above are Greenfield Projects launched during FY 19-20.

Project Pipeline

Ongoing Projects Overview

Ongoing projects are the projects in respect of which (i) all title, development rights or other interest in the land is held either directly by our Company and/or our Subsidiaries and/or other entities in which our Company and/or our Subsidiaries have a stake; (ii) wherever required, all land for the project has been converted for intended land use; and (iii) construction development activity has commenced.

As on 31st March, 2020, we had 31.17 Lakhs sq. ft (out of this 19.35 Lakhs sq. ft was booked) under ongoing projects:

The details of ongoing projects are tabulated hereunder:

Location	Project	Phase	Share in Project	Saleable Area (Lakhs sq. ft.)	Area Booked (Lakhs sq. ft.)	Expected Completion Date
Bhiwadi	Ashiana Nirmay	3	100%	2.35	0.55	Q3FY23
Bhiwadi	Ashiana Tarang	2	100%	0.66	0.17	Q1FY23
Chennai	Ashiana Shubham	2	73.75% of Revenue Share	1.47	1.28	Q4FY21
Chennai	Ashiana Shubham	3	73.75% of Revenue Share	1.78	1.13	Q3FY23
Jaipur	Gulmohar Gardens	4	50% of Profit Share	0.64	0.47	Q1FY23
Jaipur	Gulmohar Gardens	Extention	50% of Profit Share	1.25	0.82	Q3FY23
Jaipur	Vrinda Gardens	3B	50% of Profit Share	3.06	2.61	Q1FY22
Jaipur	Vrinda Gardens	4	50% of Profit Share	1.61	0.20	Q3FY23
Jaipur	Ashiana Daksh	1 & Plaza	100%	3.26	2.62	Q2FY24
Jaipur	Ashiana Daksh	2	100%	2.35	2.23	Q3FY24
Jaipur	Ashiana Amantran	1	75% of Revenue Share	3.24	1.49	Q3FY24
Jaipur	Ashiana Amantran	2	75% of Revenue Share	1.03	0.67	Q1FY25
Jodhpur	Ashiana Dwarka*	3	100%	0.86	0.35	Q1FY23
Jamshedpur	Ashiana Sehar	1	76.75% of Revenue Share	3.44	1.23	Q2FY24
Jamshedpur	Ashiana Aditya	1	74% of Revenue Share	3.55	3.55	Q3FY23
Pune	Ashiana Utsav - Lavasa* *	4	100%	0.63	0.00	Q3FY20
Total				31.17	19.35	

*The saleable area was revised as per renegotiation with the Joint Development Agreement (JDA) Partner.

* *Phase-4 Ashiana Utsav, Lavasa Construction is complete and OC has been applied for. The Phase is yet to be launched for sales

Future projects

These are projects wherein construction is yet to commence due to approvals under process or projects (or phases as a part of project) are yet to be launched. 60.76 Lakhs sq. ft. was the pipeline under future projects as on 31st March, 2020.

A summary of future projects is tabulated below:

Location	Project	Phase	Economic Interest	Saleable Area (Lakhs Sq. ft.)
Bhiwadi	Ashiana Tarang	3 & 4	100%	8.66
Bhiwadi	Ashiana Gamma	1	100%	18.45
Bhiwadi	Ashiana Nirmay	4 & 5	100%	2.41
Jaipur	Vrinda Gardens	5	50% of Profit Share	3.20
Jaipur	Ashiana Daksh	3	100%	1.17
Jaipur	Ashiana Amantran	3	75% of Revenue Share	3.52
Gurgaon	Ashiana Anmol	2 & 3	65% of Revenue Share	7.33
Chennai	Ashiana Shubham	4 & 5	73.75% of Revenue Share	4.79
Jamshedpur	Ashiana Aditya	2	74% of Revenue Share	2.75
Jodhpur	Ashiana Dwarka*	4 & 5	100%	3.28
Neemrana	Ashiana Angan	2	100%	4.37
Lavasa	Ashiana Utsav	5	100%	0.84
Total				60.76

* The terms have been renegotiated with the JDA Partner and our share in Phase 4 & 5 now stands at 100%.

A total area of 72.58 Lakhs sq. ft (net of booking) under ongoing/future projects across various locations highlighting a healthy pipeline for future development.

Land Bank:

A summary of the land available for development is as under:

Location	Land	Estimated Land	Estimated Saleable Area
Bhiwadi	Milakpur Land	40.63	31.00
Jaipur	Umang Extension	7.20	6.50
Pune	Marunji	19.27	15.50
Kolkata	Ashiana Maitri/Nitya	19.72	14.88
Total		86.82	67.88

Note: Milkapaur Land is under acquisition and company's writ petition is pending before the Hon'ble High Court of Rajasthan against acquisition.

RERA Compliance

Real Estate (Regulation & Development) Act 2016 (RERA) along with its rules was fully implemented in May, 2017. During the Financial Year 2019-20, we have registered 12 of our projects under RERA in the states we are operating in. A detailed status of the projects registered is given as under:

Status of RERA Registration		
Location	RERA Registration Applied & Received for projects	Total Saleable Area (Lakhs Sq. ft.)
Bhiwadi	2	3.01
Jaipur	8	16.58
Jamshedpur	2	6.99
Total	12	26.58

Note: The RERA registration for EWS/LIG units and shops were also applied in this period but the same are not included in the table above.

Facility Management

The Year gone by was a year of varied learning and deep understanding of areas we need to focus to live upto the motto of "Forever Care". In addition, restructuring of organization also helped in bringing in new leadership hailing from different backgrounds and new thought process in maintenance Operations. We tried setting new benchmarks by rallying behind:

1. Making life of residents convenient, safe and a value for money proposition.
2. Making vibrant communities with enhanced quality of life to provide a safe and secure living environment.
3. Maintain newness of project all year round.
4. To provide return on investment(s) to existing customers through timely rental and resale services.

Financial Year 2019-20 was closed with the total area under maintenance as 2,03,10,465 sq. ft. with a customer base of 14,310 customers.

Our communities came together, and all age groups participated, showcased their talents and celebrated festivals in various events organized during the year. We did total 12,562 events with participation of 4,93,778 residents and their families. These events were of varied types i.e. Cultural, Sports, Educative and competitive.

Our Supermoms continued their contribution towards vibrancy by showcasing and sharing their immense talent and gain recognition. Even during these trying times of lockdown, Supermoms kept everyone spirits uplifted with their creative activities. 1,200 Supermoms across 7 cities have organised more than 800 expert sessions in this season. These include

1. Legal Awareness
2. Online Payment and basic apps
3. Meditation and Mental Immunity
4. Waste management

Supermoms have shown keen enthusiasm in welcoming new resident moms in the society and helped them settle in the new environment. They Also helped our phoolwari kids with teaching and coaching sessions related to general knowledge, art and craft, yoga through Over 400 Phoolwari sessions.

In Kids Centric Homes another feather was added to the cap and "THE LEARNING HUB" of Ashiana Anmol was unveiled to the Kids on 2nd Oct 2019. The learning hub has provided great opportunities to the Kids to explore more on Reading, Dance, Music, Art and lot more. Team has structured and implemented activity plans for the kids keeping in view their holistic development.

Along with the maintenance services property services also contributed immensely in building vibrant communities by helping 1,300 residents to move-in into our projects throughout the year also strengthened investor's confidence by providing safe exit through 180 resales.

One the major initiatives we took during the year was a change our observation handling system. We graduated to a centralized help desk system wherein we started managing all customer observations from PAN India centrally with the aim of registering, assigning, tracking, and closing all observations thus improve our response manifolds. As a result, we achieved a C-SAT of 88% when we took customer feedback on the new system.

Financial Review

Income

Revenue from Operations

Our revenue from operations include: a) Revenue from completed projects (residential/commercial); b) Revenue from other real estate operations include maintenance and hospitality services.

Revenue from Operations decreased by ₹ 3,128 Lakhs or 9.48% from ₹ 32,978 Lakhs in FY19 to ₹ 29,851 Lakhs in FY20. Out of this, revenue from completed projects decreased from ₹ 28,138 Lakhs (FY19) to ₹ 24,915 Lakhs (FY20), a fall of 11.45%. Decrease in revenue was attributable to lower deliveries (8.76 Lakhs sq. ft. in FY20 vs 9.44 Lakhs sq. ft. in FY19)

Revenue from other real estate operations increased from ₹ 4,841 Lakhs in FY19 to ₹ 4,935 Lakhs in FY20, an increase of 1.95%. This represents income from maintenance and hospitality. Increase in maintenance income in line with increase in projects under maintenance.

Income from Partnership

Income from Partnership includes income earned from projects which are executed in a separate Special Purpose Vehicle (only Partnership firms in our case)

There was a decrease of ₹ 242.99 Lakhs or 31.34% from ₹ 775.24 Lakhs in FY19 to 532.24 Lakhs in FY20. Decline in partnership income mainly attributable to lower deliveries. (1.78 Lakhs sq. ft. in FY20 vs 2.34 Lakhs sq. ft. in FY19)

Other Income

Other Income increased by ₹ 33 Lakhs or 2.50% from ₹ 1,309 Lakhs in FY19 to 1,342 Lakhs in FY20. Other income included Interest Income, income from investments, profit from sale of investments, Other charges collected from customers like documentation and cancellation charges, etc.

Expenses

Total expenses increased from ₹ 32,668 Lakhs to ₹ 33,955 Lakhs, an increase of ₹ 1,286 Lakhs (3.94%).

Purchases

Purchases fell by 29.35% from ₹ 5,781 Lakhs to ₹ 4,085 Lakhs. Higher purchases were attributable to buying of Ashiana Daksh's Land amounting to ₹ 37.76 Crores. Purchases also include amount attributable to development rights from JDA partners, payable as revenue share on collection from customers. Purchase also include cost of land booked corresponding to deliveries for which all revenues and costs are booked in line with our revenue recognition policy.

Project Expenses

An increase of ₹ 2,906 Lakhs (25.85% increase), ₹ 14,148 Lakhs in FY20 vs ₹ 11,242 Lakhs in FY19, in line with higher construction

under AHL projects (6.65 Lakh sq. ft. vs 5.31 Lakh sq. ft.). Our construction has been generally in line with our commitment.

Real Estate Support Operations Expenses

Real Estate Support Operations Expenses increased from ₹ 2,711 Lakhs in FY19 to ₹ 3,122 Lakhs in FY20, in line with increase in area handed over for maintenance with the addition of new project deliveries.

Employee benefit expenses

The Employee benefit expenses at ₹ 3,633 Lakhs in FY20 was lower than previous year expense of ₹ 3,707 Lakhs.

Advertising and Business Promotion

Advertising and Business Promotion expenses were higher at ₹ 2,828 Lakhs vs. ₹ 2,559 Lakhs in FY19, an increase of 10.5%. Higher expenses incurred at a corporate level and the marketing cost pertaining to Ashiana Anmol spent at launch of the project were quite high which has been recorded in the books at delivery in this year.

Financial costs

Interest cost decreased by ₹ 161 Lakhs from ₹ 1,517 Lakhs in FY19 to ₹ 1,356 Lakhs in FY20 in line with reduction in debt. We repaid debt of ₹ 4,135 Lakhs during the year reducing the debt to ₹ 10,352 Lakhs from ₹ 14,487 Lakhs.

Depreciation and Amortisation

Depreciation increased from ₹ 815 Lakhs in FY19 to ₹ 915 Lakhs in FY20.

Other expenses

Increase in other expenses was marginal at ₹ 45 Lakhs from ₹ 2,346 in FY19 Lakhs to ₹ 2,391 Lakhs in FY20.

Exceptional and Extraordinary Items

Exceptional item pertains to an impairment charge of ₹ 1,739 Lakhs of Unaccrued Selling Expenses in the books in the current year. Unaccrued Selling Expenses are basically marketing costs related to projects to be charged off when corresponding revenue in those projects is recognised. This expense had become excessively high in a few projects as we spent money without getting adequate sales in last few years. The management has estimated the standard marketing cost relating to all such projects and impaired the excess charge being carried forward in the books.

Gross Profit

At a total delivered area of 6.98 Lakhs sq.ft. [completed projects in Ashiana Housing Limited (AHL)], the GP per sq.ft. was ₹ 853, 23.90% [FY19: ₹ 1,049, 35.19%].

Particulars	Area recognized as Sales (in Lakhs Sq. Ft)	Sales (In ₹ Lakhs)	Cost of Goods Sold (In ₹ Lakhs)	Gross Profit (GP)	Amount (In ₹ Lakhs)
Revenue from Real Estate and Support Operations					
Completed Projects	6.98	24,915	18,961	5,954	
Other Real Estate operations	-	4,935	3,870	1,065	
Gross Profit	6.98	29,851	22,831	7,019	7,019
Add : Partnership firms (Area recognized as sales and Profit Share)	1.78				532
Add : Other Income					1,373
Less : Indirect Expenses					11,124
Less : Exceptional Items					1,739
Profit Before Tax					(3,939)
Less : Tax Expenses					(915)
Profit After Tax					(3,024)
Other comprehensive income					129
Total Comprehensive Income					(2,895)
Less : Minority Interest					(1)
Profit after Minority Interest					(2,895)

Decline in GP per sq. ft. was due to delivery of Ashiana Anmol, our project in Sohna, Gurgaon which has a lower GP margin than rest of our projects. It contributed around 47% of the revenues recognized this year.

Partnership Profit was at ₹ 300 Per sq. ft. [FY19: ₹ 331] for total area of 1.78 Lakhs sq. ft. delivered in partnership firms.

Profit Before Tax (PBT)

Our PBT decreased from positive ₹ 2,395 Lakhs to negative ₹ 3,939 Lakhs due to lower gross margin (resulting from mix of projects in AHL), lower Income from Partnership (due to lower deliveries) and increase in costs like Selling and Project Related Finance costs and due to one-time impairment expenses of ₹ 1,739 Lakhs in this year.

Tax Expense

Our tax expense for the year was lower at negative ₹ 915 Lakhs in FY 20 as compared to positive ₹ 1,017 Lakhs in FY19 largely due to deferred tax creation on loss booked in the year.

Profit After Tax and Total Comprehensive Income (TCI)

As a result of the foregoing, our PAT decreased from positive ₹ 1,378 Lakhs in FY19 Lakhs to negative ₹ 3,024 Lakhs in FY20. And TCI stood at negative ₹ 2,895 Lakhs in FY20 vs positive ₹ 1,910 Lakhs in FY19.

Transfer to General Reserves

₹ 15 Crores were transferred from General Reserves to Profit & Loss Account in FY20. Overall General Reserves stand at ₹ 500 Crores at the end of FY20.

Cash Flow (From Modified Cash Flow Statement)

The Pre-tax operating Cash flow (before new land acquisition) for AHL improved during the year vis a vis previous year, on a consolidated basis, and was positive at ₹ 3,422 Lakhs against positive at ₹ 1,641 Lakhs in FY19. Positive cash flow from operations was due to better collections resulting from improvement in booking.

Collection

Collection for the year improved to ₹ 35,310 Lakhs [AHL: ₹ 26,464 Lakhs and Partnerships: ₹ 8,846 Lakhs] from ₹ 29,236 Lakhs [AHL: ₹ 21,493 Lakhs and Partnerships: ₹ 7,743 Lakhs] for FY19, a rise of 20.77% primarily due to higher booking.

Project Expenses

Project Expenses for AHL projects increased from ₹ 11,242 Lakhs in FY19 to ₹ 14,148 Lakhs in FY20 [increase of 25.85%] due to higher construction. Out of this, construction cost increased from ₹ 8,542 to ₹ 10,349 Lakhs in FY20 due to increase in area constructed in AHL projects from 5.31 Lakhs sq.ft. to 6.65 Lakhs sq.ft., an increase of 25.33%. Our construction has been generally in line with our commitment.

Note: Construction cost means Project expenses excluding project overheads like approvals, architecture fees, statutory levies like Construction cess, insurance, etc.

Modified Cash Flow Statement

for the year ended 31st March, 2020

Particulars	₹ in Lakhs	
	2019-20	2018-19
Net Profit before tax and extraordinary items	(2,200)	2,395
Adjusted for :		
Depreciation	915	815
Interest Income (other than from customers)	(473)	(522)
Income from Long Terms Investment	(417)	(346)
Irrecoverable Balances Written Off	53	95
Liabilities Written Back	(102)	(68)
Interest Paid	1,703	1,695
Fixed Assets Written Off	28	12
Minority Interest	(0)	1
(Profit) / Loss on sale of Fixed Assets	3	(10)
Provision for Employee Benefits (incl. remeasurement through OCI)	51	(53)
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	(439)	4,013
Adjusted for :		
Trade Receivables	(974)	267
Other Assets	(159)	(187)
EWS/LIG Units	245	(121)
Inventories	626	5,413
Trade Payables	1,033	(300)
Advances from customers	1,890	(7,607)
Other financial Liabilities	827	(108)
Withdrawal/[Deployment] in Operating Partnership firms (Project launched)	373	270
CASH GENERATED FROM OPERATIONS BEFORE NEW LAND ACQUISITION	3,422	1,642
Adjusted for :		
Advance Against Land	1,447	2,257
Purchase of Land	(119)	(4,606)
CASH GENERATED FROM OPERATIONS	4,750	(707)
Direct Taxes paid / adjusted	(224)	(619)
Cash flow before extra ordinary items	4,526	(1,326)
Extra Ordinary items	(1,739)	-
Net cash from Operating activities (A)	2,787	(1,326)
CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets	(602)	(893)
Sale of Fixed Assets	143	26
Net Purchase/ sale of Investments	244	440
Interest Income	473	522
Other Income from Long Term Investments	417	346
Net Cash from investing activities (B)	675	440
CASH FLOW FROM FINANCING ACTIVITIES :		
Proceeds from long term and other borrowings	(3,751)	2,759
Payment of Lease Liabilities	(127)	-
Interest on Lease Liabilities	(154)	-
Interest and Financial Charges paid	(1,549)	(1,695)
Dividend paid	(308)	(308)
Change in Minority Interest	(0)	(4)
Net Cash used in Financing activities (C)	(5,890)	752
NET INCREASE IN CASH AND CASH EQUIVALENTS (A+ B+ C)	(2,428)	(134)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	17,828	17,963
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	15,400	17,828

Cash flow position in ongoing projects (status as on 31st March, 2020)

Entity	Saleable Area (Lakhs sq.ft)	Area Booked (Lakhs sq.ft)	Sale Value of Area Booked (INR Crores)	Amount Received (INR Crores)	Equivalent Area Constructed (Lakhs sq.ft)
AHL	24.61	15.25	528.79	128.97	6.20
Partnership	6.56	4.10	122.20	85.99	4.22
Grand Total	31.17	19.35	650.99	214.96	10.42

Note:

- Projects in AHL include Ashiana Nirmay, Ashiana Tarang, Ashiana Dwarka, Ashiana Daksh, Ashiana Amantran, Ashiana Sehar, Ashiana Aditya, Ashiana Utsav (Lavasa) and Ashiana Shubham.
- Projects in Partnership include Vrinda Gardens & Gulmohar Gardens.
Out of a total saleable area of 31.17 Lakhs sq. ft., 10.42 Lakhs sq. ft. (33.4%) has already been constructed. Out of the total area booked so far, ₹ 436.03 Crores are future receivables.

Net worth/Borrowing/ Dividend and Some important Financial Ratios

Net worth decreased by 4.58% from ₹ 78,181 Lakhs (as on 31st March, 2019) to ₹ 74,598 Lakhs (as on 31st March, 2020) due to losses during the year.

We continued to be net cash/cash equivalent positive (net cash/cash equivalent less debts) at ₹ 3,056 Lakhs. The total borrowings at the end of FY20 were ₹ 12,372 Lakhs (including overdraft of ₹ 2,020 Lakhs and ₹ 1,874 Lakhs NCDs issued to IFC).

The Board of Directors approved a dividend of Re. 0.30 (15%) in their meeting held on 16th June, 2020.

S. No.	Ratio	2019-20	2018-19	Variance	Comments
1	Debtor Turnover Ratio	-	-		This ratio is not relevant for us as we handover the possession of the unit only after realisation of all dues.
2	Inventory Turnover Ratio	0.30	0.29	5%	The movement in this ratio is not material for comments.
3	Interest Coverage Ratio	(0.15)	2.59	-144%	As losses were reported during the period, this ratio has turned negative.
4	Current Ratio	3.88	4.91	-21%	Increase in current liabilities vis a vis last year, due to receipt of higher customer advances.
5	Debt-Equity Ratio	0.16	0.20	-20%	Repayment of ₹ 41 Crores of debt in the last year has led to this favourable movement.
6	Operating Profit Margin Ratio	(0.07)	0.14	-152%	Decline in profitability (Reasons explained in sections preceeding this table).
7	Net Profit Margin Ratio	(0.10)	0.06	-282%	
8	Return on Avg. Networth	2.47%	6.21%	-60%	

Credit Rating

External Rating Agencies have also reposed faith in our financial strength as CARE, ICRA & Brickwork Ratings have reaffirmed the credit rating of our company for the FY20-21.

CARE Ratings re-affirmed our issuer rating of "CARE A (Is) (Stable)" for FY20-21. ICRA has also reaffirmed our long-term rating at ICRA (A) (Stable) for the ₹ 100 Crores NCDs issued in April 2018 (Current dues: ₹ 65.20 Crores as on 31st March, 2020) to ICICI Prudential Mutual Fund as well as for ₹ 18.74 Crores NCDs issued to IFC. For the series of ₹ 50 Crores NCDs (Current dues: ₹ 17 Crores as on 31st March, 2020) issued in FY17, Brickwork Ratings has once again reaffirmed the rating of "BWR (A+) (Stable)" for the outstanding debentures of the said ₹ 17 Crores.

Opportunities and Strengths**Opportunities**

The demand for real estate in a country like India should remain strong in the medium to long run. Our strengths in terms of high brand recall, design and maintenance, quality execution and a strong Balance Sheet makes us a preferred choice for our customers and shareholders.

Our newly launched segment of Kid Centric Homes (KCH) along with our segment of Senior Living Homes gives us an opportunity to differentiate in the market and work according to our strengths.

The larger formalisation of the sector due to the introduction of RERA and GST has led to consolidation in the market and the share of organised market players is expected to go up in the medium to long term which is huge opportunity for long term serious players in

the sector and those who have a strong financial and liquidity position in addition to sound execution track record. The opportunities for organised players with healthy Balance Sheets have also increased with tightening of liquidity for the real estate sector, in general, due to the prevailing NBFC crisis.

Recent monetary easing, specially as a support measure post COVID 19 crisis in the form of reduction in repo rate by RBI and lowering of home loan rate augurs well for the potential home buying customers and developers once economic situation starts improving.

Strengths

- Strong brand built over 40 years having an impeccable track record. We enjoy higher brand recall resulting in strong customer connect which leads to majority of our sales from word of mouth.
- Unique asset light business model coupled with in house sales and construction capabilities.
- Robust financial position with conservative debt practice, low debt equity ratio of 0.16:1 coupled with healthy balance liquidity position which provides a significant leveraging opportunity for further expansion.
- Healthy pipeline with 60.76 Lakhs sq. ft. land available for future projects and 67.88 Lakhs sq. ft. of land available for future development.
- High quality maintenance at affordable rates, has helped us in keeping our customers happy and high resale rates compared to similar projects. This is in line with our brand promise of 'Forever Care' which also acts as a catalyst for generating referral bookings.
- Strong teams deployed across locations helping in effective execution and implementation with contemporary architecture.
- Upholding high Corporate Governance standards and ensuring transparency and high levels of business ethics.

Threats, Risks and Concerns

Risk is inherent to almost every form of business. We have appropriate risk management systems in place for identification and evaluation of risks, measures to mitigate them and processes in place to ensure their timely and proper reporting.

Following are the risks as perceived by the company accompanied with its mitigation measures:

Economic Risk

The real estate sector is cyclical in nature and is impacted by macro-economic factors such as GDP growth, change in government schemes, inflation levels, availability of consumer financing and interest rates causing fluctuations in market. These factors are beyond the control of any one entity, but it affects the ability to sell our projects at the anticipated price which adversely affects our revenues and earnings, consequent realisations and increase project cost thereby impacting our margins.

Mitigating Measure

Ashiana has a prudent capital allocation policy which ensures that it has a strong Balance Sheet. It preserves cash during up cycles which helps it ride down cycles. Due to strength in Balance Sheet owing to adequate cash and low gearing, company is able to hold inventory of projects through cyclical down turns. The company is also geographically diversified which leads to avoidance of concentration risk. The company prudently selects projects after diligent understanding of demand, location and market conditions. Further, the company has three categories of products Kid Centric Homes, Comfort Homes and Senior Living offered according to the location's demands, to counter regional economic risk.

Capital intensive business

The capital intensive nature of our business needs huge investments in land and working capital which might otherwise hamper smooth continuity of business.



Artistic view of Ashiana Daksh, Jaipur

Mitigating Measure

Asset light model with land being considered as the key raw material and hence warranting relatively lesser investment.

Models like Joint Development with partners to curtail capital requirements gives us the freedom to lower the level of capital requirement.

Low debt to equity ratio of 0.16:1 (Standalone) as on 31st March, 2020 due to lower debt implies lower borrowing cost. Favourable debt equity ratio with a credit rating of 'A' with stable outlook leaves enough headroom to borrow critical capital as and when required. Company has long term healthy relationship with major suppliers for timely supply of quality raw material and competitive prices.

Statutory Approvals

The real estate sector in India is heavily regulated. Large number of statutory and regulatory approvals and permits are required to execute projects, and applications are required to be made at appropriate stages for such approvals. We also require sanction from local municipalities, local bodies, pollution control boards as well as clearance from airport authorities. These laws vary from state to state. Timely launch of projects is always subject to getting these approvals in time. The introduction of GST and RERA have also increased regulatory costs and challenges for the sector.

Mitigating Measure

These risks are mitigated by taking a thorough and diligent approach towards land acquisition and also by following transparent processes in developing the projects.

Further, the company tries to minimize such delays by investing in land parcels or Joint Developments which already have approvals in place or the investments in such projects & JDAs are linked to the approval milestones. This reduces our upfront capital commitment. The company has strong legal, regulatory and tax teams to ensure timely and effective compliances.

Execution Risk

Project execution depends on several factors like regulatory clearances, raw material prices, labour availability and access to utilities like water and electricity and absence of litigations. Delays experienced in terms of regulatory clearances lead to cost overruns, which further lead to delays / stalling of project launches.

Mitigation Measure

Company manages the adversities with cautious approach and meticulous planning at the time of conceiving the project. We enjoy a positive record of completing our projects on time. We have a strong in-house team commensurate with robust systems ensuring timely completion of projects. Frequent and regular review of the projects internally by the senior management and project teams take stock of the project progress, followed by remedial measures required, if any, from time to time ensure projects are completed well within the time limits.

Liquidity Risk

Slow sales and delayed payments from customers might lead to liquidity crunch. Moreover, the time required to liquidate a real estate property can vary depending on the quality and location of the property. Inability to promptly liquidate its build unsold inventory, without any loss of capital in the process, might be a concern at times. The recent NBFC crisis has also created a liquidity crunch in the market.

Mitigation Measure

Company ensures that all projects are completed on time. Being a well-known brand, our new launches generally witness a good response. Special sales and marketing efforts are made to ensure movement of unsold build stock. For e.g. launch of 'Kids Centric Homes' concept in Ashiana Town, Bhiwadi, Ashiana Anmol, Gurugram and Ashiana Umang in Jaipur.

The company has strong system to ensure timely identification of liquidity risk. We monitor and control liquidity through tools such as business-specific liquidity indicators, cash flow forecasting and monitoring of key financial ratios. We also maintain ample credit lines from banks to fall back upon if required, to address our working capital requirements. With a strong balance sheet and adequate cash reserves, we are suitably placed to handle any liquidity related challenges.

Information Technology Dept. (IT)

The extraordinary circumstances presented by the COVID-19 situation made us put great reliance on a robust technological and IT infrastructure to keep on the system running and facilitate a conducive Work from Home Environment. Some of our initiatives and achievements are listed as under:

1. Automation in Maintenance Software & implementation of Online BRS system. Automation is expected to save a lot of time and efforts by reducing redundancies for the people involved. And process has been made easy for the reconciliation of payment cheques from bank with respective customers ledgers.
2. Implementation of second Payment Gateway with HDFC Bank. This implementation of payment gateway will add to our payment processing capabilities at reduced transaction cost. We have integrated our maintenance services billing to the Paytm App wherein we have tried to offer our customers the best possible payment experience and ease of use. We expect to better our customer services and cashflow management with this integration.
3. We have upgraded our all old 40C firewalls with new 50E higher version firewalls in our endeavour to keep the systems security at its peak. In these times where network security is a critical requirement for the businesses to continue, this step will improve our gateway level network security.
4. The company has initiated the implementation of FARVISION ERP in Engineering and Purchase department. We are on track to complete this transition in this year and the pilot project is also running successfully. This will result in the increase of efficiency of engineering processes and also help in improving inventory management and monitoring.

5. "Salesforce" CRM implementation is currently in progress, presales process and customer lead management have been migrated, resulting in better customer follow-ups and better analysis of customer interactions.

Internal Control

The internal control system of the company is wider in scope which includes internal controls on financial reporting, operational controls and anti fraud controls. The Company has an adequate system of internal controls, commensurate with the size and nature of its business. As part of the Internal Financial Control, the Company is maintaining function wise policies and procedures called Standard Operating Procedures (SOP). The SOP ensure that business of the company is conducted orderly and efficiently, policies and procedures are adhered to, assets are safeguarded, frauds and errors are detected, if there are any, accounting records are accurate and complete and financial information is prepared timely.

Internal controls cover all fields across all financial and operating functions ranging from procurement of land to smooth execution of projects in time. Intent of the internal controls is to have control framework beyond financial reporting. Accordingly, independent audit firms appointed by the Company conduct periodical audits encompassing various functions, at various projects, branches and Head Office to ensure adequacy of internal control systems, adherence to management policies and compliance with the applicable laws and regulations. Their scope of work also includes internal controls on accounting, efficiency and economy of operations. The key findings of their audit along with implementation plan of their recommendations are discussed with the senior management and also the Audit Committee. The Audit Committee of the Board reviews the adequacy and effectiveness of the internal control systems and suggests improvements for strengthening them. Board also gives a statement in the Board's Report about the adequacy and effectiveness of internal control systems.

Under the internal control system, the company also has Vigil Mechanism as part of the Whistle Blower Policy. The directors and employees of the company, across all the branches and Head Office, have the right to report whether in writing or by email any unethical behaviour, actual or suspected fraud or violation of the company's Code of Conduct or ethics policy, directly to the Managing Director of the company. However, in exceptional circumstances they may directly report to the Chairman of the Audit Committee and in the absence of such Chairman then directly to any member of the Audit Committee. Details of vigil mechanism are also given in the annual report under the section Corporate Governance Report.

Health and Safety

At Ashiana, we focus on health and safety of our employees and environment, and our past record too shows the progressive improvement. Over the years in the past, we have taken several conscious efforts to inculcate a safer environment within place of work. As a result, number of injuries at workplace has reduced substantially.

Health Care & Safety is our priority at every stage of work. Therefore, our focus is to concentrate on actions which will deliver meaningful health and safety outcomes.

During the year, we have focused on addressing the most important factor of health and safety, priorities directing our activities to reduce ill health and workplace injuries. We have concentrated on adopting procedures in our construction, which is safer for the workers and also have conducted timely inspections and audits for safe implementation procedures. Our performance measures demonstrate the excellent progress made so far.

We will continue to take a sensible and appropriate approach towards health and safety management and keep developing and training our human-assets related to safer environment.

Plan

Our aim is to set and maintain sensible and robust standards of health and safety management to ensure the welfare of our human resources and others who may be affected by our activities, and to minimise the losses (financial and reputational) to our business from ill health and injury.

Framework

1. Safety team – Three teams are formed at every construction site. Team is formed considering capacity, strength and interpersonal skill of individuals. Every team members are given training to handle any arising situations. They are empowered to take decisions on the spot and interact with company's local higher authority. Team is alerted of any disaster, grievance or accident and can handle all such situations.
2. Safety Audit – A quarterly safety audit is conducted with stress over the points of concern. These points are shared by the whole team with focus on the seriousness regarding compliances of the audit and are spread throughout the organization to the last man working. Apart from this, a weekly audit is also conducted on site by engineers, on rotation basis so that everyone is involved in the process. It has been reflected by reduction in incidents/accidents over the period.
3. Safety related changes in design/drawings – In a typical residential building, there are several hazardous places with high risk. We have identified and properly designed them and have taken necessary precautions to make them safer for the users. Areas such as maintenance duct, plumbing shafts, lift openings, cut outs, etc have been reduced in risk aversion positions with appropriate designs and is followed throughout Ashiana.
4. Awareness/Training – Every worker who enters an Ashiana site is made aware of the inherent risks and hazards of construction work, and the precautions they must follow to avoid the risks. We have implemented daily tool box talk and training on various activities to avoid any hazards. They are also made aware about the assembly points in case of an emergency.
5. Mock drills – Fire safety mock drills are conducted at site periodically and workers are made aware of the protocols to follow in case of a fire occurring at site.
6. Health – Routine site visits are conducted by a certified and licensed doctor to monitor the health of our human resources.

Further, regular visits to the houses of the labourers are conducted to ensure the proper living conditions of our workers.

Senior Living

Our journey in the senior living space from 2003 till now has been a journey of bringing smiles to our customer faces. This is a journey filled with lot of learnings, continuous evolution and continuous improvement. We presently have 05 Senior Living communities (Two in Bhiwadi, one each in Jaipur, Lavasa and Chennai). Year 2019 -20 has been a great year for us as we have been able to make some good progress in terms of sales, innovative marketing strategies and maintenance services

• Sales

- o **Ashiana Nirmay:-** We have been able to increase sales from 70 to 99 Units. Phase 2 got ready for handing over in March, 2020 but due to lockdown occupancy has been delayed. We launched Phase 3 in November, 2019 and for the first time we tried registration/pre-booking model and got 34 registrations. We also did registration opening and closing event which went well with the customers and got us good traction.
- o **Ashiana Shubham:-** This was our first century in terms of booking in a single Senior Living project and we got 129 bookings in 2019-20. In February 20, we conducted a **Senior Living Conclave** with 'The Hindu' for the first time and got a great response from people. We achieved 209 reference site visits this year whereas it was 160 last year. All the executives have achieved their yearly realistic target.

• Marketing

- o **Partnership with The Hindu:** This is a very first time that we partnered with The Hindu newspaper in Chennai. 'The Hindu' being a well-known brand in Chennai, we harnessed



its brand name and tried to create maximum awareness about the concept of Senior Living Communities. To achieve maximum coverage, Print Ads, Digital Communication, Leaflets, Radio all mediums were tapped. The total database collected was 2,192 and gathering in the conclave was 350.

- o **Leveraging Jashn Celebrations:** During our 6th edition of Jashn, our annual Inter Senior-Living Sports and Cultural festival, we asked Next of Kin's (NOK) to write something about how they feel about their parents/relatives staying in Ashiana Senior Living community. We received around 53 stories and the content received was heart-warming. We already have converted some of the content into videos and are using it for confidence building.
- o **Senior Living Research Report:** To differentiate between the quality of life at Senior Living Communities vs. Seniors in Delhi-NCR we did a survey, in association with VIMHANS. Around 150 seniors from each segment were surveyed. The quality of life at Senior Living Community came out to be far better as compared with other places where Seniors reside in Delhi-NCR.

• Maintenance services

- a. **Synergia activities festival:** We started a special and unique festival in senior living communities called "SYNERGIA" in which activity executives of all senior living projects assemble at one project for a period of 4 days and conduct day long activities of various types – brain gym, health and fitness, fun, cultural, art and craft etc. We organised this festival in our projects in Lavasa (Pune) and Jaipur during FY 19-20.
- b. **Pilot on Emergency Response System:** We started pilot projects on Emergency Response System based on google



home at our project Ashiana Nirmay in Bhiwadi. The project also has interactive platform which our residents use for medication schedule reminders, current news, music etc.

- c. **Wellness programs:** We conducted an average of two wellness related activities per month in each project ranging from health talks, preventive health camps, group yoga, therapeutic yoga, mindfulness sessions etc.
- d. **Remote Health Monitoring:** We started remote monitoring of health of care home residents in Bhiwadi in association with 'Dozee' We can now monitor vitals like heart-beat, sleep, respiration rate etc., and utilize the analytics to predict health changes for our residents.

Jashn 6

It is an annual sports and cultural event organized at any given Project location and it was the 6th year in which the event was conducted at Utsav Bhiwadi, Rajasthan. Our residents from all 5 senior living communities participated in large number in various sports competitions such as Table tennis, Chess, Carom, Walking Competitions along with various cultural competitions such as dance, song, stand-up comedy, drama, etc. Another milestone in terms of marketing is that we achieved on social media – Facebook has garnered a very good response. More than 1,500 posts were uploaded and shared by our Senior Living residents.

Sales and Marketing

Sales (Learning and Development)

Learning & development (L&D) is an integral part of working at Ashiana. Constant upskilling enables our employees to grow and add value. In the modern competitive environment, employees need to replenish their knowledge and acquire new skills to do their jobs

better. This benefits both the employee and the company. From an employee's point of view, L&D plays a critical role in honing their skills, attaining new skills.

With the vision of continuous learning & improvement, in 2019-20, we initiated & implemented the following initiatives for our sales team;

- **Implementation of new Induction plan**
 - o It helps the new joiners to get aligned with the customer's journey starting from enquiry generation to possession of the house
 - o Classroom and practical training is also being provided to the new joiners to make them well versed with the real estate with in-depth knowledge
 - o The outcome for this induction plan is that executive should make their first booking within 100 days of joining. All the trainees made their 1st booking approximately between 49 and 103 days
 - o By giving specific direction and coaching during the nesting period, this plan helps in reducing the time of learning curve of the new joiners
 - o Detailed training on Product, Construction, Design, Maintenance & Concepts training via PPTs and through field training
 - o Concept Selling – Senior Living, Kid Centric and Comfort Home
 - o Detailed Pre-sales & Post sales along with CRM training also provided to new joiners
 - o We make the new joiners listen to some customer conversations with executives from different projects to give them the flavour. Organising mock calls to build their confidence to speak with the customers on enquiry calls



- **Implementation of Site visit processes at all sites**
 - o We have concept-based projects. So, we have standardised the definition of all the concepts across the company so that there is uniformity in explaining the same to the customer
 - o We have defined and scripted the USPs of all the projects
 - o After mystery audit, we made the changes in Site Visit form as well as Site Visit process flow
 - o Various mock Site Visits are being conducted to give them the better understanding of how dealings are being done with actual customers
- **Training sessions on Call handling and Call evaluation processes**
 - o We have given refresher training to all the Team Leaders and Managers to make sure that they have clear understanding of each and every parameter so that can coach and groom their team members
 - o Team Leader audits the calls and uploads the same in salesforce so that we can use it later for training purpose
 - o Call calibration is being done to keep everyone on the same page and this helps us in understanding the importance of each parameter on which the call would be rated/gauged
 - o Regular feedback given to executive helps them to work on the area of improvement
- **Implementation of the training, examination and certification ceremony**
 - o Detailed written and implementation exams are conducted in order to assess the learning levels of the new joiners and certificates are provided only when they pass these tests
 - o During the current year 2019-20, 100% of the new joiners successfully completed the training and got their completion certificates
- **Implementation of new Induction plan for Transferred Executives**
 - o The transfer could be to different location or different project. Depending on the scenario, we design the induction plan for the executives
 - o Proper on-job & off-job training is being provided to transferred executives in order to build their efficiency at their new workplace
 - o The outcome for this induction plan is that a transferred executive shall be productive in a month's time and come at par with the executives who were already there in that location
 - o We provide in-depth product knowledge and market knowledge. In market knowledge, the executive is supposed to be well versed with the location, competitors, distances, near by areas, schools, malls etc so that when he starts attending enquiries, he/she doesn't sound new to the place and customer would take him/her as an expert

- **Implementation of new Induction plan for Newly Promoted Team Leader through IJP**

- o A 7 days proper on-job & off-job training is provided to newly promoted Team Leaders so that when they go back to their assigned project, they are ready to face all the challenges and handle the team in a better manner
- o As it is a new role which comes with lot of responsibilities and challenges, we spend quality time with them in order to set the expectations and guide them how to manage the role
- o We provide in depth knowledge as how their daily routine should look like, what are the different important reports that they should look at, what can they do to improve their team's performance, how to give honest and direct feedback, how to coach and groom the team, how to prepare themselves before attending any meetings etc.

Our endeavour is to make the Best Direct Sales team by 2021, by focusing on the following areas:

- Maximisation of referrals enquiry generation and increase the referral enquiry to sales conversion ratios
- To make our team leaders a better coach, we provide regular training sessions so that we can have best sales team
- Defined High Performance Attributes (HPAs) for the team so that we can enhance the productivity
- Back office optimization

Glimpse of some of the trainings that have been provided to the sales team:

- o Unit Cost, Loan & Tax calculation
- o Objection Handling
- o Basic Excel training
- o Deal closure
- o Discipline & how to plan your day
- o Call handling & Call calibration
- o Refresher on Six Principles
- o Leadership Skills
- o Legal & Its Importance

Marketing

Customer engagement

In continuation of last year, 2019-20 has also been a holistic deployment of an improved customer engagement journey by marketing at Ashiana. There was increased focus on providing customer utmost delight at each and every level from enquiry to visit and then from booking to forever care. The idea was to engage our customer with a 360-degree proposition. The tools which helped us achieve our desired objectives were: Videos, Mass SMS's and Email Campaign, Whatsapp nudges, timely complaint handling and other initiatives.

- **SMILES:** Last year we tried to engage as many smile members as we could. Our aim was to provide tools to the Smiles members which could help them further in a better communication with their

friends and family. Update on new launches, any offers, project updates or videos has been instrumental in helping the members. As on 31st March, 2020, the status of members was as under:

Total Reference Bookings	Silver Members	Gold Members	Platinum members
940	484	49	37

- **CONCLAVE:** This has been another area of exploration. For the first time, we partnered with "The Hindu" newspaper in Chennai. "The Hindu" being a well-known brand in Chennai, we harnessed its brand name and tried to create maximum awareness about the concept of Senior Living Communities. To achieve maximum coverage, Print Ads, Digital Communication, Leaflets, Radio all mediums were tapped. The number of leads and new contacts gathered were:

Total database	Gathering at the Conclave
2,192	350

- **SENIOR LIVING RESEARCH REPORT:** VIMHANS in association with Ashiana Senior conducted a survey to differentiate between the quality of life at Senior Living Communities vs. Seniors in Delhi-NCR, around 150 seniors from each segment were surveyed. The measuring parameters were meaningful life, safety in daily life, support of friends, need for medical treatment and so on. There

was double the difference in the quality of life at Senior Living Community vs. other places where Seniors reside in Delhi-NCR.

- **SENSATIONAL SENIORS:** There has been lot of talks and discussions about how ageing should be and how senior's life looks like after retirement. We at Ashiana felt the need to break the myth of ageing and show to the world life is different of our residents at Ashiana Senior Living. To try to break this myth we launched a YouTube channel for seniors wherein they can upload videos of what they do at our communities.

Videos Uploaded	Subscribers
280	182

- **QUORA** – It is one of the renowned platforms for discussions on various topics and where questions are asked and answered. We started building content on this platform to answer to the various queries consumers might have. The efforts were well appreciated, and we became the No.1 Most viewed writer in Senior Living and Care homes on Quora.
- **VIDEOS:** There has been many videos we released last year. The purpose of these videos was to reach out to maximum people. While increasing the reach we have been able to reduce cost per full view by 72% on Facebook and by 40% on YouTube.

Platform	2018-19			2019-20			Cost Reduced by
	Total Videos	Reach	Cost/Full View	Total Videos	Reach	Cost/Full View	
Facebook	38	3,87,114	5.26	35	5,63,596	1.46	72%
Youtube	26	36,42,645	0.91	42	44,14,389	0.54	40%



- **SEO:** Search Engine Optimisation (SEO) has been another area which was in marketing focus last year. Lot of content was created, posted on the website, creating backlinks, regular updation has helped in a great way. An increase of more than 100% has been seen. Though a long way to go, the numbers are motivating.

2018-19	2019-20
4,700	9,433

- **INFLUENCER MARKETING:** Influencer marketing is a form of social media marketing involving endorsements and product placement from influencers, people and organizations who have a purported expert level of knowledge or social influence in their field. In order to promote importance of Kid Centric Homes, though not directly, we did influencer campaign with 4 influencers. They wrote 4 different blogs and promoted it on their own social media accounts. The target taken for the views was 40,000.

Total Reach	Total views
3,38,751	45,700

- **KID CENTRIC NEW CAMPAIGN:** To take our campaign "Behtar Parvarish Ka Pata" to the next level, we launched another campaign for our Kid Centric Homes "Bachhe Jo Seekhenge Wohi Seekhayenge". We released two videos to spread the message of this campaign. One was 'Eve-Teasing' video and another 'Mere Bhavishya Ke Liye Time Nahi Hai.'

Video Released	Video Served	Video Views	100% View	Cost/ Full View
Eve-Teasing	45,44,314	16,93,585	2,99,418	0.91
Mere Bhavishya Ke Liye Time Nahi Hai.	21,26,843	9,80,014	2,39,297	0.71

Next year plan:

Next year our substantial focus will be on consumer engagement in Ashiana Smiles – Reference & Loyalty programme.

Aim is to increase our referral sale numbers in alignment with our annual sales theme – Make It Double. To achieve that goal our efforts will be on increasing the engagement level of our smiles members through nudges, relevant videos and blogs.

Survey will be conducted to comprehend the problems of our inactive customers. Also, we want to understand the reason why silver

members couldn't succeed in getting gold memberships. Hence, we would target towards moving the silver level members to gold level.

Outlook

The sector is expected to face major headwinds amidst the challenges posed by COVID-19 which is likely to put the consolidation in this sector at an accelerated pace. Only high-quality players with a long-term view and proven track record of delivery are posed to weather this storm. This disruption has come after the sector was gaining stability post demonetization, GST, RERA, IBC and NBFC crisis and cost rationalisation and customer referrals will be the way forward atleast in the short term. We believe that we will survive this pandemic and all these developments will create a strong business development opportunity for us in the medium to long term. The next year FY 20-21 has been dedicated to "Customer Delight" and all our energies would be concentrated on timely delivering the homes booked by our customers.



Directors' Report

To,
The Shareholder(s),

Your Directors have pleasure in presenting the 34th Annual Report together with the audited financial statement of the Company for the year ended on 31st March, 2020.

Financial Summary and State of Affairs

Standalone		₹ in Lakhs	
Sl. No.	Particulars	Current Year 2019-20	Previous Year 2018-19
1.	Sales and other income	27,373	31,230
2.	Profit before Depreciation, Taxation and Exceptional Items	(1,001)	3,454
3.	Depreciation	905	804
4.	Profit after Depreciation but before Taxation and Exceptional Items	(1,906)	2,650
5.	Exceptional Items	1,739	Nil
6.	Profit after Depreciation and Exceptional Items but before Taxation	(3,646)	2,650
7.	Provision for Taxation	(827)	882
8.	Profit after Depreciation, Taxation and Exceptional Items	(2,819)	1,768
9.	Surplus brought forward from previous year	3,419	3,415
10.	Profit available for Appropriation	601	5,182
11.	Proposed Dividend/ Interim Dividend	(256)	(256)
12.	Tax on Proposed Dividend/Interim Dividend	(53)	(53)
13.	Transfer to Other Comprehensive income	(35)	20
14.	Transfer from FVTOCI Reserve	448	1,387
15.	Transfer from/(to) General Reserve	1,500	(2,500)
16.	Transfer to Debenture Redemption Reserve	-	200
17.	Transfer from Debenture Redemption Reserve	1,112	(562)
18.	Balance Surplus carried to Balance Sheet	3,316	3,419

Consolidated		₹ in Lakhs	
Sl. No.	Particulars	Current Year 2019-20	Previous Year 2018-19
1.	Sales and other income	31,755	35,063
2.	Profit before Depreciation, Taxation and Exceptional Items	(1,285)	3,210
3.	Depreciation	915	815
4.	Profit after Depreciation but before Taxation and Exceptional Items	(2,200)	2,395
5.	Exceptional Items	1,739	-
6.	Profit after Depreciation and Exceptional Items but before Taxation	(3,939)	2,395
7.	Provision for Taxation	(915)	1,017
8.	Profit after Depreciation, Taxation and Exceptional Items	(3,024)	1,378
9.	Surplus brought forward from previous year	2,922	3,292
10.	Profit available for Appropriation	(101)	4,670
11.	Proposed Dividend/ Interim Dividend	(256)	(256)
12.	Tax on Proposed Dividend/Interim Dividend	(53)	(53)
13.	Transfer to Other Comprehensive income	(45)	37
14.	Transfer from FVTOCI Reserve	448	1,387
15.	Transfer from/(to) General Reserve	1,500	(2,500)

Consolidated		₹ in Lakhs	
Sl. No.	Particulars	Current Year 2019-20	Previous Year 2018-19
16.	Transfer to Debenture Redemption Reserve	-	200
17.	Transfer from Debenture Redemption Reserve	1,112	(562)
18.	Balance Surplus carried to Balance Sheet	2,605	2,922

Key Highlights of the Business and Operations:

- The company registered an improved sales volume of 19.82 Lakhs Sq. ft. Vs. 10.79 Lakhs Sq. ft. in FY 18-19 thereby recording an improvement of 84%. The average realisation price increased from ₹ 3,082 to ₹ 3,388 in FY 19-20.
- On execution front, we clocked an Equivalent Area Constructed (EAC) of 9.85 Lakhs sq. ft. (AHL: 6.65 Lakhs sq. ft. and partners: 3.20 Lakhs sq. ft.).

A brief summary of the on-going projects as on 31st March, 2020 are as follows:

Project Name & Location	Type	Saleable Area (Lakhs sq. ft.)	Area Booked as on 31-03-2020 (Lakhs sq. ft.)
AshianaNirmay (Phase-3) (Bhiwadi)	Senior Living	2.35	0.55
AshianaTarang (Phase -2) (Bhiwadi)	Comfort Homes	0.66	0.17
Ashiana Shubham (Phase-2 & Phase-3) (Chennai)	Senior Living	3.25	2.41
Gulmohar Gardens* (Phase 4 & Villas) (Jaipur)	Comfort Homes	1.89	1.29
Vrinda Gardens* (Phase-3B & Phase 4) (Jaipur)	Comfort Homes	4.67	2.81
Ashiana Daksh (Phase 1 & Plaza) (Jaipur)	Comfort Homes	3.26	2.62
Ashiana Daksh (Phase 2) (Jaipur)	Comfort Homes	2.35	2.23
AshianaAmantaran (Phase-1 & Phase-2) (Jaipur)	Comfort Homes	4.27	2.16
Ashiana Dwarka** (Phase-3) (Jodhpur)	Comfort Homes	0.86	0.35
AshianaSehar (Phase-1) (Jamshedpur)	Comfort Homes	3.44	1.23
AshianaAditya (Phase-1) (Jamshedpur)	Comfort Homes	3.55	3.55
Ashiana Utsav (Phase-4) (Lavasa)	Senior Living	0.63	0.00
Total		31.37	19.35

* In partnership

** The saleable area was revised after negotiation with JQA Partner.

Note: Ashiana Utsav Lavasa Phase IV construction has completed, yet to launch for sales

During the financial year under review there is no change in the nature of business of your company.

Launches:

Launches pertaining to the business of your company, including its subsidiaries and partnerships, for the year 2019-20 and period subsequent thereto are given hereunder:

- a) **Ashiana Sehar, Jamshedpur (Jharkhand):** Launched a new Comfort Home Project namely AshianaSehar (Phase-1) in Jamshedpur comprising of 2 & 3 BHK Flats with total saleable area of 3.44 Lakhs sq. ft.
- b) **Gulmohar Gardens, Jaipur (Rajasthan):** Launched Phase -IV & Extension of Gulmohar Gardens, a Comfort Home Project in Jaipur comprising of 2 & 3 BHK Flats with total saleable area of approximately 1.89 Lakhs sq. ft.
- c) **Ashiana Tarang, Bhiwadi (Rajasthan):** Launched Phase-II of AshianaTarang as a Comfort Home Project in Bhiwadi, Rajasthan comprising of 2 & 3 BHK flats with total saleable area of 0.66 Lakhs sq.ft.
- d) **Ashiana Dwarka, Jodhpur (Rajasthan):** The Company has also launched Phase – III of Ashiana Dwarka, a Comfort Home Project located in Jodhpur in Quarter 1 of Financial Year 2019-2020 comprising of 2 & 3 BHK Flats having total saleable area of 0.86 Lakhs sq. ft.
- e) **Ashiana Daksh, Jaipur (Rajasthan):** The Company also launched 2 Phases i.e. Phase – I and Phase-II of Ashiana Daksh, a Comfort Homes Project, comprising of 2 BHK and 3 BHK flats having total saleable area of 5.60 Lakhs sq. ft. including Plaza.
- f) **Ashiana Aditya, Jamshedpur (Jharkhand):** Launched Phase – I of Ashiana Aditya, a Comfort Home comprising 2 BHK and 3 BHK units having total saleable area of 3.55 Lakhs sq. ft.
- g) **Vrinda Gardens, Jaipur (Rajasthan):** Launched Phase – IV of Vrinda Gardens, Comfort Home Project located in Jaipur comprising of 1,2 and 3 BHK flats having total saleable area of 1.61 Lakhs sq. ft.
- h) **Ashiana Nirmay, Bhiwadi (Rajasthan):** Launched Phase – III of AshianaNirmay, a Senior Living Project located in Bhiwadi comprising 1, 2 & 3 BHK flats with total saleable area of 2.35 Lakhs sq. ft. of Phase –III of the said project.
- i) **Ashiana Amantran, Jaipur (Rajasthan):** The Company also launched 2 Phases i.e. Phase 1 and Phase 2 of Ashiana Amantran, a Comfort Home Project having a total saleable area of 4.27 Lakhs sq. ft. comprising of 2 BHK & 3 BHK flats.

Recognitions:

During the year under review your company was accorded the following awards/recognitions:

- a) Received Bhamashah Award from the Government of Rajasthan for the 7th consecutive year for contribution to the basic education in the State;
- b) Ranked as No. 1 Developers in North India and No.5 in India by

Track2 Realty.

- c) “Ashiana Anmol-Kid Centric” recognised as Best Theme based Project by Realty+ Excellence Awards (North) 2019.
- d) Ranked as India's No. 1 Senior Living Brand 3 times in a row by Track 2 Realty;

Other developments

- CARE has maintained our credit rating as “**CARE A (Is) [Single A (Issuer Rating)]**”;
- ICRA has maintained our credit rating as ICRA (A) Stable for ₹ 20 Crores and ₹ 100 Crores Non-Convertible Debentures
- Brickworks has maintained our credit rating as “**BWR A+**” for Non-Convertible Debentures (NCDs) of ₹ 17 Crores.
- Hand over started of Phase I, Ashiana Anmol, Gurgaon;
- Hand over started of Phase III, Ashiana Navrang, Halol;
- Hand over started of Phase VIII, Gulmohar Gardens, Jaipur;
- Hand over started of Phase II, Ashiana Nirmay, Bhiwadi;
- Handed over started of Phase-IV, Ashiana Umang, Jaipur.

Management Discussion & Analysis

Management Discussion & Analysis which forms part of Directors' Report as per Regulation 34(2)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given in the annual report.

Business Responsibility Statement

Since the Company falls in the category of top 1000 listed entities on the basis of market capitalisation as on 31st March, 2020, the Business Responsibility Report describing the initiatives taken by the Company from the environmental, social and governance perspective as per regulation 34(2)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed to this report as **Annexure – I** in the format forms part of the Annual Report.

Capital and Debt Structure

There has been no change in authorised, issued and subscribed capital of the company during the period under review. There are no shares with differential rights as to dividend, voting or otherwise. Further, there are no debentures with convertible rights. During the financial year under review, the Company has neither issued nor allotted any equity or preference shares or debentures and also not redeemed any preference shares or bought back any shares. However, during the financial year 2018-2019, the company had issued and allotted Non-Convertible Debentures (NCDs) of ₹ 118.74 Crores through private placement. Out of these, NCDs of ₹ 100 Crores were issued to ICICI Prudential Regular Savings Plan and of ₹ 18.74 Crores to International Finance Corporation. Also, the company issued and allotted NCDs of ₹ 50 Crores during the financial years 2015-16 and 2016 -17. Details of all the outstanding NCDs as on 31st March, 2020 are given in the following table:

Sl. No.	Name of the Allottees	ISIN of Active NCDs	Coupon Rate	Outstanding as on 31.03.2020 (₹)	Brief Terms
1.	ICICI Prudential Regular Savings Plan* issued ₹ 100 Crores	INE365D07077	10.15% Payable monthly*	65.20 Crores	Non-convertible, Redeemable, Rated, Secured against Unsold Inventory and Receivables thereon, Listed, Tenure: 5 years from the deemed date of allotment i.e. 26 th April, 2018
2.	International Finance Corporation**	INE365D08018	Eight percent 8% per annum provided that the interest rate may be varied in accordance with the reset process set out in the Debenture Trust Deed.	18.74 Crores	Non-convertible, Redeemable, Rated, Unsecured, Listed, Tenure: 20 years from the date of allotment i.e. 28 th September, 2018.
3.	Syndicate Bank	INE365D07036	11.45%	10 Crores	Non-convertible, Redeemable, Rated Secured against Land of AshianaAangan, Neemrana Phase-2 and Unsold Inventory of Ashiana Umang Tenure: 4 years
4.	Bank of Maharashtra	INE365D07069	11.45%	7 Crores	Non-convertible, Redeemable, Rated Secured against Land of AshianaAangan, Neemrana Phase-2 and Unsold Inventory of Ashiana Umang Tenure: 4 years

For all the above issues of NCDs Vistra ITCL (India) Limited has been appointed as Debenture Trustee. All the above NCDs are listed on BSE.

*However, the above arrangement was modified in March 2019, wherein the redemption was made from quarterly to monthly contingent upon collections in the Escrow Account. Redemption to be made in multiples of ₹ 10 Lakhs.

**The investment is for the identified project of the company "Ashiana Daksh" with returns linked to project specific returns.

Note: Details of the credit ratings are provided in the Management Discussion & Analysis section forming part of the Director's Report.

Extract of Annual Return

An extract of the Annual Return of your company, pursuant to Section 92(3) of the Companies Act, 2013, is given herewith as **Annexure II**. The annual return of the company for the financial year 2019-20, after filing with the Ministry of Corporate Affairs, can also be obtained from <https://www.ashianahousing.com/real-estate-investors/investors-information>.

Number of Meetings of the Board of Directors

The Board of Directors duly met four times during the year, in respect of which meetings proper notices were given and the proceedings were properly recorded and signed in the minutes book maintained for the purpose.

Directors' Responsibility Statement

As required under Section 134(5) of the Companies Act, 2013, the Directors of your company hereby states that:

1. In the preparation of the annual accounts, the applicable Accounting Standards had been followed along with proper explanation relating to material departures;

2. The Directors had selected such accounting policies and applied them consistently and made judgements 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;
3. 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;
4. The Directors had prepared the annual accounts on going concern basis;
5. The Directors had laid down Internal Financial Controls to be followed by the company and that such Internal Financial Controls were adequate and were operating effectively;
6. The Directors had devised proper system to ensure compliance with the provisions of all applicable laws and such system were adequate and operating effectively.

Disclosures from Independent Directors

Mr. Abhishek Dalmia, Mr. Hemant Kaul, Mr. Narayan Anand, Ms. Piyul Mukherjee and Ms. Sonal Mattoo, all independent directors of the company have given the requisite declaration in the first Board meeting stating that they meet the criteria of independence as provided in Section 149(6) of Companies Act, 2013 and that they have adhered and have complied with the Code of Conduct for Independent Directors as prescribed in Schedule IV of the Act and Code of Conduct of the company.

Further, all the independent directors of the company have also given the requisite declaration stating that they have complied Rule 6 (1) & (2) of Companies (Appointment & Qualification of Directors) Rules, 2014 regarding registration of their names in the Databank of Independent Directors maintained with Indian Institute of Corporate Affairs (IICA) as per MCA Notification No. G.S.R. 804 (E) dated 22nd October, 2019.

Audit Committee and Vigil Mechanism

Details of the Audit Committee, terms of reference of the audit committee and vigil mechanism of the company is given in the corporate governance section of the annual report which forms part of the Director's Report.

Policy of Nomination and Remuneration Committee

Details of the Nomination & Remuneration Committee, terms of reference of this Committee are given in the corporate governance section of the annual report which forms part of the Director's Report.

Reservation and qualification in Auditor's Report

There are no adverse remarks or any reservation or qualifications either by the Statutory Auditors of the company or by the Secretarial Auditor in their report for the year under review. However, the auditors have given their observation regarding delay by 52 days in transferring unpaid/unclaimed dividend into IEPF during the Financial Year 2019-20. The Board is ensuring there are no delays in future in this regard.

Remuneration of Directors

The disclosure pursuant to Section 197(12) of the Companies Act, 2013 relating to the remuneration of each director is given in **Annexure III**.

Loans, Guarantee and Investments

The particulars of Loans, Guarantee and Investments made by company under Section 186 of Companies Act, 2013 is given in **Annexure IV**.

Particulars of Related Party Transaction

The particulars of related party transactions entered into by the company during the year pursuant to Section 188 of Companies Act, 2013, are given in **Annexure V**.

General Reserve

No amount has been transferred to General Reserve in respect of Financial Year under review.

Dividend

The Board of Directors of your company has recommended the final dividend @ 15 % i.e. ₹ 0.30 per equity share of ₹ 2/- for the Financial Year 2019-20, approval for which is being placed before the members in the upcoming Annual General Meeting.

Material Changes and Commitments

There have been no material changes and commitments, which have affected the financial position of the company between the end of financial year and the date of this report. The impact relating to Covid-19 on the business operations of the Company has been discussed in detail in the Management Discussion and Analysis (MDA) Section of the Annual Report, and has also been addressed by the Joint Managing Director forming part of the Q & A Section with Jt. MD of this Annual Report.

Particulars of Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

Particulars with respect to Conservation of Energy and Technology Absorption as per section 134(3)(m) read with Rule 8(3) of Chapter IX of the Companies Act, 2013 are given in **Annexure VI**.

During the year under review there has been no foreign exchange earnings but there has been foreign exchange outgo of ₹ 190.30 Lakhs.

Risk Management

Your company has a Risk Management Committee. Details of the Risk Management Committee and Risk Management Policy are given in the Corporate Governance section of the Annual Report. Major risk perception of the management which may threaten existence of the Company are discussed in the Management Discussion and Analysis section of the Annual Report.

Corporate Social Responsibility Initiatives

Details of the Corporate Social Responsibility Committee and its policy are given in the Corporate Governance section and also in Management Discussion and Analysis of the annual report which forms part of the Directors' Report.

A report on Corporate Social Responsibility initiatives undertaken by the company during the year are given in **Annexure VII**.

Formal Annual Evaluation of the Board

A statement indicating the performance of the Board and its committee and its individual directors is given in **Annexure VIII**.

Directors

The Company has Eight Directors namely Mr. Vishal Gupta, Mr. Ankur Gupta, Mr. Varun Gupta, Executive Directors and Mr. Abhishek Dalmia, Mr. Hemant Kaul, Mr. Narayan Anand, Ms. Piyul Mukherjee and Ms. Sonal Mattoo, Independent Directors.

During the year under review, there has been no change in the composition of the Board of the Directors of the Company including the Independent Directors.

Subsidiary Companies

During the period under review, a new company namely, Kairav Developers Limited has been incorporated on 03rd January, 2020 as Wholly owned subsidiary of your company.

A statement pursuant to Rule 5 & 8 of Chapter IX of the Companies Act, 2013 i.e. Companies (Accounts) Rules, 2014 containing salient features of the financial statements of the subsidiaries/associate companies/joint ventures of the company and their contribution to the overall performance of the company during the period under review is given in **Annexure IX**.

Fixed Deposits

During the year under review your company had neither invited nor accepted any deposits from the public in terms of the provisions of the Companies Act, 2013 read with Rules.

Orders of Court/Tribunal/Regulator

During the year under review there no order passed by the regulators or courts or tribunals which was material enough to impact the going concern status and operations of your company.

Internal Financial Controls

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the design or operation were observed. Please also refer to Internal Controls section in the Management Discussion and Analysis which forms part of the Director's Report.

Auditors

a) Statutory Auditors

The shareholders of the Company had appointed M/s. VMSS & Associates, Chartered Accountants, as statutory Auditors' of the company for a period of five years from the conclusion of the Annual General Meeting held on 28th August, 2017.

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

b) Secretarial Audit Report

The Board has appointed M/s. A.K. Verma & Co., Practising Company Secretary, to conduct Secretarial Audit for the FY 19-20. The Secretarial Audit Report for the financial year ended 31st March, 2020 is given in **Annexure X**. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark. The company has complied with the applicable Secretarial Standard Issued by the ICSI.

c) Cost Auditor

Maintenance of Cost Records and Cost Audit as prescribed under section 148 of the Companies Act, 2013 are applicable on our company and accordingly such records and accounts are maintained by the company. Your company also gets annual audit of cost records under this section.

Based on the recommendation of audit committee, Mr. Santosh Pant of M/s. Pant S. & Associates, Cost Accountant having Membership No. 32283, has been appointed by the Board as the Cost Auditors of the company for the FY 19-20 on 18th May, 2019. Further the Board has appointed him as Cost Auditor for the FY 20-21 subject to ratification of remuneration by the Shareholders in their upcoming AGM. The company has received a letter from him to the effect that this appointment would be within the limits prescribed under section 141(3)(g) of the Companies Act, 2013 and that he is not disqualified for such appointment in terms of the provisions of the Companies Act, 2013.

Compliance with the provisions under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

Your company has complied with the provisions of the above Act in letter and spirit. Your company has an Internal Complaints Committee to look after any complaints of this sort.

Transfer of dividend and shares to Investor Education and Protection Fund

The company transferred ₹ 22,53,033/- on 28th November, 2019 to the Investor Education and Protection Fund established by the central

government in compliance with section 125 of the Companies Act, 2013. This amount represented the unclaimed dividend in respect of the financial year 2011-12, which was lying with the company for a period of seven years from the date of transfer to unpaid-unclaimed dividend account. Prior to transferring the aforesaid sum, the company had sent reminders to the shareholders, and have been intimated to the shareholders about unpaid unclaimed dividend in every AGM notice. The company had transferred 1,32,095 number of shares to the Investor Education and Protection Fund established by the Central Government in compliance with section 125 of the Companies Act, 2013. These shares are in respect of which dividend has not been paid or claimed for seven consecutive years. Prior to transferring the aforesaid shares, the company had sent reminders to the shareholders. The Company Secretary, Mr. Nitin Sharma, is the Nodal Officer for the Transfer of Shares to Investor Education Fund and the shareholder can check their details on website <https://www.ashianahousing.com/real-estate-investors/financial-reports#3> or can mail at nitin.sharma@ashianahousing.com.

Particulars of Employees and Related Disclosures

During the year under review none of the employees of the company was in receipt of the remuneration of ₹ 1.02 Crores p.a. or ₹ 8.50 Lakhs as the case may be as specified in rules 5(2) and 5(3) of the Companies [Appointment and Remuneration of Managerial Personnel] Rules, 2014, read with the provisions of section 197(12) of the Companies Act, 2013, or was in receipt of the remuneration in excess of that drawn by Managing Director or Whole Time Director, and is/ was holding, alongwith his/her spouse and dependent children not less than two percent of the equity shares of the company. List of top ten employees in terms of remuneration drawn is given in **Annexure III**.

Other Committees of Board

The details of the other committees of Board had been stated under Corporate Governance Section of the Report.

Acknowledgements

The Board of Directors takes this opportunity to express its grateful thanks and wish to place on record its appreciation to the Government of India, the Govt. of Rajasthan, the Government of Maharashtra, the Govt. of Jharkhand, the Govt. of Gujarat, the Govt. of Haryana, the Govt. of West Bengal and Govt. of Tamil Nadu and their agencies for providing us excellent business opportunities, to our bankers for their continued support and guidance from time to time and to the employees of the company at all levels for the continued co-operation and unstinted support extended to the company. The Directors also express their sincere thanks to all the shareholders, suppliers/ vendors, investors and customers for their continued support and trust they have reposed in the Management.

For and on behalf of the Board

Vishal Gupta
(Managing Director)

Ankur Gupta
(Jt. Managing Director)

ANNEXURE I

Business Responsibility Report

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

- Corporate Identity Number (CIN) of the Company:**
L70109WB1986PLC040864
- Name of the Company:** Ashiana Housing Ltd.
- Registered address:** 11G Everest, 46/C Chowringhee Road, Kolkata - 700 017
- Website:** www.ashianahousing.com
- E-mail id:** investorrelations@ashianahousing.com
- Financial Year reported:** 2019 - 20
- Sector(s) that the company is engaged in (industrial activity code-wise):**
Reply: Real estate activities with own or leased property having INIC Code 4100.
- List three key products/services that the Company manufactures/provides (as in balance sheet):**
Reply: Residential Housing Projects.
- Total number of locations where business activity is undertaken by the Company:**
 - Number of International Locations: Nil
 - Number of National Locations: Present in 6 states at 10 locations.
- Markets served by the Company – Local/State/ National/International:**
Reply: Company has projects in states of Rajasthan, Haryana, Jharkhand, Tamilnadu, Maharashtra and in Gujarat.

SECTION B: FINANCIAL DETAILS OF THE COMPANY

- Paid up Capital (INR):** ₹ 273.73 Crores (including other income)
- Total Turnover (INR):** ₹ 258.08 Crores
- Total profit after taxes (INR):** (₹ 28.19) Crores
- Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%):** Our profit after tax during the financial year 2019-20 was negative, however the amount spent on CSR in absolute number is ₹ 99 Lakhs. Further details with respect to the CSR are given in the Annexure VII of the Director's Report.

- List of activities in which expenditure in 4 above has been incurred:**
 - Greenery and Environment
 - Education
 - Training and Development Activity

SECTION C: OTHER DETAILS

- Does the Company have any Subsidiary Company/ Companies?**
Yes.
- Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s)?**
BR activities are done by Ashiana Housing Ltd. alone.
- Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]?**
Reply: We do not have a system to ensure whether any other entity/ entities the Company does business with participate in the BR initiatives of the Company.

SECTION D: BUSINESS RESPONSIBILITY (BR) INFORMATION

- Details of Director/Directors responsible for BR**
 - Details of the Director/Directors responsible for implementation of the BR policy/policies**
 - DIN Number:** 00097939
 - Name:** Mr. Vishal Gupta
 - Designation:** Managing Director

(b) Details of the BR head

Sl. No.	Particulars	Details
1	DIN	00097939
2	Name	Mr. Vishal Gupta
3	Designation	Managing Director
4	Telephone Number	011-42654265
5	E-mail Id	vishal@ashianahousing.com

2. Principle-wise (as per NVGs) Business Responsibility (BR) Policy/Policies

(a) Details of compliance (Reply in Y/N)

Sl. No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
		Ethics, Transparency and Accountability	Product should providesustainability throughout their life cycle	well-being of all employees	Stakeholders engagement	Promotion of Human Rights	Environment Protection	Responsible Public Policy Advocacy	Inclusive Growth	Customer Value
1.	Do you have a policy/ policies for	Yes	Yes	Yes	Yes	Yes	Yes	N.A.	Yes	Yes
2.	Has the policy being formulated in consultation with the relevant stakeholders?	Yes	Yes	Yes	Yes	Yes	Yes	N.A.	Yes	Yes
3.	Does the policy conform to any national/ international standards? If yes, specify?	Yes*	Yes*	Yes*	Yes*	Yes*	Yes*	N.A.	Yes*	Yes*
4.	Has the policy being approved by the Board?	Yes**	No**	No**	Yes**	No**	No**	N.A.	Yes**	No**
5.	Is yes, has it been signed by MD/owner/ CEO/ appropriate Board Director? Does the company have a specified committee of the Board/ Director/ Official to oversee the implementation of the policy?	Yes***	Yes***	Yes***	Yes***	Yes***	Yes***	N.A.	Yes***	Yes***
6.	Indicate the link of the policy to be viewed online	www. ashianahousing. com	www.ashianahousing. com	www. ashianahousing. com	www. ashianahousing. com	www. ashianahousing. com	www. ashianahousing. com	N.A.	www. ashianahousing. com	www. ashianahousing. com
7.	Has the policy been officially communicated to all relevant internal and external stakeholders?	Yes	Yes	Yes	Yes	Yes	Yes	N.A.	Yes	Yes
8.	Does the Company have in-house structure to implement the policy/ policies?	Yes	Yes	Yes	Yes	Yes	Yes	N.A.	Yes	Yes
9.	Does the company have a grievance redressal mechanism related to the policy/ policies to address stakeholder's grievances related to the policy/ policies	Yes	Yes	Yes	Yes	Yes	Yes	N.A.	Yes	Yes
10.	Has the company carried out independent audit/ evaluation of the working of this policy/policies by an internal or external agency?	Yes	Yes	Yes	Yes	Yes	Yes	N.A.	Yes	Yes

* The policies are developed and aligned with following standards prescribed by/ under:

a) As per Rules and Regulations prescribed by the Securities and Exchange Board of India;

b) As per Rules and Regulations prescribed by the Ministry of Corporate Affairs, National Building Code, Guidelines of the Ministry of Environment and Forest, Guidelines of the National Green Tribunal;

c) Applicable legal requirements;

d) Company's internal requirements, detailed consultations and research on the practices adopted by organisations;

** Since the above stated principles are governed by multiple policies, some of the policies are not yet approved by the Board of Directors. Approval of the Board of Directors is planned in the next 6 months;

*** CSR Committee, Nomination and Remuneration Committee, Internal Complaints Committee, Audit Committee, Executive Committee and Social Management Committee for "Ashiana Daksh" project at Jaipur (Rajasthan).

(b) If answer to the question at serial number 1 against any principle, is 'No', please explain why: (Tick up to 2 options)

Sl. No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1.	The company has not understood the Principles	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
2.	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
3.	The company does not have financial or manpower resources available for the task	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
4.	It is planned to be done within next 6months	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
5.	It is planned to be done within the next 1 year	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
6.	Any other reason (please specify)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

3. Governance related to BR

- (a) Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6months, Annually, More than 1 year?

Reply: The Management meets at regular intervals to assess BR related performance of the Company.

- (b) Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?

This is our first Business Responsibility Report since the SEBI had increased the number of companies which are required to give the Business Responsibility Report in their annual report, hence hyperlink for viewing this report is not available.

conduct as well as fair and transparent decision making. The Company's Code of Conduct also includes policies related to ethics, bribery and corruption.

These policies are applicable to all employees and Directors of the Company and its subsidiaries.

1.2 How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.

During the financial year 2019-20, there was only one complaint from shareholder/ stakeholder, and that was resolved to the satisfaction of the complainant. Further, in the same financial year total number of customer complaints were 467 out of which 451 were resolved to the satisfaction of the complainants thereby, the percentage of satisfaction was more than 96%. For other complaints we have a system of redressal of complaints at different levels.

SECTION E: PRINCIPLE-WISE PERFORMANCE

PRINCIPLE 1: BUSINESSES SHOULD CONDUCT AND GOVERN THEMSELVES WITH ETHICS, TRANSPARENCY AND ACCOUNTABILITY

1.1 Does the policy relating to ethics, bribery and corruption cover only the company? Yes/No. Does it extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs /Others?

(Related policies: Code of Conduct, Whistle Blower Policy as part of Vigil Mechanism, Three brand values i.e. What you see is what you get, On Time Delivery and Forever Care)

At Ashiana Housing Ltd. we recognise that ethical behaviour in all its functions and processes is the cornerstone to responsible business. The standards of governance serve as a guideline for addressing situations involving ethical issues in all spheres of activities of the organisation. The Whistle Blower Policy as part of Vigil Mechanism on the Company's website ensures ethical

PRINCIPLE 2: BUSINESSES SHOULD PROVIDE GOODS AND SERVICES THAT ARE SAFE AND CONTRIBUTE TO SUSTAINABILITY THROUGHOUT THEIR LIFE CYCLE

2.1. List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.

As per requirement of the project we apply and obtain Environmental Clearance from Ministry of Environment Forest and Climate Change/State Environmental Impact Assessment Authority for our project and further, for establishing and operating the project, required CTE & CTO is also obtained from State Pollution Control Boards.

Also, we are in process of obtaining EDGE Green Building Certification for one of our ongoing project "Ashiana Daksh" at Jaipur [Rajasthan].

Apart from this the following features of our projects helps in maintaining resource efficiency and sustainability:

- a) Proper Landscaping;
- b) Energy savings of approximately 15-20% by Use of energy efficient devices e.g. light sources such as LED lights in common areas.
- c) Use of Solar Water Heater and/or Solar lights and/or Solar power generation in our projects
- d) We have also installed Organic Waste Compounder (OWC) in our projects to initiate on-site waste management;
- e) 15-20% of construction raw material manufactured using recycled materials;
- f) Maximum daylight access in regularly occupied spaces
- g) Low flow fixtures in sink faucets, shower heads, and toilets for conserving water,
- h) Low volume or dual mode flush systems,
- i) Provision of Sewage Treatment Plant (STP) for treatment of domestic wastewater and recycle treated water for gardening and flushing purposes.
- j) Dual piping system of plumbing for utilizing recycled wastewater in flushing.
- k) Provision of Rain Water Harvesting (RWH) for recharging ground water and collection of rainwater from rooftops.
- l) Low Volatile Organic Compound (VOC) adhesives, sealants and paints used to maintain indoor environment quality.

In this BRR, we have compiled a few more initiatives that we have been deploying across our projects over the past years. These include:

- A. Water Efficient CP Fittings and Flushing Systems;
- B. Solar Water Heater, Lights and Solar power generation
- C. Sewage Treatment Plant
- D. Rainwater Harvesting.

2.2. For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product[optional]:

(a) Reduction during sourcing/production/ distribution achieved since the previous year throughout the value chain?

Water Efficient CP Fittings and Flushing System

While sourcing these fittings we rely upon the catalogues and also, we discuss with our vendor regarding the specifications details of various models to choose the best for our projects.

Sewage Treatment Plant

One of the initiatives that has been replicated across all locations is the installation of Sewage Treatment Plants, to

maximize reuse and recycling of wastewater. The water is treated and reused for gardening, mass cleaning, sprinkling and flushing purposes.

Rainwater Harvesting (RWH) Pits

In our projects we construct Rainwater Harvesting Pits (RWH Pits) for collecting rainwater. This collected water is used for recharging Ground water and helps in water conservation.

(b) Reduction during usage by consumers (energy, water) has been achieved since the previous year?

Water Efficient CP Fittings and Flushing Systems

In comparison to the conventional fittings and flushing systems the water efficient fittings and flushing systems helps in optimizing the use of water and reduces water wastages. We also use dual flushing systems (Half and Full Flush) which can be used as per requirement.

Solar Water Heater, Lights and Solar power generation

The use of Solar water Heaters and lights has enabled us to use renewable energy source and thereby increases the energy saving percentages in our projects. In one of our projects we have also installed Solar Power Generator.

Sewage Treatment Plant (STP)

The entire amount of residential wastewater from our project is being treated in the Sewage Treatment Plants (STP) installed inside the project and after treatment this treated water is reused in the project site itself for gardening/landscaping, flushing, sprinkling etc. This helps in reducing our dependency on Municipal Connection and reduces consumption of fresh water for such requirements.

Rainwater Harvesting

Rainwater harvesting Pits helps in recharging ground water and collection of rainwater from rooftops.

2.3. Does the company have procedures in place for sustainable sourcing (including transportation)? If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.

The sourcing largely depends upon the requirements of project and the availability of required items/materials. However, wherever feasible we make sure to source materials from local suppliers but every time it's not possible to find a local supplier for each and every required material/item.

The following measures are taken to ensure sustainable sourcing:

- a) Wherever feasible we try to get materials from local suppliers.
- b) The vehicles used for transportation of materials are covered with sheets wherever required.

- c) Vehicles for transportation of materials have PUC certificates to ensure low impact on environment.
- d) We use RMC and Fly Ash bricks in our projects in place of the conventional materials.

2.4. Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve their capacity and capability of local and small vendors?

Yes, we believe in encouraging local enterprises which, not only builds their capabilities but also helps us overcome problems that may arise due to logistics. Therefore, we source materials from local vendors wherever possible and feasible.

We at Ashiana Housing Ltd. not only encourage local suppliers but we also ensure that our value chain partners adhere to the core principles and standards set by us. We take proactive initiatives to assist them in maintaining high standards of quality, safety, ethical practices and conduct various capability building workshops.

2.5. Does the company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.

We believe that responsible management of waste is an essential aspect of sustainable development. In this context, by waste management we mean, eliminating waste wherever possible, minimizing waste where feasible and reusing materials which might otherwise become waste. Our waste management initiatives are based on opportunities presented at site locations and office premises.

We minimize and reuse wherever possible and feasible the waste generated out of our activities through various initiatives as listed below:

- a) We request our suppliers to minimize packaging where practical
- b) Construction wastes are re-used in backfilling works, for base-work of roads and pavements within work site.
- c) We have STP installed in our projects where we treat all the domestic wastewater generated within the project. After treatment the treated water is reused inside the premises for Gardening, sprinkling and flushing etc.
- d) Also, we have started using OWC (Organic Waste Converter) in our projects at Bhiwadi (Rajasthan).

Percentage of recycling of product waste is not available.

PRINCIPLE 3: BUSINESSES SHOULD PROMOTE THE WELL-BEING OF ALL EMPLOYEES

- 3.1. Please indicate the Total number of employees: 521
- 3.2. Please indicate the Total number of employees hired on temporary/contractual/casual basis: 07

3.3. Please indicate the Number of permanent women employees: 81

3.4. Please indicate the Number of permanent employees with disabilities: Nil

3.5. Do you have an employee association that is recognized by the management: There is no employee association in the company.

3.6. What percentage of your permanent employees is members of this recognized employee association? Not applicable

3.7. Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.

Sl. No.	Category	No of complaints filed during the financial year	No of complaints pending as on end of the financial year
1.	Sexual Harassment	3	0
2.	Child labour	N.A.	N.A.
3.	Forced labour	0	0
4.	Involuntary labour	0	0

3.8. What percentage of your under mentioned employees were given safety & skill upgradation training in the last year?

- (a) Permanent Employees – 85% employees
- (b) Permanent Women Employees -52% women employees
- (c) Casual/Temporary/Contractual Employees – 100%
- (d) Employees with disabilities – Data not available

PRINCIPLE 4: BUSINESSES SHOULD RESPECT THE INTERESTS OF AND BE RESPONSIVE TOWARDS ALL STAKEHOLDERS, ESPECIALLY THOSE WHO ARE DISADVANTAGED, VULNERABLE AND MARGINALIZED.

4.1 Has the company mapped its internal and external stakeholders? Yes/No

Yes, we have identified our internal and external stakeholders, the major ones being employees, contractors, contract labourers, suppliers, customers, tenants, shareholders, investors, directors, banks and the Government authorities.

4.2 Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders.

Yes, the Company has identified disadvantaged, vulnerable and marginalized stakeholders. Further we have systems and process and to identify the disadvantaged, vulnerable and marginalized stakeholders.

4.3 Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders. If so, provide details thereof, in about 50 words or so.

In our efforts towards improving the overall quality of life, it is equally important to promote the well-being of the weaker

sections of the society. With this thought process, we have engaged with multiple stakeholders to motivate, encourage and build a healthy and equitable social environment.

Following are the key focus areas of Ashiana to serve the society:

Education: Educating labourers children through Ashiana Phoolwari Schools & Infrastructural development of government schools;

Employment Enhancing Skill Training: Converting unskilled and semi-skilled workers to skilled workers through training and development modules;

Empowering Women: Skill-based training workshops for women labourers;

Environment Sustainability – Plantation & water saving;

Area Development - Improvement of infrastructure and facilities in adjoining areas.

PRINCIPLE 5: BUSINESS SHOULD RESPECT AND PROMOTE HUMAN RIGHTS

5.1. Does the policy of the company on human rights cover only the company or extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/Others?

The policy on human rights not only covers the Company but also extends to the group, joint ventures. The Company's policy and practices relating to protection of human rights viz. non-engagement of child labour, personal hygiene, safety and welfare measures of workers etc., are applicable to the Company and its subsidiaries, joint ventures, associates and contractors.

5.2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?

The company has not received any Human Rights complaint.

PRINCIPLE 6: BUSINESS SHOULD RESPECT, PROTECT AND MAKE EFFORTS TO RESTORE THE ENVIRONMENT

6.1 Does the policy related to Principle 6 cover only the company or extends to the Group/Joint Ventures/Suppliers/Contractors/NGOs/others

The environmental policy of the company confirms our commitment to comply with all Environmental legislative requirements and to ensure continual improvement through the implementation of responsible Environment management processes and preventative measures in order to control, minimize or eliminate environmental risks and impacts across all existing and future real estate projects.

Also, we have established and documented our Safety SOP describing the processes and Safety Rules to be followed at all sites of the company across all locations.

In addition to above our company has also established its Corporate Environmental and Social (E&S) Policy, which is introduced to

some of our projects. The E&S Policy defines the E&S objectives and principles for their operations which will guide the company to achieve E&S performance in compliance with the applicable legal requirements. This policy sets out AHL's commitment to providing a safe, healthy environment and experience for its employees, contractors, consultants and visitors.

6.2. Does the company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc.? Y/N. If yes, please give hyperlink for webpage etc.

As of now, we have not formulated any strategy/initiative to address such issues globally, but we practice the following in order to curb environmental footprint:

- Use of low flow fixtures in plumbing designs to reduce water and energy consumption;
- Recycling most of the construction waste in backfilling work and for base work of roads inside the project;
- Use of low VOC paints, sealants and adhesives to ensure healthy indoor air quality;
- Proper landscaping and maintaining greenery. We also do plantation of trees along the boundaries;
- Using fly ash bricks instead of conventional bricks in brick wall;
- We are planning to introduce the use of concrete block which will help in reducing indoor temperature;
- Recharging ground water to help in maintaining ground water level by installing RWH;
- Recycling sewerage of water and using recycled water in gardening and flushing by the installation of STP in projects.

6.3 Does the company identify and assess potential environmental risks? Y/N

We realize that environmental risks may disrupt business continuity and thus pose a threat. The potential environmental risks across all our locations are identified and assessed at the design stage itself. These risks are covered under Environment Management Plan for all our projects and an action plan to mitigate the risks are accordingly strategized. This EMP is also submitted along with our application for obtaining Environmental Clearance for our projects and approved by the authorities.

6.4 Does the company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?

We do not have any projects related to Clean Development Mechanism.

6.5 Has the company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page etc.

The Company's energy consumption is minimal. We continually strive to reduce energy consumption in our developments

by following the enhanced energy conservation measures. Company's projects are created with following energy conserving feature:

- a. **Gearless lifts:** It saves power consumption because it runs on Permanent Magnet Synchronous Technology. Due to removal of gear box, it reduces pollution. Hence it is called as Green Elevator. Also, it reduces power loss in speed reduction.
- b. **Solar geysers:** We are installing/fitting solar energy water heater into the geysers of individual apartments. This activity reduces consumption of power required for heating water during winter.
- c. **Use of LED lights:** We have replaced all sodium vapor or metal halide light fixtures by CFL and LED lights, which consumes much lower energy.
- d. We leave very minimum open paved hard space. We cover area by grass/ shrubs/ ground which consumes solar energy and supply oxygen. This affects ambient temperature within the premise.
- e. We plan, design and plant trees along the roads, so that cars can be parked under their shade and remain cool. Due to this, the energy consumed by the air-condition to cool the car is also reduced.
- f. We prefer to use multiple number of Diesel Generators sets instead of very large capacity Diesel Generator sets and synchronize them to optimize power generation, power usage and oil consumption.
- g. **Solar Generator:**

We have installed solar power generation unit in one of our project and power generated from solar generator is being consumed in common area electricity which minimizes the electrical consumption load on common area of building and reduces maintenance cost.

In the recent past we have inducted a solar generating set so that we can store electricity generated from solar system and to be utilized for lighting facilities in the labour hutment area. A pilot project is going on. On achievement of reasonable success, we shall implement the same to most of projects.

Rainwater Harvesting Pit: We construct rainwater harvesting pit in the projects to augment the ground water recharge through surplus water available. The advantage is that the quality of ground water in the area is improved by recharging the fresh ground water.

Organic Waste Converters: Ashiana has successfully installed organic waste converters in some of the projects in Bhiwadi and planned to install in all projects as per environment norms. Waste is segregated at household level as biodegradable/inorganic waste and collected in

separate bins. Garbage is again segregated at plant level. Organic waste is converted into compost using organic waste converters. The compost is used as organic manure for landscape and plantations within the project site.

DWC Pipe: We have introduced Double Wall Corrugated (DWC) pipes, made of environment friendly material which is very good for underground pipe laying. Green piping materials (Eco-friendly) reduce environmental issues greatly. The other advantage of using DWC pipe is lifespan of the material, which is very high. It can stay in the workable condition for more than 40 years. It also reduces the recurring cost as the chances of damages are less.

- h. We are providing baffle wall in storm water drain, to allow storm water to percolate and recharge the ground water, the purpose is to conserve maximum possible storm water.
- i. We use recycled water from STP for flushing and horticulture work, thus reducing the demand of fresh water.
- j. We use low flow nozzle fittings in our projects. This reduces overall water consumption in the project after occupancy.
- k. A lot of water is consumed during the course of construction, keeping this in mind we are inducting sprinklers for conserving water consumption during construction

6.6 Are the Emissions/Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?

Yes.

6.7 Number of show cause/ legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.

Nil

PRINCIPLE 7: BUSINESSES, WHEN ENGAGED IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A RESPONSIBLE MANNER

7.1 Is your company a member of any trade and chamber or association? If yes, name only those major ones that your business deals with:

- (a). CREDAI
- (b). CII
- (c). PHDCCI

7.2 Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/ No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)

Answer: "The Company undertakes need-based advocacy on issues pertaining to the industry, for the advancement of public good through its membership in relevant industry bodies."

PRINCIPLE 8: BUSINESSES SHOULD SUPPORT INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT

8.1 Does the company have specified programme/initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof.

Ashiana Housing Ltd. is committed to the well-being of the local communities and the society at large. The scope of activities which may be undertaken as part of the Corporate Social Responsibility Policy of the company shall include projects and programmes, in pursuance of recommendations of the CSR Committee of the Board, relating to:

- i) Projects or programmes relating to activities specified in Schedule VII to the Companies Act, 2013 read with present Rules and Regulations. Details of such projects or programmes are given in CSR policy of the company; and
- ii) Other projects or programmes relating to the following:

Education: Educating labourers children through Ashiana Phoolwari Schools & Infrastructural development of Govt. Schools;

Employment Enhancing Skill Training: Converting unskilled and semi-skilled workers to skilled workers through training and development modules

Women Empowerment: Skill-based training workshops for women labourers

Environment sustainability: Plantation & water saving various other measures related to conservation of energy

Area Development: Improvement of infrastructure and facilities in adjoining areas.

8.2 Are the programme/projects undertaken through in-house team/own foundation/external NGO/government structures/any other organization?

Our activities relating to CSR has been done by "The Ashiana Foundation", include activities covering training and education, environment upkeep, specific projects based on local requirements and sensibilities, and donations to NGO's and hospitals from Directors' fund. At the same time doing / undertaking activities for the welfare of labourers though not forming part of CSR activities.

8.3 Have you done any impact assessment of your initiative?

The expenditure on CSR activities and impact of such expenditure is periodically monitored by the CSR committee of the Board.

8.4 What is your company's direct contribution to community development projects amount in INR and the details of the projects undertaken.

Details of CSR expenditure are given in the Corporate Social Responsibility section of the Director's Report in the annual report 2019-20.

8.5 Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.

The expenditure made on CSR activities and the impact of such expenditure is periodically monitored by the CSR Committee of the Board to assess community development initiative is successfully adopted by the community. Detail about the same is given in the Management Discussion & Analysis section of the annual report 2019-20.

PRINCIPLE 9: BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CUSTOMERS AND CONSUMERS IN A RESPONSIBLE MANNER

9.1 What percentage of customer complaints/consumer cases are pending as on the end of financial year.

As on 31st March, 2020, there were only 11 consumer cases pending against the company and its associates across all locations.

9.2 Does the company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A. /Remarks (additional information)

Unlike the manufacturing industry there are no labelling requirements for the products generated by the company. However, in the context of real estate development activities of the company, the Government of India has enacted the Real Estate (Development & Regulation) Act, 2016 (RERA) on 26th March, 2016 effective from 01st May, 2017. As per the RERA complete information about the project is displayed on the RERA website of the respective States where project is located alongwith other requirements.

9.3 Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.

No

9.4 Did your company carry out any consumer survey/ consumer satisfaction trends?

The company has internal system of gauging the satisfaction level of its customers through Net Promoters Scores called "Khushimeter". Under this system Customer Satisfaction is gauged by its internal customer care team within seven days from the date of handing over of possession of the unit purchased. Satisfaction level is measured on a scale of 0-10 against different parameters. There is also a system of corrective action if there has been any reason of material dissatisfaction from the customer. Further, the Ashiana Maintenance Services LLP, a maintenance entity of Ashiana Housing Ltd., has also initiated internal system of gauging the satisfaction level of our existing customers through 'Delight Meter'. Under this system satisfaction level is measured under three bands against different parameters.

Apart from the above the executive team of senior management also takes feed-back from existing customers as well as from prospective buyers to measure happiness quotient or satisfaction level of the customers and to understand how the company can serve them better.

Principles to Assess Compliance With Environmental, Social and Governance Norms

[See Regulation 34(2)(f)]

Principle 1: Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

1. Businesses should develop governance structures, procedures and practices that ensure ethical conduct at all levels; and promote the adoption of this principle across its value chain. Businesses should communicate transparently and assure access to information about their decisions that impact relevant stakeholders.
2. Businesses should not engage in practices that are abusive, corrupt, or anti competition.
3. Businesses should truthfully discharge their responsibility on financial and other mandatory disclosures.
4. Businesses should report on the status of their adoption of these Guidelines as suggested in the reporting framework in this document.
5. Businesses should avoid complicity with the actions of any third party that violates any of the principles contained in these Guidelines

Principle 2: Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

1. Businesses should assure safety and optimal resource use over the life-cycle of the product – from design to disposal – and ensure that everyone connected with it designers, producers, value chain members, customers and recyclers are aware of their responsibilities.
2. Businesses should raise the consumer's awareness of their rights through education, product labelling, appropriate and helpful marketing communication, full details of contents and composition and promotion of safe usage and disposal of their products and services.
3. In designing the product, businesses should ensure that the manufacturing processes and technologies required to produce it are resource efficient and sustainable.
4. Businesses should regularly review and improve upon the process of new technology development, deployment and commercialization, incorporating social, ethical, and environmental considerations.
5. Businesses should recognize and respect the rights of people who may be owners of traditional knowledge, and other forms of intellectual property.
6. Businesses should recognize that over-consumption results in unsustainable exploitation of our planet's resources, and should therefore promote sustainable consumption, including recycling of resources.

Principle 3: Businesses should promote the wellbeing of all employees

1. Businesses should respect the right to freedom of association, participation, collective bargaining, and provide access to appropriate grievance Redressal mechanisms.
2. Businesses should provide and maintain equal opportunities at the time of recruitment as well as during the course of employment irrespective of caste, creed, gender, race, religion, disability or sexual orientation.
3. Businesses should not use child labour, forced labour or any form of involuntary labour, paid or unpaid.
4. Businesses should take cognizance of the work-life balance of its employees, especially that of women.
5. Businesses should provide facilities for the wellbeing of its employees including those with special needs. They should ensure timely payment of fair living wages to meet basic needs and economic security of the employees.
6. Businesses should provide a workplace environment that is safe, hygienic humane, and which upholds the dignity of the employees. Business should communicate this provision to their employees and train them on a regular basis.
7. Businesses should ensure continuous skill and competence upgrading of all employees by providing access to necessary learning opportunities, on an equal and non-discriminatory basis. They should promote employee morale and career development through enlightened human resource interventions.
8. Businesses should create systems and practices to ensure a harassment free workplace where employees feel safe and secure in discharging their responsibilities.

Principle 4: Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized.

1. Businesses should systematically identify their stakeholders, understand their concerns, define purpose and scope of engagement, and commit to engaging with them.
2. Businesses should acknowledge, assume responsibility and be transparent about the impact of their policies, decisions, product & services and associated operations on the stakeholders.
3. Businesses should give special attention to stakeholders in areas that are underdeveloped.
4. Businesses should resolve differences with stakeholders in a just, fair and equitable manner.

Principle 5: Businesses should respect and promote human rights

1. Businesses should understand the human rights content of the Constitution of India, national laws and policies and the content of International Bill of Human Rights.
2. Businesses should appreciate that human rights are inherent, universal, indivisible and interdependent in nature.
3. Businesses should integrate respect for human rights in management systems, in particular through assessing and managing human rights impacts of operations, and ensuring all individuals impacted by the business have access to grievance mechanisms.
4. Businesses should recognize and respect the human rights of all relevant stakeholders and groups within and beyond the workplace, including that of communities, consumers and vulnerable and marginalized groups.
5. Businesses should, within their sphere of influence, promote the awareness and realization of human rights across their value chain.
6. Businesses should not be complicit with human rights abuses by a third party.

Principle 6: Business should respect, protect, and make efforts to restore the environment

1. Businesses should utilize natural and manmade resources in an optimal and responsible manner and ensure the sustainability of resources by reducing, reusing, recycling and managing waste.
2. Businesses should take measures to check and prevent pollution. They should assess the environmental damage and bear the cost of pollution abatement with due regard to public interest.
3. Businesses should ensure that benefits arising out of access and commercialization of biological and other natural resources and associated traditional knowledge are shared equitably.
4. Businesses should continuously seek to improve their environmental performance by adopting cleaner production methods, promoting use of energy efficient and environment friendly technologies and use of renewable energy.
5. Businesses should develop Environment Management Systems (EMS) and contingency plans and processes that help them in preventing, mitigating and controlling environmental damages and disasters, which may be caused due to their operations or that of a member of its value chain.
6. Businesses should report their environmental performance, including the assessment of potential environmental risks associated with their operations, to the stakeholders in a fair and transparent manner.
7. Businesses should proactively persuade and support its value chain to adopt this principle.

Principle 7: Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner

1. Businesses, while pursuing policy advocacy, must ensure that their advocacy positions are consistent with the Principles and Core Elements contained in these Guidelines.
2. To the extent possible, businesses should utilize the trade and industry chambers and associations and other such collective platforms to undertake such policy advocacy.

Principle 8: Businesses should support inclusive growth and equitable development

1. Businesses should understand their impact on social and economic development, and respond through appropriate action to minimise the negative impacts.
2. Businesses should innovate and invest in products, technologies and processes that promote the wellbeing of society.
3. Businesses should make efforts to complement and support the development priorities at local and national levels, and assure appropriate resettlement and rehabilitation of communities who have been displaced owing to their business operations.
4. Businesses operating in regions that are underdeveloped should be especially sensitive to local concerns.

Principle 9: Businesses should engage with and provide value to their customers and consumers in a responsible manner

1. Businesses, while serving the needs of their customers, should take into account the overall well-being of the customers and that of society.
2. Businesses should ensure that they do not restrict the freedom of choice and free competition in any manner while designing, promoting and selling their products.
3. Businesses should disclose all information truthfully and factually, through labeling and other means, including the risks to the individual, to society and to the planet from the use of the products, so that the customers can exercise their freedom to consume in a responsible manner. Where required, businesses should also educate their customers on the safe and responsible usage of their products and services.
4. Businesses should promote and advertise their products in ways that do not mislead or confuse the consumers or violate any of the principles in these Guidelines.
5. Businesses should exercise due care and caution while providing goods and services that result in over exploitation of natural resources or lead to excessive conspicuous consumption.
6. Businesses should provide adequate grievance handling mechanisms to address customer concerns and feedback.

ANNEXURE II

Extract of the Annual Return as on the financial year ended on 31st March, 2020

I. Registration and other details:

Particulars	Details
Corporate Identification No. (CIN)	L70109WB1986PLC040864
Registration Date	25 th June, 1986
Name of the Company	Ashiana Housing Ltd.
Category / Sub-Category of the Company	Non- Government Company
Address of the Registered office and contact details	11G Everest, 46/C, Chowringhee Road, Kolkata-700071, 033-4265 4265
Whether listed company	Yes
Name, Address and Contact details of Registrar and Transfer Agent,	Beetal Financial & Computer Service Pvt. Ltd., Beetal House, 3 rd Floor, 99, Madangir, Near Dada Harsukhdas Mandir, Behind Local Shopping Centre, New Delhi - 110 062, 011-2996 1281/82/83

II. Principal Business Activities of the Company

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:

Sl. No.	Name and description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Real estate activities with own or leased property	4100	96.60%

III. Particulars of Holding, Subsidiary and Associate Companies

Sl. No.	Name & Address of the company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable section
1.	Latest Developers Advisory Ltd. [11G Everest, 46/C, Chowringhee Road, Kolkata - 700071]	U74140WB2010PLC151246	Subsidiary company	100%	2(87)
2.	Topwell Projects Consultants Ltd. [11G Everest, 46/C, Chowringhee Road, Kolkata - 700071]	U74140WB2010PLC151254	Subsidiary company	100%	2(87)
3.	Kairav Developers Ltd. [11G Everest, 46/C, Chowringhee Road, Kolkata - 700071]	U70200WB2020PLC235663	Subsidiary company	100%	2(87)

Note: There is no holding or associate company of Ashiana Housing Ltd.

IV. Shareholding Pattern (Equity Share Capital Breakup as percentage of Total Equity)

(i) Category-wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year (i.e. 01.04.2019)				No. of Shares held at the end of the year (i.e. 31.03.2020)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual /HUF	60,734,475	-	60,734,475	59.34	60,734,475	-	60,734,475	59.34	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt. (s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	1,738,285	-	1,738,285	1.70	60,734,475	-	1,738,285	1.70	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	62,472,760	-	62,472,760	61.04	60,734,475	-	62,472,760	61.04	-

Category of Shareholders	No. of Shares held at the beginning of the year (i.e. 01.04.2019)				No. of Shares held at the end of the year (i.e. 31.03.2020)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Foreign	-	-	-	-	-	-	-	-	-
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A)= (A)(1)+(A)(2)	62,472,760	-	62,472,760	61.04	62,472,760	-	62,472,760	61.04	-
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	7,171,812	-	7,171,812	7.01	10,237,033	-	10,237,033	10.00	2.99
b) Banks / FI	53,394	3,500	56,894	0.06	20,043	3,500	23,543	0.02	0.04
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	1,481,371	170,250	1,651,621	1.61	868,932	-	868,932	0.85	0.76
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	8,706,577	173,750	8,880,327	8.68	11,126,008	3,500	11,129,508	10.87	2.19
2. Non Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	4,641,398	7,000	4,648,398	4.54	3,901,997	7,000	3,908,997	3.82	0.72
ii) Overseas	175	-	175	-	175	-	175	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual Shareholders holding nominal share capital upto ₹1 Lakh	15,526,749	3,225,791	18,752,540	18.32	14,047,806	2,612,641	19,387,921	18.94	0.62
ii) Individual Shareholders holding nominal share capital in excess of ₹1 Lakh	2,851,011	-	2,851,011	2.78	2,727,474	-	2,727,474	2.66	0.12
c) Others	-	-	-	-	-	-	-	-	-
i) NRI	1,669,353	12,625	1,681,978	1.64	1,818,641	10,225	1,828,266	1.79	0.15
ii) Clearing members	35,924	-	35,924	0.04	80,815	-	80,815	0.07	0.03
iii) HUF	570,545	-	570,545	0.55	569,550	-	569,550	0.56	0.01
iv) Trusts	21,216	-	21,216	0.02	-	-	-	-	0.02
v) IEPF Authority	2,437,225	-	2,437,225	2.38	2,974,107	-	2,974,107	2.91	0.53
Sub-total (B)(2):-	27,753,596	3,245,416	30,999,012	30.29	26,120,565	2,629,266	28,749,831	30.29	-
Total Public shareholding (B) = (B)(1)+(B)(2)	36,460,673	3,418,666	39,879,339	38.96	37,246,573	26,32,766	39,879,339	38.96	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	98,933,433	3,418,666	102,352,099	100	99,719,333	2,632,766	102,352,099	100	-

(ii) Shareholding of Promoters

Sl. No.	Promoter's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% 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.	Vishal Gupta	1,40,34,340	13.71	Nil	1,40,34,340	13.71	Nil	Nil
2.	Ankur Gupta	2,02,44,825	19.78	Nil	2,02,44,825	19.78	Nil	Nil
3.	Varun Gupta	2,02,44,825	19.78	Nil	2,02,44,825	19.78	Nil	Nil
4.	Rachna Gupta	62,10,485	6.07	Nil	62,10,485	6.07	Nil	Nil
5.	OPG Realtors Ltd.	17,38,285	1.70	Nil	17,38,285	1.70	Nil	Nil
Total		6,24,72,760	61.04	Nil	6,24,72,760	61.04	Nil	Nil

(iii) Change in Promoters' Shareholding

There are no changes in Promoters' Shareholding

(iv) Shareholding Pattern of top ten shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.	Name of the Shareholders	At the beginning of the year (i.e. 01.04.2019)		At the end of the year (i.e 31.03.2020)		Cumulative Shareholding during the year		Increase / Decrease in Share holding during the year	Reasons (for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company	No. of shares	% of total Shares of the company		
1	ICICI Prudential Equity & Debt Fund	5,109,790	4.992	7,443,152	7.272	51,23,367 (on 31 st May, 2019)	5.001 (on 31 st May, 2019)	Purchased 13,577 shares (on 31 st May, 2019)	Transfers
						54,24,869 (on 07 th June, 2019)	5.300 (on 07 th June, 2019)	Purchased 3,01,502 shares (on 07 th June, 2019)	
						55,39,157 (on 21 st June, 2019)	5.412 (on 21 st June, 2019)	Purchased 1,14,288 shares (on 21 st June, 2019)	
						56,16,790 (on 28 th June, 2019)	5.488 (on 28 th June, 2019)	Purchased 77,633 shares (on 28 th June, 2019)	
						57,16,790 (on 12 th July, 2019)	5.585 (on 12 th July, 2019)	Purchased 1,00,000 shares (on 12 th July, 2019)	
						58,08,908 (on 19 th July, 2019)	5.675 (on 19 th July, 2019)	Purchased 92,118 shares (on 19 th July, 2019)	
						58,40,396 (on 26 th July, 2019)	5.706 (on 26 th July, 2019)	Purchased 31,488 shares (on 26 th July, 2019)	
						58,53,810 (on 09 th August, 2019)	5.719 (on 09 th August, 2019)	Purchased 13,414 shares (on 09 th August, 2019)	
						60,53,794 (on 18 th October, 2019)	5.914 (on 18 th October, 2019)	Purchased 1,99,984 shares (on 18 th October, 2019)	
						61,73,613 (on 25 th October, 2019)	6.032 (on 25 th October, 2019)	Purchased 1,19,819 shares (on 25 th October, 2019)	
						62,02,760 (on 08 th November, 2019)	6.060 (on 08 th November, 2019)	Purchased 29,147 shares (on 08 th November, 2019)	

Sl. No.	Name of the Shareholders	At the beginning of the year (i.e. 01.04.2019)		At the end of the year (i.e 31.03.2020)		Cumulative Shareholding during the year		Increase / Decrease in Share holding during the year	Reasons (for increase / decrease [e.g. allotment / transfer / bonus / sweat equity etc])
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company	No. of shares	% of total Shares of the company		
						64,70,557 (on 22 nd November, 2019)	6.322 (on 22 nd November, 2019)	Purchased 2,67,797 shares (on 08 th November, 2019)	
						65,41,327 (on 29 th November, 2019)	6.391 (on 29 th November, 2019)	Purchased 70,770 shares (on 29 th November, 2019)	
						65,96,559 (on 06 th December, 2019)	6.445 (on 06 th December, 2019)	Purchased 55,232 shares (on 06 th December, 2019)	
						66,46,559 (on 13 th December, 2019)	6.494 (on 13 th December, 2019)	Purchased 50,000 shares (on 13 th December, 2019)	
						66,33,834 (on 20 th December, 2019)	6.481 (on 20 th December, 2019)	Sold 12,725 shares (on 20 th December, 2019)	
						66,46,446 (on 03 rd January, 2020)	6.494 (on 03 rd January, 2020)	Purchased 12,612 shares (on 03 rd January, 2019)	
						66,46,544 (on 10 th January, 2020)	6.494 (on 10 th January, 2020)	Purchased 98 shares (on 10 th January, 2020)	
						67,41,703 (on 07 th February, 2020)	6.587 (on 07 th February, 2020)	Purchased 95,159 shares (on 07 th February, 2020)	
						67,70,776 (on 21 st February, 2020)	6.615 (on 21 st February, 2020)	Purchased 29,073 shares (on 21 st February, 2020)	
						69,13,141 (on 06 th March, 2020)	6.754 (on 06 th March, 2020)	Purchased 1,42,365 shares (on 06 th March, 2020)	
						69,70,359 (on 13 th March, 2020)	6.810 (on 13 th March, 2020)	Purchased 57,218 shares (on 13 th March, 2020)	
						70,93,152 (on 20 th March, 2020)	6.930 (on 20 th March, 2020)	Purchased 1,22,793 shares (on 20 th March, 2020)	
						71,43,152 (on 27 th March, 2020)	6.979 (on 27 th March, 2020)	Purchased 50,000 shares (on 27 th March, 2020)	
						74,43,152 (on 31 st March, 2020)	7.272 (on 31 st March, 2020)	Purchased 3,00,000 shares (on 31 st March, 2020)	
2	Investor Education & Protection Fund Authority	2,437,225	2.381	2,974,107	2.906	28,45,012 (on 12 th April, 2019)	2.780 (on 12 th April, 2019)	Purchased 4,07,787 shares (on 12 th April, 2019)	
						28,43,262 (on 18 th October, 2019)	2.778 (on 18 th October, 2019)	Sold 1,750 shares (on 18 th October, 2019)	
						29,74,387 (on 27 th December, 2019)	2.906 (on 27 th December, 2019)	Purchased 1,31,125 shares (on 27 th December, 2019)	

Sl. No.	Name of the Shareholders	At the beginning of the year (i.e. 01.04.2019)		At the end of the year (i.e 31.03.2020)		Cumulative Shareholding during the year		Increase / Decrease in Share holding during the year	Reasons (for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company	No. of shares	% of total Shares of the company		
						29,75,357 (on 17 th January, 2020)	2.907 (on 17 th January, 2020)	Purchased 970 shares (on 17 th January, 2020)	
						29,74,107 (on 24 th January, 2020)	2.906 (on 24 th January, 2020)	Sold 1250 shares (on 24 th January, 2020)	
3	SBI Small Cap Fund	2,062,022	2.015	2,726,821	2.664	24,63,743 (on 05 th July, 2019)	2.407 (on 05 th July, 2019)	Purchased 4,01,721 shares (on 05 th July, 2019)	Transfers
						26,09,577 (on 12 th July, 2019)	2.549 (on 12 th July, 2019)	Purchased 1,45,834 shares (on 12 th July, 2019)	
						28,69,821 (on 19 th July, 2019)	2.801 (on 19 th July, 2019)	Purchased 2,60,244 shares (on 19 th July, 2019)	
						28,42,678 (on 11 th October, 2019)	2.777 (on 11 th October, 2019)	Sold 27,143 shares (on 11 th October, 2019)	
						28,42,577 (on 18 th October, 2019)	2.777 (on 18 th October, 2019)	Sold 101 shares (on 18 th October, 2019)	
						27,98,211 (on 25 th October, 2019)	2.734 (on 25 th October, 2019)	Sold 44,366 shares (on 25 th October, 2019)	
						27,71,821 (on 01 st November, 2019)	2.708 (on 01 st November, 2019)	Sold 26,390 shares (on 01 st November, 2019)	
						27,26,821 (on 08 th November, 2019)	2.664 (on 08 th November, 2019)	Sold 45,000 shares (on 08 th November, 2019)	
4	M3 Investments (P) Ltd.	1,500,000	1.465	1,500,000	1.465	NIL	NIL	NIL	
5	Cellour Commercial (P) Ltd.	1,026,452	1.002	1,022,566	0.999	10,22,566 (on 06 th March, 2020)	0.999 (on 06 th March, 2020)	Sold 3,886 shares (on 06 th March, 2020)	
6	Satish Chandra Katyal	558,504	0.545	558,504	0.545	NIL	NIL	NIL	
7	Alok Lodha	484,017	0.473	520,000	0.508	4,89,017 (on 07 th June, 2019)	0.478 (on 07 th June, 2019)	Purchased 5,000 shares (on 07 th June, 2019)	Transfers
						5,02,442 (on 21 st June, 2019)	0.491 (on 21 st June, 2019)	Purchased 13,425 shares (on 21 st June, 2019)	
						5,34,397 (on 05 th July, 2019)	0.522 (on 05 th July, 2019)	Purchased 31,955 shares (on 05 th July, 2019)	
						5,00,000 (on 26 th July, 2019)	0.489 (on 26 th July, 2019)	Sold 34,397 shares (on 26 th July, 2019)	
						5,35,496 (on 09 th August, 2019)	0.523 (on 09 th August, 2019)	Purchased 35,496 shares (on 09 th August, 2019)	
						5,44,933 (on 20 th September, 2019)	0.532 (on 20 th September, 2019)	Purchased 9,437 shares (on 20 th September, 2019)	

Sl. No.	Name of the Shareholders	At the beginning of the year (i.e. 01.04.2019)		At the end of the year (i.e. 31.03.2020)		Cumulative Shareholding during the year		Increase / Decrease in Share holding during the year	Reasons (for increase / decrease [e.g. allotment / transfer / bonus / sweat equity etc])
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company	No. of shares	% of total Shares of the company		
						5,39,933 (on 27 th September, 2019)	0.528 (on 27 th September, 2019)	Sold 5,000 shares (on 27 th September, 2019)	
						5,38,785 (on 07 th February, 2020)	0.526 (on 07 th February, 2020)	Sold 1,148 shares (on 07 th February, 2020)	
						5,36,424 (on 21 st February, 2020)	0.524 (on 21 st February, 2020)	Sold 2,361 shares (on 21 st February, 2020)	
						5,30,000 (on 28 th February, 2020)	0.518 (on 28 th February, 2020)	Sold 6,424 shares (on 28 th February, 2020)	
						5,20,000 (on 06 th March, 2020)	0.508 (on 06 th March, 2020)	Sold 10,000 shares (on 06 th March, 2020)	
8	Shobha Katyal	266,680	0.26	266,680	0.26	Nil	Nil	Nil	
9	Devayani Gulabsi Khimji	202,064	0.197	245,848	0.24	2,45,848 (on 24 th May, 2019)	0.240 (on 24 th May, 2019)	Purchased 43,784 shares (on 24 th May, 2019)	Transfers
10	The Emerging Markets small Cap Series of the DFA Investment	240,932	0.235	242,139	0.237	2,42,139 (on 14 th February, 2020)	0.237 (on 14 th February, 2020)	Purchased 1,207 shares (on 14 th February, 2020)	Transfers
11	Japan Trustee Services Bank, Ltd. State Bank Of India	200,000	0.195	200,000	0.195	NIL	NIL	NIL	
12	Gursimranbir Singh	25,000	0.024	200,000	0.195	40,000 (on 06 th December, 2019)	0.039 (on 06 th December, 2019)	Purchased 15,000 shares (on 06 th December, 2019)	Transfers
						50,000 (on 13 th December, 2019)	0.049 (on 13 th December, 2019)	Purchased 10,000 shares (on 13 th December, 2019)	
						60,000 (on 20 th December, 2019)	0.059 (on 20 th December, 2019)	Purchased 10,000 shares (on 20 th December, 2019)	
						65,000 (on 03 rd January, 2020)	0.063 (on 03 rd January, 2020)	Purchased 5,000 shares (on 03 rd January, 2020)	
						70,000 (on 10 th January, 2020)	0.068 (on 10 th January, 2020)	Purchased 5,000 shares (on 10 th January, 2020)	
						1,00,000 (on 07 th February, 2020)	0.098 (on 07 th February, 2020)	Purchased 30,000 shares (on 07 th February, 2020)	
						1,02,230 (on 14 th February, 2020)	0.099 (on 14 th February, 2020)	Purchased 2,230 shares (on 14 th February, 2020)	
						1,60,000 (on 28 th February, 2020)	0.156 (on 28 th February, 2020)	Purchased 57,770 shares (on 28 th February, 2020)	

Sl. No.	Name of the Shareholders	At the beginning of the year (i.e. 01.04.2019)		At the end of the year (i.e 31.03.2020)		Cumulative Shareholding during the year		Increase / Decrease in Share holding during the year	Reasons (for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company	No. of shares	% of total Shares of the company		
						1,80,000 (on 06 th March, 2020)	0.176 (on 06 th March, 2020)	Purchased 20,000 shares (on 06 th March, 2020)	
						2,00,000 (on 13 th March, 2020)	0.195 (on 13 th March, 2020)	Purchased 20,000 shares (on 06 th March, 2020)	
13	Chartered Finance & Leasing Limited	190,331	0.186	190,331	0.186	NIL	NIL	NIL	
14	Prateek Shailesh Shah	70,900	0.069	180,621	0.177	71,900 (on 31 st May, 2019)	0.070 (on 31 st May, 2019)	Purchased 1,000 shares (on 31 st May, 2019)	Transfers
						19,125 (on 14 th June, 2019)	0.088 (on 14 th June, 2019)	Purchased 18,225 shares (on 14 th June, 2019)	
						1,14,880 (on 21 st June, 2019)	0.112 (on 21 st June, 2019)	Purchased 24,775 shares (on 21 st June, 2019)	
						1,30,880 (on 25 th October, 2019)	0.128 (on 25 th October, 2019)	Purchased 16,000 shares (on 25 th October, 2019)	
						1,32,880 (on 01 st November, 2019)	0.130 (on 01 st November, 2019)	Purchased 2,000 shares (on 01 st November, 2019)	
						1,36,407 (on 22 nd November, 2019)	0.133 (on 22 nd November, 2019)	Purchased 3,527 shares (on 22 nd November, 2019)	
						1,35,807 (on 29 th November, 2019)	0.132 (on 29 th November, 2019)	Sold 600 shares (on 29 th November, 2019)	
						1,52,000 (on 20 th December, 2019)	0.149 (on 20 th December, 2019)	Purchased 16,193 shares (on 20 th December, 2019)	
						1,59,000 (on 27 th December, 2019)	0.155 (on 27 th December, 2019)	Purchased 7,000 shares (on 27 th December, 2019)	
						1,65,000 (on 10 th January, 2020)	0.161 (on 10 th January, 2020)	Purchased 6,000 shares (on 10 th January, 2020)	
						1,80,621 (on 17 th January, 2020)	0.177 (on 17 th January, 2020)	Purchased 15,621 shares (on 17 th January, 2020)	
15	Gallon Holdings Pvt. Ltd	138,553	0.135	135,000	0.132	1,36,424 (on 31 st May, 2019)	0.133 (on 31 st May, 2019)	Sold 2,129 shares (on 31 st May, 2019)	Transfers
						1,34,803 (on 07 th June, 2019)	0.131 (on 07 th June, 2019)	Sold 1,621 shares (on 07 th June, 2019)	
						1,35,000 (on 22 nd November, 2019)	0.132 (on 22 nd November, 2019)	Purchased 197 shares (on 22 nd November, 2019)	
16	Awinash P Wadhwa	132,025	0.129	132,025	0.129	NIL	NIL	NIL	

Sl. No.	Name of the Shareholders	At the beginning of the year (i.e. 01.04.2019)		At the end of the year (i.e. 31.03.2020)		Cumulative Shareholding during the year		Increase / Decrease in Share holding during the year	Reasons (for increase / decrease [e.g. allotment / transfer / bonus / sweat equity etc])
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company	No. of shares	% of total Shares of the company		
17	Emerging Markets Core Equity Portfolio (The Portfolio of DF)	94,060	0.092	116,727	0.114	1,01,152 (on 12 th April, 2019)	0.099	Purchased 7,092 shares (on 12 th April, 2019)	Transfers
						1,08,254 (on 14 th June, 2019)	0.106	Purchased 7,102 shares (on 14 th June, 2019)	
						1,15,156 (on 14 th June, 2019)	0.113	Purchased 6,902 shares (on 14 th June, 2019)	
						1,22,201 (on 05 th July, 2019)	0.119	Purchased 7,045 shares (on 05 th July, 2019)	
						1,16,727 (on 06 th March, 2020)	0.114	Sold 5,474 shares (on 06 th March, 2020)	
18	Rajeev Manilal Sangoi	112,655	0.11	112,655	0.11	NIL	NIL	NIL	
19	Gulabsi Ratansi Khimji	14,994	0.015	111,610	0.109	1,11,610 (on 18 th October, 2019)	0.109	Purchased 96,616 shares (on 18 th October, 2019)	Transfers
20	Manish Prataprai Gandhi	20000	0.02	110000	0.108	30,000 (on 25 th October, 2019)	0.029	Purchased 10,000 shares (on 25 th October, 2019)	Transfers
						40,000 (on 01 st November, 2019)	0.039	Purchased 10,000 shares (on 01 st November, 2019)	
						50,000 (on 08 th November, 2019)	0.049	Purchased 10,000 shares (on 08 th November, 2019)	
						60,000 (on 29 th November, 2019)	0.059	Purchased 10,000 shares (on 29 th November, 2019)	
						69,859 (on 27 th December, 2019)	0.068	Purchased 9,859 shares (on 27 th December, 2019)	
						90,000 (on 03 rd January, 2020)	0.088	Purchased 20,141 shares (on 03 rd January, 2020)	
						1,00,000 (on 10 th January, 2020)	0.098	Purchased 10,000 shares (on 10 th January, 2020)	
						1,10,000 (on 07 th February, 2020)	0.108	Purchased 10,000 shares (on 07 th January, 2020)	
21	Amndi Fund SBI FM Equity India Select	350,000	0.342	NIL	NIL	NIL (on 07 th June, 2019)	NIL	Sold 3,50,000 shares (on 07 th June, 2019)	Transfers

Sl. No.	Name of the Shareholders	At the beginning of the year (i.e. 01.04.2019)		At the end of the year (i.e 31.03.2020)		Cumulative Shareholding during the year		Increase / Decrease in Share holding during the year	Reasons (for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company	No. of shares	% of total Shares of the company		
22	Banaras House Engineering Private Ltd	259000	0.253	NIL	NIL	2,59,635 (on 28 th June, 2019)	0.254 (on 28 th June, 2019)	Purchased 635 shares (on 28 th June, 2019)	Transfers
						2,65,216 (on 12 th July, 2019)	0.259 (on 12 th July, 2019)	Purchased 5,581 shares (on 12 th July, 2019)	
						1,40,216 (on 11 th October, 2019)	0.137 (on 11 th October, 2019)	Sold 1,25,000 shares (on 11 th October, 2019)	
						6,216 (on 18 th October, 2019)	0.006 (on 18 th October, 2019)	Sold 1,34,000 shares (on 18 th October, 2019)	
						2,660 (on 21 st February, 2020)	0.003 (on 21 st February, 2020)	Sold 3,556 shares (on 21 st February, 2020)	
						2,445 (on 28 th February, 2020)	0.002 (on 28 th February, 2020)	Sold 205 shares (on 28 th February, 2020)	
						NIL (on 28 th February, 2020)	NIL (on 28 th February, 2020)	Sold 2,455 shares (on 28 th February, 2020)	
23	Pace Stock Broking Services Pvt Ltd	245,417	0.239	NIL	NIL	2,45,217 (on 05 th April, 2019)	0.239 (on 05 th April, 2019)	Sold 200 shares (on 05 th April, 2019)	Transfers
						2,70,267 (on 19 th April, 2019)	0.264 (on 19 th April, 2019)	Purchased 25,050 shares (on 19 th April, 2019)	
						2,70,217 (on 26 th April, 2019)	0.264 (on 26 th April, 2019)	Sold 50 shares (on 26 th April, 2019)	
						2,34,112 (on 10 th May, 2019)	0.229 (on 10 th May, 2019)	Sold 36,105 shares (on 10 th May, 2019)	
						25,100 (on 24 th May, 2019)	0.025 (on 24 th May, 2019)	Sold 2,09,012 shares (on 24 th May, 2019)	
						25,000 (on 26 th July, 2019)	0.024 (on 26 th July, 2019)	Sold 100 shares (on 26 th July, 2019)	
						25,100 (on 09 th August, 2019)	0.025 (on 09 th August, 2019)	Purchased 100 shares (on 09 th August, 2019)	
						25,000 (on 16 th August, 2019)	0.024 (on 16 th August, 2019)	Sold 100 shares (on 16 th August, 2019)	
						28,000 (on 25 th October, 2019)	0.027 (on 25 th October, 2019)	Purchased 3000 shares (on 25 th October, 2019)	
						28,200 (on 29 th November, 2019)	0.028 (on 29 th November, 2019)	Purchased 200 shares (on 29 th November, 2019)	
						37,000 (on 06 th December, 2019)	0.036 (on 06 th December, 2019)	Purchased 8,800 shares (on 06 th December, 2019)	

Sl. No.	Name of the Shareholders	At the beginning of the year (i.e. 01.04.2019)		At the end of the year (i.e. 31.03.2020)		Cumulative Shareholding during the year		Increase / Decrease in Share holding during the year	Reasons (for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc))
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company	No. of shares	% of total Shares of the company		
						39,000 (on 17 th January, 2020)	0.038 (on 17 th January, 2020)	Purchased 2,000 shares (on 17 th January, 2020)	
						41,414 (on 24 th January, 2020)	0.041 (on 24 th January, 2020)	Purchased 2,414 shares (on 24 th January, 2020)	
						39,235 (on 07 th February, 2020)	0.038 (on 07 th February, 2020)	Sold 2,179 shares (on 07 th February, 2020)	
						39,206 (on 14 th February, 2020)	0.038 (on 14 th February, 2020)	Sold 29 shares (on 14 th February, 2020)	
						38,206 (on 21 st February, 2020)	0.037 (on 21 st February, 2020)	Sold 1,000 shares (on 21 st February, 2020)	
						37,000 (on 28 th February, 2020)	0.036 (on 28 th February, 2020)	Sold 1,206 shares (on 28 th February, 2020)	
						45,000 (on 13 th March, 2020)	0.044 (on 13 th March, 2020)	Purchased 8,000 shares (on 13 th March, 2020)	
						NIL (on 27 th March, 2020)	NIL (on 27 th March, 2020)	Sold 45,000 shares (on 27 th March, 2020)	
24	Alumni Funds Equity India Infrastructure	200,000	0.195	NIL	NIL	1,85,676 (on 03 rd May, 2019)	0.181 (on 03 rd May, 2019)	Sold 14,324 shares (on 03 rd May, 2019)	Transfers
						1,57,488 (on 24 th May, 2019)	0.154 (on 24 th May, 2019)	Sold 28,188 shares (on 24 th May, 2019)	
						1,27,739 (on 31 st May, 2019)	0.125 (on 31 st May, 2019)	Sold 29,749 shares (on 31 st May, 2019)	
						NIL (on 07 th June, 2019)	NIL (on 07 th June, 2019)	Sold 1,27,739 shares (on 07 th June, 2019)	
25	Dwarkadhish Trading Private Limited	190,331	0.186	NIL	NIL	NIL (on 13 th December, 2019)	NIL (on 13 th December, 2019)	Sold 1,90,331 shares (on 13 th December, 2019)	Transfer
26	Sukaran Investments Ltd.	169,750	0.166	NIL	NIL	NIL (on 12 th April, 2019)	NIL (on 12 th April, 2019)	Sold 1,69,750 shares (on 12 th April, 2019)	Transfer
27	Nirav Mahendra Sheth	150,000	0.146	NIL	NIL	NIL (on 29 th November, 2019)	NIL (on 29 th November, 2019)	Sold 1,50,000 shares (on 29 th November, 2019)	Transfer

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Name of the Directors / KMP (Designation)	At the beginning of the year (i.e. 01.04.2019)		At the end of the year (i.e. 31.03.2020)		Cumulative Shareholding during the year		Increase / Decrease in Share holding during the year	Reasons (for increase/decrease e.g. allotment/ transfer/ bonus/ sweat equity etc)
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company	No. of shares	% of total Shares of the company		
1.	Vishal Gupta (Managing Director)	1,40,34,340	13.71	1,40,34,340	13.71	NIL	NIL	N.A.	N.A.
2.	Ankur Gupta (Jt. Managing Director)	2,02,44,825	19.78	2,02,44,825	19.78	NIL	NIL	N.A.	N.A.
3.	Varun Gupta (Whole Time Director)	2,02,44,825	19.78	2,02,44,825	19.78	NIL	NIL	N.A.	N.A.
4.	Abhishek Dalmia	NIL	N.A.	NIL	N.A.	NIL	N.A.	N.A.	N.A.
5.	Hemant Kaul	NIL	N.A.	NIL	N.A.	NIL	N.A.	N.A.	N.A.
6.	Sonal Mattoo	NIL	N.A.	NIL	N.A.	NIL	N.A.	N.A.	N.A.
7.	Narayan Anand	NIL	N.A.	NIL	N.A.	NIL	N.A.	N.A.	N.A.
8.	Piyul Mukherjee	NIL	N.A.	NIL	N.A.	NIL	N.A.	N.A.	N.A.
9.	Vikash Dugar (Chief Financial Officer)	NIL	N.A.	NIL	N.A.	NIL	N.A.	N.A.	N.A.
10.	Nitin Sharma (Company Secretary)	NIL	N.A.	NIL	N.A.	NIL	N.A.	N.A.	N.A.
Total		5,45,23,990	53.27	5,45,23,990	53.27	NIL	NIL	NIL	N.A.

V. Indebtedness

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	14,17,168,060	18,41,05,687	-	160,12,73,747
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	2,14,74,987	75,98,685	-	2,90,73,672
Total (i+ii+iii)	1,43,86,43,047	19,17,04,372	-	1,63,03,47,419
Change in Indebtedness during the financial year				
• Addition	5,38,29,200	76,53,219	-	6,14,82,419
• Reduction	42,65,61,477	-	-	42,65,61,477
Net Change	(37,27,32,277)	76,53,219	-	(36,50,79,058)
Indebtedness at the end of the financial year				
i) Principal Amount	105,24,27,286	18,47,27,344	-	123,71,54,630
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	1,34,83,484	1,46,30,247	-	2,81,13,731
Total (i+ii+iii)	106,59,10,770	19,93,57,591	-	126,52,68,361

VI. Remuneration of Directors and Key Managerial Personnel

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(₹ in Lakhs)

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		Vishal Gupta (Managing Director)	Ankur Gupta (Jt. Managing Director)	Varun Gupta (Whole Time Director)	
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	60.00	60.00	60.00	180.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	19.30	32.33	22.19	73.82
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission – as 1 % of profit	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total (A)	79.30	92.33	82.19	253.82

B. Remuneration to other directors:

(₹ in Lakhs)

Sl. No.	Particulars of Remuneration	Name of the Director					Total Amount
		Abhishek Dalmia	Hemant Kaul	Piyul Mukherjee	Sonal Mattoo	Narayan Anand	
1.	Independent Directors						
	• Fee for attending board /committee meetings	5.00	8.00	4.00	18.00	4.00	39.00
	• Commission	-	-	-	-	-	-
	• Others, please specify	-	-	-	-	-	-
	Total (1)	5.00	8.00	4.00	18.00	4.00	39.00
2.	Other Non - Executive Directors						
	Fee for attending Board / committee meetings	-	-	-	-	-	-
	• Commission	-	-	-	-	-	-
	• Others,	-	-	-	-	-	-
	Total (2)	-	-	-	-	-	-
	Total (B)=(1+2)	5.00	8.00	4.00	18.00	4.00	39.00

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

(₹ in Lakhs)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		Company Secretary	CFO	Total
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	13.64	66.82	80.46
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - as of profit - others, specify...	-	-	-
5.	Others, please specify	-	-	-
	Total (C)	13.64	66.82	80.46

Note: The incomes include leave encashment also.

VII. Penalties / Punishment/ Compounding of Offences:

There were no penalties / punishments/ compounding of offences for the year under review.

Verification

I am authorized by the Board of Directors of the Company vide resolution no. 20 dated 16th June, 2020 to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I also declare that all the information given herein above are true, correct and complete including the attachments to this form and nothing material has been suppressed. It is hereby further certified that the Company Secretary Mr. Nitin Sharma certifying this form has been duly engaged for this purpose.

Certificate by Secretary

I declare that I have been duly engaged for the purpose of certification of this form. It is hereby certified that I have gone through the provisions of the Companies Act, 2013 and Rules thereunder for the subject matter of this form and matters incidental thereto and I have verified the above particulars (including attachment(s)) from the original records maintained by the Company which is subject matter of this form and found them to be true, correct and complete and no information material to this form has been suppressed. I further certify that;

- The said records have been properly prepared, signed by the required officers of the Company and maintained as per the relevant provisions of the Companies Act, 2013 and were found to be in order;
- All the required attachments have been completely and legibly attached to this form;

ANNEXURE III

Read with section 197(12) and Rule 5 of Chapter XIII of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014

Sl. No.	Particulars	Details
1.	Ratio of the remuneration of each director to the median remuneration of the employees for the financial year	Vishal Gupta: 22.85:1 Ankur Gupta: 26.61:1 Varun Gupta: 23.69:1 The Company did not pay any remuneration to Mr. Abhishek Dalmia, Ms. Piyul Mukherjee, Mr. Narayan Anand, Mr. Hemant Kaul and Ms. Sonal Mattoo during the year under review. The median remuneration of employees of the Company during the financial year was ₹ 3.47 Lakhs.
2.	Percentage increase in remuneration of each director, CFO, CEO, CS in the financial year	10% for the CFO
3.	Percentage increase in the median remuneration of employees in the financial year	8% for the Company Secretary 7.1%
4.	Number of permanent employees on the rolls of company	524
5.	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	9.18% was the average percentile increase made in the salaries of employees. There was no increase in the remuneration of managerial personnel (i.e. MD and WTD) in the last financial year. There are not any exceptional circumstances for increase in the managerial remuneration.
6.	Affirmation that the remuneration is as per the remuneration policy of the company	Yes, the remuneration is according to the remuneration policy of the company to every employee on rolls.

List of top 10 employees in terms of remuneration of the company

Sl. No.	Name	Designation	Qualification	Exp	CTC Annual	Last Employment
1.	Vikash Dugar	Chief Financial Officer	CA+CS	21	65,72,172	Vodafone Spacetel Ltd.
2.	Pramod Kumar Jaiswal	Vice President	B.Tech	36	54,10,560	First company
3.	Shyamal Kumar Palit	Vice President (Operations)	B.Tech	34	51,84,000	First company
4.	Deepak Dhyani	General Manager (Sales)	MBA	17	44,79,996	Delhivery Pvt. Ltd.
5.	Shantashil Ganguly	Vice President	B.E (Civil)	38	42,91,200	Bengal Pearless Housing Development Co. Ltd.
6.	Sanjeev Rawat	Vice President	M.Sc	39	38,40,000	Defence Retired
7.	Peter Sahaya Raj U	Vice President	MBA+MA Economics	24	38,00,004	Akshaya Pvt. Ltd.
8.	Naveen Kumar Garg	Deputy General Manager	B.Tech	29	35,18,256	Gannon Dunkerley & Comp Ltd
9.	Basker P. Pandita	Deputy General Manager	B.E (Civil)	25	32,51,520	Swati Housing Corporation
10.	Surbhi Dewan	General Manager (Human Resource)	M.Com + PGDBM (HR)	17	32,02,008	HCentive Technology India Pvt. Ltd.

ANNEXURE IV

Loans, Guarantee, Investment

There is no further guarantee given during the year under review. The earlier corporate guarantee has been satisfied/closed on payment of loan by Vista Housing to HDFC Limited in respect of which the corporate guarantee was given by the company. Further, details about investments are given in the Notes to the Accounts of the Balance Sheet forming part of this Annual Report.

ANNEXURE V

1. Details of contracts or arrangements or transactions not at arm's length basis:

Out of the total Related Party Transactions done during the financial year 2019-20, there are no contracts or arrangements or transactions with such parties which were not at arm's length basis.

2. Details of contracts or arrangement or transactions at arm's length basis in excess of the limits prescribed under first proviso to section 188 (1) read with item (a) and (c) of rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014:

With the amendment in the Companies Act, w.e.f. 14th August, 2014 there are no transactions which fall in the categories of transactions which exceed the limit prescribed above or which falls in the category of transactions under Rule 8(2) of the Companies (Accounts) Rules, 2014.

ANNEXURE VI

Particulars of Conservation of Energy, Technology Absorption

As per Rule 8 (3) of the Companies (Accounts) Rules, 2014

1. Conservation of Energy:

The Company's energy consumption is minimal. We continually strive to reduce energy consumption in our developments by following the enhanced energy conservation measures. Company's projects are created with following energy conserving feature:

- a. **Gearless lifts:** It saves power consumption because it runs on Permanent Magnet Synchronous Technology. Due to removal of gear box, it reduces pollution. Hence it is called as Green Elevator. Also it reduces power loss in speed reduction.
- b. **Solar geysers:** We are installing/fitting solar energy heated water into the geysers of individual apartments. This activity reduces consumption of power required for heating water during winter.
- c. **Use of LED lights** – We have replaced all sodium vapour or metal halide lights fixtures by CFL and LED lights which consumes much lower energy.
- d. We leave very minimum open paved hard space. We cover area by grass/ shrubs/ ground which consumes solar energy and supply oxygen. This affects ambient temperature within the premise.
- e. We plan, design and plant trees along the roads, so that cars can be parked under their shade and remain cool. Due to this, the energy consumed by the air-condition to cool the car is also reduced.
- f. We prefer to use multiple number of Diesel Generators sets instead of very large capacity Diesel Generator sets and synchronise them to optimize power generation, power usage and oil consumption.
- g. **Solar Generator:** We have installed solar power generation unit in one of our project and power generated from solar generator is being consumed in common area electricity which minimizes the electrical consumption load on common area of building and reduces maintenance cost.

In the recent past we have inducted a solar generating set so that we can store electricity generated from solar system and to be utilized for lighting facilities in the labour hutment area. A pilot project is going on. On achievement of reasonable success, we shall implement the same to most of projects.
- h. **Rainwater Harvesting Pit:** We construct rainwater harvesting pit in the projects to augment the ground water recharge through surplus water available. The advantage is that the quality of ground water in the area is improved by recharging the fresh ground water.
- i. **Organic Waste Converters:** Ashiana has successfully installed organic waste converters in some of the projects in Bhiwadi and planned to install in all projects as per environment norms. Waste is segregated at household level as biodegradable/inorganic waste and collected in separate bins. Garbage is again segregated at plant level. Organic waste is converted into compost using organic waste converters. The compost is used as organic manure for landscape and plantations within the project site.
- j. **DWC Pipe:** We have introduced Double Wall Corrugated (DWC) pipes, made of environment friendly material which is very good for underground pipe laying. Green piping materials (Eco-friendly) reduce environmental issues greatly. The other advantage of using DWC pipe is lifespan of the material, which is very high. It can stay in the workable condition for more than 40 years. It also reduces the recurring cost as the chances of damages are less.
- k. We are providing baffle wall in storm water drain, to allow storm water to percolate and recharge the ground water, the purpose is to conserve maximum possible storm water.
- l. We use recycled water from STP in flush and horticulture thus reducing the demand of fresh water.
- m. We use low flow nozzle fittings in our projects. This reduces overall water consumption rate in the project even after the occupancy.
- n. A lot of water is consumed during the course of construction, keeping this in mind we are inducting sprinklers for conserving water consumption during construction.

2. Technology Absorption:

- a. We have adopted "Wall Form" shuttering system in one of our projects. By adopting this modern technology, we would be able to construct building faster, since all external and internal walls are reinforced concrete and to be cast alongwith the slabs. Therefore, it is a monolithic and efficient structure. This save time and enhances quality.
- b. We have taken different efforts to lower the generation of construction debris. Due to efforts in last few years the construction debris generated in our projects has become half of its previous quantities. Therefore, the construction site is now more environment friendly as the overall energy consumption to manage this construction debris is now coming low.
- c. We have installed FAB reactor based STP where power consumption is less in comparison to conventional extended aerated system.

- d. We have adopted semi-automatic irrigation system in our projects which reduces water wastage and manpower.
- e. **Small Mixer Machine:** This is a handy and portable mortar mixer machine, this easily carried from slab to slab and used in mixing mortar for brickwork and plastering.
- f. **Walk behind Roller (Double Drum Roller):** Walk behind roller is smaller in size and easy to handle, it is very effective in soil compaction in smaller areas which increases the quality of job and reduces the labour cost.
- g. **Concrete cutter machine:** We have inducted concrete cutter machine for faster, accurate cutting of concrete. Job is completed by machine in lesser time so labour cost is also reduced.
- h. **Bricky tools:** Bricky tools are inducted to improve the quality of brickwork. It also reduces the wastage of materials.
- i. We have also introduced some new tools for the construction

during the last year. These tools are inducted to enhance the labour efficiency and productivity of our work. The list of the tools are as follows:

- i) Drill Dust Catcher
- ii) Electrical Wet Screed Vibrator
- iii) Water Leak Detector
- iv) Laser Guideline for levelling
- v) Wall chase cutter
- vi) POP Stirrer
- vii) Scrubbing Machine for Floor
- viii) Bar Stirrup Machine
- ix) Brick Line Runner
- x) Jointing Jack for DWC Pipe

ANNEXURE VII

Annual Report on CSR Initiatives

Brief:

The term Corporate Social Responsibility (CSR) can simply be explained as contributions made by any business organisation towards nation building in terms of children education, skill development, women empowerment etc. Organisations working in private sector can do better quality work in fulfilling such responsibility and thereby support the government's mammoth task of bringing improvement in the society. The objective of this policy is to increasingly contribute to activities that are beneficial to the society and community at large, chart out a mechanism for undertaking CSR activities, engage with company's key stakeholders in matters related to CSR activities and align/sync the activities undertaken by the company with the applicable laws.

Overview of the projects and programmes:

Our activities relating to CSR has been done by "The Ashiana Foundation" which include activities covering to training and education, environment upkeep, medical, specific projects based on local requirements and sensibilities, and donations to NGO's and hospitals as well as doing / undertaking activities for the welfare of labourers though not forming part of CSR activities.

The main activities include training of unskilled labour to make them skilled labour, educating the children of labour or other unprivileged children, women empowerment, environment sustainability, donation

to the needy etc. A detail of all CSR activities undertaken is given in the separate section of this report. The activities company propose to undertake are governed by its CSR policy.

The CSR policy and projects and programmes on CSR, of the company are available on the following weblink: <https://www.ashianahousing.com/corporate/about-csr-activities.php>

The composition of the CSR Committee is as follows:

Sl. No.	Name and Designation in CSR Committee	
1.	Mr. Vishal Gupta -	Chairman
2.	Mr. Abhishek Dalmia -	Member
3.	Ms. Sonal Mattoo -	Member

Average Net Profit of the company for last three financial years: ₹ 55,41,20,341/-

As per Companies Act, 2013 threshold Limit: ₹ 1,10,82,407/-

Amount contributed to "The Ashiana Foundation" by Ashiana Housing Limited: ₹ 99,00,000/-

Amount short contributed: ₹ 11,82,407/- (this amount will be carried forward to next year and would be utilised next year)

Amount Spent by "The Ashiana Foundation": ₹ 1,59,38,351/-*

*The amount includes contribution from CREDAI CSR, Donations and interest on fixed deposits

Details of CSR activities/projects undertaken by Ashiana Foundation during the year:

Sl. No.	CSR project/ activity identified	Sector in which the Project is covered	Projects/Programmes: 1.Local area/others- 2.Specify the state / district	Amount outlay (budget) project/ programme wise (₹)	Amount spent on the project/ programme Subheads: * 1. Direct expenditure on project, 2. Overheads (₹)	Cumulative spend upto to the reporting period (₹)	Amount spent: Direct/through implementing agency*
1.	Greenery and Environment	Schedule VII (iv)	Rajasthan & Gujarat	43,17,221/-	33,21,870/- (Direct Expenditure)	s l e n d e d s	Ashiana Foundation
2.	Education	Schedule VII (ii)	Maharashtra, Rajasthan, Tamil Nadu, Haryana & Gujarat	37,81,680/-	41,49,734/- (Direct Expenditure)		Ashiana Foundation
3.	Training and Activity Expenses	Schedule VII (ii)	Rajasthan, Haryana & Tamil Nadu	17,68,050/-	22,75,282/- (Direct Expenditure)		Ashiana Foundation
			Total - Direct Expenses	98,66,951/-	97,46,886/-		
			Total - Indirect Expenses	60,71,400/-	62,37,234/-		Ashiana Foundation
Total				1,59,38,351/-	1,59,84,120/-		

Ashiana has always been deeply committed towards its CSR activities. Obligation imposed by Companies Act, 2013 has no impact on us as we have always been spending considerably on CSR activities for several years now. In FY 19-20, the company's spending on the CSR activities has been less than the limits prescribed under Companies Act, 2013. However, the expenditure is in line with our yearly budget. Moreover, the limit has been varying year after year due to variation in our yearly profit which is a function of revenue booking basis deliveries of units in a year. The company will continue its focus on CSR activities in future also and always endeavour to spend in accordance with the prescribed limits.

Responsibility statement of the CSR Committee that the CSR policy implementation and monitoring thereof is, in letter and spirit, in compliance with CSR objectives is given in the Corporate Governance Report under the CSR section.

Signed

Vishal Gupta

(Managing Director & Chairman CSR Committee)

ANNEXURE VIII

Annual Evaluation

The performance of the Board as a whole, of its committee, and of its members, is evaluated at the end of the year on the lines of the Remuneration Policy of the company keeping in view its objectives. The results of the annual evaluation remain confidential with the Nomination & Remuneration Committee. The objective of this evaluation process is constructive improvement in the effectiveness of Board, maximise its strengths and tackle weaknesses, if there are any.

ANNEXURE IX

Statement containing salient features of the financial statement of subsidiaries/associate companies/ Joint ventures

Particulars	Subsidiaries				Joint Ventures *					
	Ashiana Maintenance Services LLP.	Topwell Projects Consultants Ltd.	Kairav Developers Limited	Latest Developers Advisory Ltd.	Ashiana Amar Developers	Vista Housing	Ashiana Manglam Developers	Ashiana Greenwood Developers	Megha Colonizers	Ashiana Manglam Builders (including Ashiana manglam Builders Extension)
Reporting period if different from holding company's reporting period	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Capital	1,68,72,821	5,00,000	5,00,000	5,00,000	10,25,388	23,95,45,889	10,08,068	1,59,97,948	9,22,21,204	15,04,57,474
Reserves	N.A	7,19,744	(48,024)	(3,13,373)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Total Assets	64,02,55,961	12,55,956	5,00,000	2,10,166	10,54,888	1,00,06,50,042	13,99,397	1,60,41,448	9,88,02,793	38,38,43,733
Total Liabilities	62,33,83,140	36,212	48,024	23,540	29,500	76,11,04,153	3,91,329	43,500	65,81,589	23,33,86,259
Investments	18,14,24,173	-	-	-	-	11,73,267	N.A.	-	-	-
Turnover (Includes other Income)	47,33,19,368	57,431	-	11,412	-	10,30,83,305	1,13,99,186	12,398	1,32,47,054	35,72,45,640
Profit/ Loss before taxation	(2,87,92,906)	(65,180)	(48,024)	(1,37,693)	(1,70,983)	4,62,67,580	40,48,098	(1,04,687)	66,77,725	12,05,68,588
Total Tax expenses	(87,48,238)	-	-	-	-	1,62,64,000	12,55,333	-	29,87,000	4,23,12,000
Profit after taxation	(1,08,85,274)	(65,180)	(48,024)	(1,37,693)	(1,70,983)	3,00,03,580	27,92,765	(1,04,687)	36,90,725	7,82,56,588
Proposed dividend	-	-	-	-	-	-	-	-	-	-
%age of Shareholding	99.70%	100.00%	100.00%	100.00%	-	-	-	-	-	-

* All Joint Ventures are in form of partnerships

ANNEXURE X

Form No. MR-3

Secretarial Audit Report

For the Period 01st April, 2019 to 31st March, 2020

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

To
The Members
Ashiana Housing Limited
11G, Everest, 46/C, Chowringhee Road,
Kolkata, West Bengal -700071

We have conducted the Secretarial Audit of compliance of the applicable statutory provisions and adherence to good corporate practices by **Ashiana Housing 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 Departmental Head during the conduct of Secretarial Audit, we hereby, report that in our opinion, the company has, during the audit covering the period from **01st April, 2019 to 31st March, 2020** complied with the statutory provisions listed hereunder and 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 **Ashiana Housing Limited** ("the Company") for the period from **01st April, 2019 to 31st March, 2020** according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under as duly amended till date;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and rules made thereunder;
- (iii) The Depositories Act, 1996, Regulations and By-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999, rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as duly amended;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 as duly amended;

- c. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as duly amended;
- d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (Not applicable to the Company during the audit period);
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 as duly amended;
- 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 (Not applicable to the Company during the audit period); and
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 as duly amended upto 11th September, 2018 (**Not applicable to the Company during the audit period**);

We have also examined compliance with the various clauses of the Secretarial Standards issued and notified by The Institute of Company Secretaries of India (ICSI). During the period under review, the company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above.

- (vi) We further report that, having regard to the compliance system and mechanism formed and prevailed in the Company and representation made by its officers for the same and our examination of relevant documents/records in pursuant thereof on our test check basis on undergoing few projects, the Company has adequate system for the following applicable laws:
 - a. Building and other Construction Workers' (Regulation of Employment and Conditions of Services) Act, 1996 and rules made thereunder;

- b. The Building and other Construction Workers' Welfare Cess Act, 1996 and rules made there under;
- c. Haryana Building and Other Construction Workers (Regulation of Employment and Conditions of Services) Rules, 2008;
- d. The Environment (Protection) Act, 1986, Environmental Impact Assessment Notification 2006 and other environmental laws;
- e. The Air (Prevention and Control of Pollution) Act, 1981;
- f. The Water (Prevention and Control of Pollution) Act, 1974;
- g. Hazardous Waste (Management, Handling and Trans Boundary Movement) Rules, 2008;
- h. The Building Bye- Laws;
- i. Indian Stamp Act, 1899;
- j. Child Labour (Prohibition and Regulation) Act, 1986;
- k. Employees Provident Fund and Miscellaneous Provision Act, 1952;
- l. Employee's Compensation (Amendment) Act, 2010;
- m. Maternity Benefit Act, 2016;
- n. Payment of Wages Act, 1936;
- o. Payment of Bonus (Amendment) Act, 2015;
- p. Minimum Wages Act, 1948 and rules made thereunder;
- q. Equal Remuneration Act, 1976 and Equal remuneration (Amendment) Act, 1987;
- r. Payment of Gratuity, 1972;
- s. Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013;
- t. Information Technology Act, 2000;
- u. The Contract Labour (Regulation and Abolition) Act, 1970;
- v. Employees State Insurance Act, 1948;
- w. Real Estate (Regulation and Development) Act, 2016;
- x. Goods and Services Act 2017 and Rules thereunder [to the extent of filing of Returns].
- y. Urban Land (Ceiling and Regulation) Act, 1996;

We further report that:

The Board of Directors of the company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

Majority decisions are carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that the compliance by the company of applicable financial laws like Direct and Indirect Tax Laws and maintenance of financial records, books of accounts and internal financial control has not been reviewed in this audit since the same have been subject to review by statutory financial audit and other designated professionals. However, the management has provided an assurance that adequate system exists to ensure compliances with those laws.

We further report that during the period under review there were specific events/actions occurred those have a major impact on the company's affairs. These are follows:

1. The company had redeemed Non-Convertible, Redeemable, Rated, Secured Debentures of ₹ 5 Crores (Series 11% AHL2019) bearing ISIN No: INE365D07051 on 30th July, 2019.
2. During the financial year 2019-20, the company had redeemed ₹ 28.40 Crores against Non-Convertible, Redeemable, Rated, Secured Debentures out of total sum of ₹ 100 Crores issued to ICICI Prudential Regular Savings Plan (Series 10.15% AHL2023) bearing ISIN No: INE365D07077.
3. The National Stock Exchange (NSE) and the Bombay Stock Exchange (BSE) had imposed the fine of ₹ 6,65,000/- respectively under regulation 17(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the financial year 2018-2019. The company had contested the same with NSE and BSE respectively, and accordingly the NSE had waived off fine of ₹ 4,60,000/- out of ₹ 6,65,000/- during the current year.
4. The company had incorporated a wholly owned subsidiary on 03rd January, 2020, in the name and style of "Kairav Developers Limited".

We further report that

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

For **A. K. VERMA & CO**
(Practicing Company Secretaries)

Ashok Kumar Verma
(Senior Partner)

FCS: 3945

CP NO: 2568

Date: 16th June, 2020

Place: New Delhi

UDIN NO: F003945B000345781

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,
Ashiana Housing Limited
11G, Everest, 46/C, Chowringhee Road,
Kolkata, West Bengal 700071

Subject: 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. Where- ever 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 affairs of the company.

For **A. K. VERMA & CO**
(Practicing Company Secretaries)

Ashok Kumar Verma
(Senior Partner)
FCS: 3945
CP NO: 2568
UDIN NO: F003945B000345781

Date: 16th June, 2020
Place: New Delhi

Report on Corporate Governance

[Forming Part of The Directors' Report]

1. Company's Philosophy on Code of Governance

The company firmly believes in good Corporate Governance and has made Corporate Governance a practice and continuous process of development right across the company. The company's philosophy on corporate governance envisages the attainment of the high levels of transparency and accountability in the functioning and conduct of business. The company's corporate philosophy is focused on its people who are the most important assets. The company values its employee's integrity, creativity and ability who in turn demonstrate the high ethical standard and responsibility towards the shareholders. The company believes that over a period all its operations and actions must serve the underlying goal of enhancing overall shareholder value. Our company is in compliance with the guidelines on Corporate Governance stipulated under various clauses of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and various amendments made from time to time with stock exchanges and in this regards we submit a report on the matters mentioned in the said clauses and practices followed by the Company.

2. Board of Directors

The company has optimum combination of Executive and Non-Executive Directors in conformity with Regulation 17 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015. The Board consists of eight Directors out of which three are Executive Directors and others are Non- Executive Independent Directors. Out of the five Non-Executive Independent Directors, two directors are Women Directors. None of the Directors on the Board is a member of more than 10 Committees and Chairman of more than five Committees as specified in the Clause 26 (1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, across all the companies in which they are directors. The necessary disclosures regarding Committee positions have been made by the directors.

As per the declaration received by the company, none of the directors is disqualified under section 164(2) of the Companies Act, 2013

(a) The composition of Board and Committee as on 31st March, 2020 is as under:

Name	Board	Audit Committee	Nomination & Remuneration Committee	Stakeholders' Relationship Committee	CSR
Mr. Vishal Gupta	√			√	*
Mr. Ankur Gupta	√				
Mr. Varun Gupta	√	√		√	
Mr. Abhishek Dalmia	√		√		√
Ms. Sonal Mattoo	√	√	√	√	√
Mr. Hemant Kaul	√	*	*	√*	
Mr. Narayan Anand	√				
Ms. Piyul Mukherjee	√				

√ Means member * Means chairperson

√* Mr. Hemant Kaul became the member and Chairperson of the Nomination & Remuneration Committee w.e.f. 18th May, 2019

Note: -

- As per clause 26(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, membership of Audit Committee, Stakeholders'/ Investors Grievance Committee are required to be disclosed.
- Mr. Vishal Gupta, Mr. Ankur Gupta and Mr. Varun Gupta are brothers. None of the other directors are related to any other director on the Board.

(b) Category of Directors and Number of other Board and Committee membership as on 31st March, 2020 is as under:

Sl. No.	Name of Director	Executive/ Independent	No. of other Directorship	No. of other Committee Membership	Name of other listed entity in which these persons are directors and category of directorship	
					Name of the listed entity	Category of directorship
1.	Mr. Vishal Gupta	Promoter & Executive	6	-	-	-
2.	Mr. Ankur Gupta	Promoter & Executive	7	-	-	-
3.	Mr. Varun Gupta	Promoter & Executive	7	-	-	-
4.	Mr. Abhishek Dalmia	Independent	10	-	Rajratan Global Wire Ltd. (L27106MP1988PLC004778) Revathi Equipment Ltd. (L29120TZ1977PLC000780) Transcorp International Ltd. (L51909DL1994PLC235697) Indostar Capital Finance Ltd. (L65100MH2009PLC268160) V-Mart Retail Ltd. (L51909DL2002PLC163727) Ujjivan Financial Services Ltd. (L65999KA2004PLC035329)	Non Executive Director Executive Director Independent Director Independent Director Independent Director Non Executive Director
5.	Mr. Hemant Kaul	Independent	8	3	-	-
6.	Ms. Sonal Mattoo	Independent	2	2	-	-
7.	Mr. Narayan Anand	Independent	5	-	-	-
8.	Ms. Piyul Mukherjee	Independent	4	-	-	-

(c) Familiarisation program for the Board of Directors:

The Board members are provided with necessary documents, reports and company policies to enable them

to familiarize with the company's procedures and practices and the policies are available on our website, at the following link: <https://www.ashianahousing.com/real-estate-investors/corporate-governance#2>

(d) Matrix setting out the skills/ expertise/ competence of the Board of Directors

Core skills/ competence identified, in the context of our business, by the Board as required for the Board Members	Core skills/ competence possessed by the Board Members
To be a member of the Board one should be a person of ability, integrity and standing, and have adequate knowledge and experience in running a corporate, and possess qualities of dealing with challenges related with running business in a robust environment including but not limited to the following qualities: Leadership: Extended leadership experience for a significant enterprise, resulting in a practical understanding of organisations, processes, strategic planning and risk management. Develops talent and long term growth. Finance: Management of finance function of enterprise, resulting in proficiency in complex financial management, capital allocation, treasury and financial reporting process.	Mr. Vishal Gupta: Skill set of Leadership, Financial, Board Service and Governance and Knowledge of Construction, Design and Operations of the Business and CSR. Mr. Ankur Gupta: Skill Set of Leadership, Board Service and Governance and Knowledge of Construction, Design and Operations of the Business and Sales and Marketing, Technology and Maintenance Services. Mr. Varun Gupta: Skill Set of Leadership, Board Service and Governance and Finance, Sales and Marketing and Strategy. Mr. Abhishek Dalmia: Skill Set of Leadership, Board Service and Governance, Finance and Sales and Marketing.

Core skills/ competence identified, in the context of our business, by the Board as required for the Board Members

Board Service & Governance: Service on public company Board to develop insights about maintain Board and management accountability, protecting shareholder interests and observing appropriate government practices including understanding of legal and regulatory framework in general, and that specific to the business of the Company.

Knowledge of Construction, Design and Operations of the Business: To be a member of the Board one should be a person who have a knowledge of the construction, designing and approach to construct the residential building.

Sales and Marketing: Experience to grow sales and develop strategies for marketing, brand building & awareness of the brand and help enhancing the equity and maximum customer satisfaction.

Core skills/ competence possessed by the Board Members
Mr. Hemant Kaul:

Skill Set of Leadership, Board Service and Governance, Finance, Sales and Marketing.

Ms. Sonal Mattoo:

Skill Set of Leadership, Board Service and Governance, Finance.

Mr. Narayan Anand:

Skill Set of Leadership, Board Service and Governance, Finance and Sales and Marketing.

Ms. Piyul Mukherjee:

Skill Set of Leadership, Board Service and Governance and Sales and Marketing.

Board confirms that in its opinion independent directors fulfill the conditions specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and are independent of the management.

(e) Board Member Evaluation

One of the key functions of the Board is to monitor and review the Board evaluation framework. The Board works with the nomination and remuneration committee to lay down the evaluation criteria for the performance of executive/non-executive/ independent directors through peer evaluation, excluding the director being evaluated through a Board effectiveness survey. The questionnaire of the survey is a key part of the process of reviewing the functioning and effectiveness of the Board and for identifying possible paths for improvement. Each Board member is requested to evaluate the effectiveness of the Board dynamics and relationships and information flow, decision-making of the directors, relationship with stakeholders, company performance and the effectiveness of the whole Board and its various committees. Feedback on each director is encouraged to be provided as part of the survey. The evaluation for Financial Year 2019-20 has been completed.

(f) Availability of Information to Board Members

The Board has unrestricted access to all company related information, including that of our employees. At Board Meetings, managers and representatives who can provide additional insights into the items being discussed are invited. Regular updates provided to the Board include:

- Quarterly results of our operating divisions;
- Minutes of the meetings of audit, nomination and remuneration, risk and strategy, stakeholder's relationship committees and executive committees;

- The Board minutes of subsidiary companies& LLP;
- Information on recruitment and remuneration of senior officers below the Board level, including appointment or removal of the Key Managerial Person;
- Materially important litigations, show cause notice, demand, prosecution and penalty notices;
- Updating on any new acquisition of land, development agreement for the development of land;
- Updating regarding any change in scenario with respect to operations of the company;
- Dividend data;
- Quarterly Compliance reports, investor grievance reports and update on other Quarterly Compliances made during the relevant Quarter;

(g) Board Meetings held in Financial Year 2019- 20 and attendance of Directors:

The Board of Directors is the apex body constituted for overseeing the company's overall functioning. The Board provides and evaluates the Company's strategic direction, management policies and their effectiveness, and ensures that shareholders' long-term interests are being served. Meetings of the Board and its Committee(s) are held in New Delhi and scheduled well in advance. The Company Secretary in consultation with CFO and Whole Time Director drafts agenda for each Board Meeting along with explanatory notes and distributes it in advance to the directors.

Normally the Board meets at least once in a quarter to consider, amongst other businesses, the quarterly performance of the Company and financial results. The maximum time gap between any two meetings is not more than 120 days. Detailed agenda notes with MIS reports,

charts etc. are circulated well in advance. All material information is incorporated in the agenda for facilitating meaningful and focused discussions at the meeting.

Whenever it is not practicable to attach any document to the agenda, it is tabled before the meeting with specific reference to this effect in the agenda. The Company Secretary records minutes of proceedings of each Board

and Committee meeting. Draft minutes are circulated to Board/ Board Committee members for their comments. Directors actively participate in the deliberation at these meetings.

During the Financial Year 2019-2020, four Board Meetings were held on 18th May, 2019, 14th August, 2019, 13th November, 2019 and on 12th February, 2020.

The attendance of each Director in the Board Meetings is detailed herein below:

Name of Director	Executive/ Non -Executive	Designation	No. of Board Meetings held during 2019-20	No. of Board Meetings attended during 2019-20	Attendance at the last AGM held on 31 st August, 2019
Vishal Gupta	Executive	Managing Director	4	4	Present
Ankur Gupta	Executive	Jt. Managing Director	4	4	Not Present
Varun Gupta	Executive	Whole time Director	4	4	Not Present
Abhishek Dalmia	Non-Executive	Independent Director	4	2	Not Present
Hemant Kaul	Non-Executive	Independent Director	4	3	Present
Sonal Mattoo	Non-Executive	Independent Director	4	4	Not Present
Narayan Anand	Non-Executive	Independent Director	4	4	Not Present
Piyul Mukherjee	Non- Executive	Independent Director	4	4	Not Present

(h) Resolution passed by circulation

During the FY 2019 - 20, no resolution by circulation was passed by the Board of directors.

(i) Committees of Board

The Board of Directors of the company has constituted the following Committees namely:

- (i) Executive Committee;
- (ii) Audit Committee;
- (iii) Stakeholders' Relationship Committee;
- (iv) Nomination & Remuneration Committee;
- (v) Corporate Social Responsibility Committee;
- (vi) Risk Management Committee;
- (vii) Internal Complaints Committee

3. Audit Committee

The Company has an Audit Committee of the Board in accordance with provision of Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This committee consists of Mr. Hemant Kaul (Independent Director) as its Chairperson and Ms. Sonal Mattoo (Independent Director) and Mr. Varun Gupta (Whole Time Director) as Members. The Company Secretary of the Company acts as Secretary to the Audit Committee.

Brief Description of Terms of Reference of Audit Committee:

The primary function of the Audit Committee is to assist the Board of Directors in fulfilling its oversight responsibilities by reviewing the financial reports and other financial information provided by the company to any statutory authority or to the investors or the public, the company's system of internal controls regarding finance, accounting and legal compliances that Management and the Board have established.

The terms of reference of Audit Committee shall include the role specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including but not limited to the following:

- a. the recommendation for appointment, remuneration and terms of appointment of auditors of the company;
- b. review and monitor the auditor's independence and performance, and effectiveness of audit process;
- c. examination of the quarterly and annual financial statement and the auditors' report thereon;
- d. approval or any subsequent modification of transactions of the company with related parties;
- e. scrutiny of inter-corporate loans and investments;
- f. valuation of undertakings or assets of the company, wherever it is necessary;

- g. evaluation of internal financial controls and risk management systems;
- h. monitoring the end use of funds raised through public offer/ private placement and related matters.
- i. any other specific matter.

The quorum of the Audit Committee consists of at least two independent members in conformity with Regulation 18(2)(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company Secretary acts as the secretary of the audit committee, CFO & Partner of the Audit firm also present in the meeting. The composition, powers, role and term of reference of the committee are in consonance with the requirements mandated under section 177 of the Companies Act, 2013 and clause 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Four Audit Committee meetings were held during the financial year 2019-20, the date of which are as follows:

- | | |
|------------------------------------|------------------------------------|
| 1. 18 th May, 2019 | 2. 14 th August, 2019 |
| 3. 13 th November, 2019 | 4. 12 th February, 2020 |

The attendance of members of the Audit Committee in its meeting is as follows:

Sl. No.	Name	Number of Meetings held (During the tenure of director)	Number of Meetings Attended
1.	Mr. Hemant Kaul	4	3
2.	Ms. Sonal Mattoo	4	4
3.	Mr. Varun Gupta	4	4

Vigil Mechanism as part of the Whistle Blower Policy of the Company:

- The directors and employees of the company, across all the branches, have the right to report whether in writing or by email their genuine concerns and grievances, including unethical behaviour, actual or suspected fraud or violation of the company's code of conduct or ethics policy, directly to Mr. Vishal Gupta, Managing Director of the company.
- However, in exceptional cases, the directors and employees of the company may directly report to the Chairman of the Audit Committee, presently Mr. Hemant Kaul at hemantkaul@yahoo.com and in the absence of such Chairman then directly to Mr. Varun Gupta, Whole Time Director of the company and also Member of the Audit Committee.
- The onus of proving that the matter proposed to be reported falls in the category of exceptional cases, in clause (2), will be on such Director or employee.
- The directors or employees who report or avail the vigil mechanism, as above, shall not become subject of victimisation.

- The Audit Committee of the company shall oversee the vigil mechanism and in case any members of the committee have a conflict of interest in any given/ reported case then the remaining members who do not have any such conflict interest shall oversee the vigil mechanism.
- In case of repeated frivolous complaints filed by a director or an employee, the Audit Committee may take suitable action against the concerned director or employee.

4. Nomination & Remuneration Committee

The company has a duly constituted "Nomination & Remuneration Committee". This committee consists of Mr. Hemant Kaul (Independent Director) as its Chairperson and Ms. Sonal Mattoo (Independent Director) as Members, and Mr. Abhishek Dalmia (Independent Director) as Members. All matters relating to finalization of remuneration of directors are given to the Nomination & Remuneration Committee for their consideration and approval.

The committee under the guidance of the Board has formulated the criteria and framework for the performance evaluation of every director on the Board, including the executive and independent directors and identified ongoing training and education programs to ensure that the non-executive directors are provided with adequate information regarding the business, the industry and their legal responsibilities and duties.

Brief Description of Terms of Reference of the Nomination & Remuneration Committee:

The terms of reference of Nomination & Remuneration Committee shall include the role specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including but not limited to the following:

- (i) Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, Key Managerial Personnel and other employees;
- (ii) Identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every director's performance and overseeing succession planning if any;
- (iii) Aligning key executive and board remuneration with the longer-term interests of the company and its shareholders;
- (iv) Ensuring a transparent board nomination process with the diversity of thought, experience, knowledge, perspective and gender in the Board;
- (v) Monitoring and reviewing Board Evaluation framework;

- (vi) Direct access to the officers and advisers, both external and internal, and to have authority to seek external independent professional advice, as it may need from time to time, for the effective implementation of its responsibilities;
- (vii) In addition to the above, the committee will carry out all such other functions as provided under applicable laws and specified by the Board of Directors from time to time.

During the financial year 2019-20, two meetings of Nomination & Remuneration Committee were held i.e. on 18th May, 2019 and 13th November, 2019.

The attendance of members of the Nomination & Remuneration Committee in the meeting is as follows:

Sl. No.	Name	Number of Meetings Held (During the tenure of director)	Number of Meetings Attended
1.	Mr. Hemant Kaul	2	1
2.	Ms. Sonal Mattoo	2	2
3.	Mr. Abhishek Dalmia	2	2

Remuneration Policy:

The Board of Directors of the company, on recommendation of this committee, had adopted a Nomination and Remuneration Policy. Remuneration policy forms part of this Report. The key objectives of this policy are:

- To formulate a criteria for determining the qualifications and other attributes required for appointment as Director, Key Managerial Personnel;
- To formulate a criteria for determining the remuneration of Directors of the company;

- To formulate a criteria for determining the remuneration of Key Managerial Personnel, Senior Management and Other Employees of the company;
- To formulate a criteria for evaluation of performance of the members of the Board, Key Managerial Personnel and to provide report to the Board of Directors, if required;
- To ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
- To ensure relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
- To ensure remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

Details of remuneration to Executive Directors read with disclosure required in terms of Section II Part II of Schedule V to the Companies Act, 2013:

Remuneration to Managing Director, Joint Managing Director and Whole Time Directors is being paid as per the terms of their appointment. The remuneration committee of the Directors reviews and recommends to the Board of Directors the remuneration payable to the directors. The Executive Directors of the company are not entitled to sitting fee for attending the Board meeting or Committee meeting. The details of remuneration paid to the Managing Director, Joint Managing Director and Whole Time Director for the Financial Year 2019-20 are as follows:

Sl. No.	Name & Designation	Salaries including perquisites (₹ in Lakhs)	Commission (₹ in Lakhs)	Bonus	Stock Option	Pension
1.	Vishal Gupta (Managing Director)	79.30	Nil	Nil	Nil	Nil
2.	Ankur Gupta (Jt. Managing Director)	92.33	Nil	Nil	Nil	Nil
3.	Varun Gupta (Whole Time Director)	82.19	Nil	Nil	Nil	Nil
Total		253.82	Nil	Nil	Nil	Nil

Terms of appointment of Managing Director, Joint Managing Director and Whole Time Director

The Board of Directors of the Company in its meeting held on 11th February, 2019 had re-appointed Mr. Vishal Gupta and Mr. Ankur Gupta as Managing Director and Joint Managing Director, respectively for a period of three years each w.e.f. 01st April, 2019. Accordingly, the Board of Directors had re-appointed Mr. Varun Gupta as Whole Time Director of the Company for a period of three years w.e.f. 01st July, 2019. The above re-appointments were subsequently approved by the shareholders of the Company in the Annual General Meeting held on 31st August, 2019. Accordingly, the current term of appointment of Mr. Vishal Gupta (Managing Director) and Mr. Ankur Gupta (Joint Managing Director) is upto 31st March, 2022 and for Mr. Varun Gupta (Whole Time Director) is upto 30th June, 2022.

Independent Directors' Remuneration

Apart from sitting fee for attending Board Meetings and other Committee Meetings, the Independent Directors of the Company, namely Ms. Sonal Mattoo, Mr. Abhishek Dalmia, Mr. Hemant Kaul, Mr. Narayan Anand and Ms. Piyul Mukherjee are not paid any remuneration during the Financial Year 2019-2020.

There is no other pecuniary relationship or transaction between the Non-Executive Director and the Company, apart from above.

Details of fixed component and performance linked incentives alongwith performance criteria:

Fixed remuneration @ ₹ 5 Lakhs per month was paid to Mr. Vishal Gupta, Mr. Ankur Gupta and Mr. Varun Gupta, each, during the F.Y. 2019-20. There is a system of performance evaluation of the Board of Directors (including Committees thereof) as a whole and also of individual Directors, including independent directors. As an evaluation methodology, the Board may use any method(s) as it may deem appropriate in order to assess the Board's/committees effectiveness and Directors performance. Some of the indicators/criteria based on which the independent directors are evaluated are personal qualities, characteristics, business/ professional experience, stature, ability and willingness to devote time, etc.

However, the Executive Directors of the Company have been paid remuneration exceeding 5% of the net profits of the Company during the FY 19-20 which was approved by the shareholders of the Company in the Annual General Meeting held on 31st August, 2019 in consonance of the provisions of Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015. Further, there is no performance linked incentive payable to any director.

Details of service contract, notice period and severance fee are follows:

Sl. No.	Name & Designation	Service Contract	Notice Period	Severance fee
1.	Mr. Vishal Gupta (Managing Director)	3 Years w.e.f. 01 st April, 2019	90 days	Nil
2.	Mr. Ankur Gupta (Jt. Managing Director)	3 Years w.e.f. 01 st April, 2019	90 days	Nil
3.	Mr. Varun Gupta (Whole Time Director)	3 Years w.e.f. 01 st July, 2019	90 days	Nil

Stock option details of every director: No stock option was given to any director.

Shareholding of Directors in the Company as on 31st March, 2020

Sl. No.	Name of Director	No. of Shares	% of Total Shareholding
1.	Mr. Vishal Gupta	1,40,34,340	13.71
2.	Mr. Ankur Gupta	2,02,44,825	19.78
3.	Mr. Varun Gupta	2,02,44,825	19.78
4.	Mr. Abhishek Dalmia	Nil	0.00
5.	Mr. Hemant Kaul	Nil	0.00
6.	Mr. Narayan Anand	Nil	0.00
7.	Ms. Sonal Mattoo	Nil	0.00

5. Stakeholders' Relationship Committee

Mr. Hemant Kaul- Independent Director of the Company became member and Chairperson of the Committee w.e.f. 18th May, 2019 whereas Ms. Sonal Mattoo, Independent Director of the Company, and Mr. Vishal Gupta and Mr. Varun Gupta, both Executive Directors are members of this Committee. Mr. Nitin Sharma, Company Secretary of the company, was appointed as 'Compliance Officer' and entrusted the task of monitoring the share transfer process and liaise with the regulatory authorities.

The scope of the "Stakeholders' Relationship Committees shall include the role specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to specifically look into various aspects of interest of shareholders and debenture holders including but not limited to the monitoring of investors' grievances/complaints along with the share transfers. The Committee approves the share transfers at its meetings. The Stakeholders' Relationship Committee also took note of the findings of audit carried out by practicing Company Secretary and implemented the suggestions. The quorum of the meeting shall be any two members present at the meeting.

During the financial year 2019-20, total 1 complaint was received by the company and was duly resolved. There has been no complaint pending at the closure of financial year.

6. General Body Meetings

The details of last three Annual General Meetings are as mentioned below:

For the year	Venue	Date	Day and Time	Whether Special Resolution was passed
2016-17	Kalakunj – Kalamandir, 48, Shakespeare Sarani, Kolkata-700017	28 th August, 2017	Monday, 11:00 A.M	Yes
2017-18	Kalakunj – Kalamandir, 48, Shakespeare Sarani, Kolkata-700017	23 rd August, 2018	Thursday, 11:00 A.M	No
2018-19	Kalakunj – Kalamandir, 48, Shakespeare Sarani, Kolkata-700017	31 st August, 2019	Saturday, 11:30 A.M	Yes

7. Disclosures

a. Materially Significant Related Party Transactions

During the year 2019-20, there were no materially significant related party transactions with its promoters, directors or the management that might have potential conflict with the interest of the company at large. However, the transactions made with related parties were done on the basis of shareholders' approval obtained in their Annual General Meeting held on 29th August, 2014, other related party transactions were at arm's length price and also had previous approval of Audit Committee as the same were taken on record by the Audit Committee.

The company has also formulated a Policy on Related Party Transactions and Material Subsidiary, details of which is available on website of the company at the following link: <https://www.ashianahousing.com/real-estate-investors/corporate-governance#2>

b. Non-Compliance/Strictures/Penalties during the last three years

During the FY 19-20, there has been no instance of non-compliance by the company on any matters related to capital markets. However, during the FY 2018-2019, the National Stock Exchange (NSE) and the Bombay Stock Exchange (BSE) had imposed the fine of ₹ 6,65,000 /- respectively under regulation 17(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The company had contested the same with NSE and BSE, respectively and

NSE Ltd had waived off ₹ 4,60,000/- out of ₹ 6,65,000/-. However, no reply has been received from BSE Ltd. on the same. Further, the company paid late filing fine of ₹ 2,360/- and ₹ 37,760/- to NSE and BSE respectively in the FY 2018-2019 under the regulation 13(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

c. Insider Trading Code

The company has adopted the Employee Share Dealing Code in terms of the SEBI (Prohibition of Insider Trading), Regulations 2018. This code is applicable to all Directors and Designated employees of the company. The code seeks to prevent dealing in company's share by persons having access to unpublished, price sensitive information. The company regularly monitors the transactions in terms of this code.

d. Whistle Blower Policy

The company has a whistle blower policy as part of the Code of Conduct for the Board of Directors and employees of the Company. The company has also established a vigil mechanism for directors and employees to report concerns about unethical behaviour, actual or suspected fraud or violation of the company's code of conduct. This mechanism provides for adequate safeguards against victimization of director(s)/employee(s) who avail of the mechanism and provide for direct access to the Chairman of the Audit Committee in exceptional cases. No personnel has been denied access to the Audit Committee. Details of this mechanism are disclosed on website of the company.

e. Compliance with Non - Mandatory Requirements

As per regulation 27(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is the discretion of the company to implement non-mandatory requirements subject to the disclosure of the same, along with the compliance of mandatory requirements, in the annual report of the company. The status of compliance of non-mandatory requirements is as follows:

- The Board:** The Board of directors elect one of the Directors, as its Chairman for every Board meeting.
- Shareholder Rights:** Shareholders of the Company are provided with an Investor Update on quarterly basis, containing operational and financial highlights of the company, instead of sending to house of every shareholder. These Investor Updates are also updated in the Investor Relations section on the website of the Company at www.ashianahousing.com and are also sent to the Bombay Stock Exchange and National Stock Exchange immediately after the announcement of quarterly financial results.

iii) **Audit Qualifications:** The audited financial statements of the Company for the financial year 2019-20, do not contain any qualifications and the audit report does not contain any adverse remarks. However, the auditors have given their observation regarding delay by 52 days in transferring unpaid/unclaimed dividend into IEPF during the Financial Year 2019-20.

iv) **Reporting of Internal Auditor:** Internal auditors are appointed by the management of the company. They share their audit report with the Board of Directors, functional heads, respective branch heads and other connected persons. Key findings are shared with the Audit Committee from time to time.

8. Means of Communication

The quarterly unaudited financial results and annual financial results are published in leading national newspapers, i.e. Financial Express (English) and ArthikLipi (Bengali). It is also displayed on company's website at www.ashianahousing.com. The company had been conducting analysis/ investor call after every quarterly Board meeting on financial results except the annual results after which an Analyst Meet is organised on financial results and issues corporate presentation on annual financial and operational numbers informing thereby the investors at large, the detailed information about the company, its business, current scenario, achievements and future outlook etc. During the financial year 2019-2020, the company conducted three conference calls for the analyst and investors on i.e. 16th August, 2019, 14th November, 2019 and on 13th February, 2020, and an analyst meet on 18th June, 2019 at Mumbai. In all conference calls and in analyst meet a good number of analysts and investors participated.

Further, the Company also conducted a voluntary conference call of analysts/investors on 09th April, 2020 wherein the Senior Management of the Company addressed the investors and answered their queries pertaining to the operations of the Company as a result of the outbreak of Nationwide Covid-19 lockdown.

The Management Discussion and Analysis report prepared by the Management, forms part of the Annual Report

9. General Shareholder's Information

(a) Annual General Meeting information

Day, Date : Tuesday, 18th August, 2020
Time : 11.00 A.M.
Venue : Through Video Conferencing administered from Head Office of situated at Unit No. 304-305, Southern Park, Saket District Saket, New Delhi - 110017.

(b) Financial Calendar

Ashiana Housing Ltd. follows the financial year from 01st April to 31st March. The Unaudited Financial Results for the first three quarters and the Audited Financial Results for the year ended 31st March, 2020 were taken on record and approved by the Board of Directors in its meeting(s) held on the following dates:

Quarter Ended/ Year Ended	Date of Board Meeting
April – June, 2019	14 th August, 2019
July – September, 2019	13 th November, 2019
October – December, 2019	12 th February, 2020
Year Ended 31 st March, 2020	16 th June, 2020

(c) Book Closure

The company's Register of Members and Share Transfer books will remain closed from 12th August, 2020 to 18th August, 2020 (both days inclusive) for the purpose of Annual General Meeting of the Company.

(d) Dividend Payment

Dividend paid during the last three years:

Sl. No.	Date of Declaration	Dividend in %	Total Amount of Dividend (₹)
1.	28 th August, 2017	12.5	2,55,88,025
2.	23 rd August, 2018	12.5	2,55,88,025
3.	31 st August, 2019	12.5	2,55,88,025

(e) Listing on Stock Exchanges

The Company's equity shares are listed on the Bombay Stock Exchange and National Stock Exchange. The NCDs are listed on Bombay Stock Exchange Ltd. The details of listed equity shares and NCDs are as follows:

Sl. No.	Name and address of the Stock Exchange	Security Code No.
1.	National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E) Mumbai - 400 051	ASHIANA
2.	Bombay Stock Exchange Ltd. P.J. Towers, Dalal Street Mumbai - 400 001	Equity 523716 NCDs 954426, 954535, 957901 & 958291

There is no outstanding listing fees payable to Bombay Stock Exchange and National Stock Exchange.

(f) Market Price Data

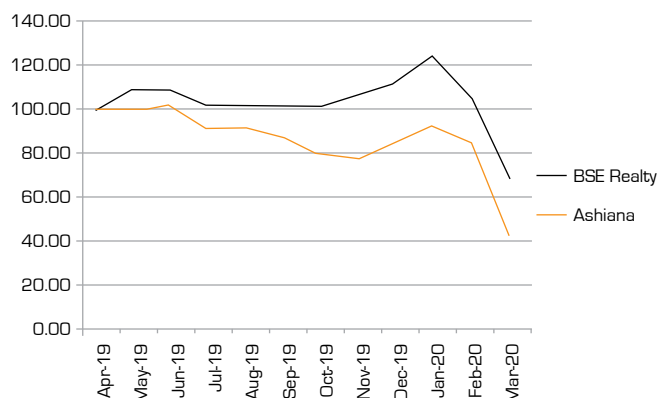
Monthly High and Low quotation of shares traded in BSE Ltd. and NSE Ltd. for the financial year 2019-2020 is given below:

Month	Bombay Stock Exchange			National Stock Exchange		
	High Price	Low Price	Volume (No. of Shares)	High Price	Low Price	Volume (No. of Shares)
Apr-2019	133	115	50,943	124.8	115	5,42,113
May-2019	124	105	5,16,952	122	105	9,92,255
Jun-2019	134.7	113	85,703	133.8	113.6	16,41,586
Jul-2019	125.45	105	86,620	125.4	105.7	15,74,214
Aug-2019	116.4	103.55	52,580	116.4	103.5	5,26,294
Sep-2019	119	103.55	67,219	118.9	103.5	6,29,996
Oct-2019	107.8	90	83,089	107.95	92.75	10,98,592
Nov-2019	106.9	90.5	1,54,796	106.9	91.2	16,70,085
Dec-2019	103.9	85	2,66,189	104	86	21,83,419
Jan-2020	119	96.05	64,421	119	97.65	8,89,781
Feb-2020	125	100.15	65,862	125.8	97.05	8,99,054
Mar-2020	100.95	45	1,06,316	102.9	44	24,83,320

The Company has its ISIN No. INE 365 D01021 for dematerialisation of equity shares.

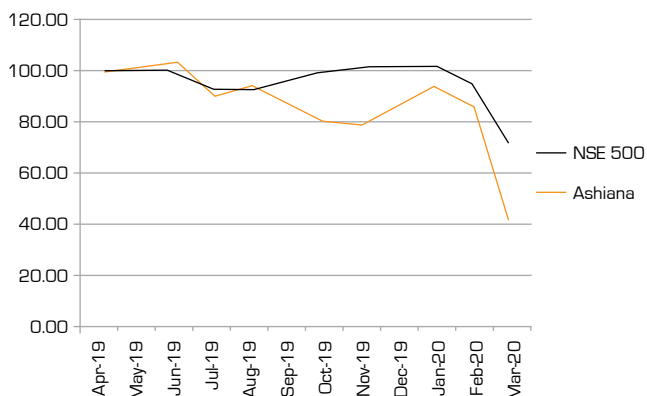
(g) Share Performance in comparison to broad based indices

BSE REALTY Graph



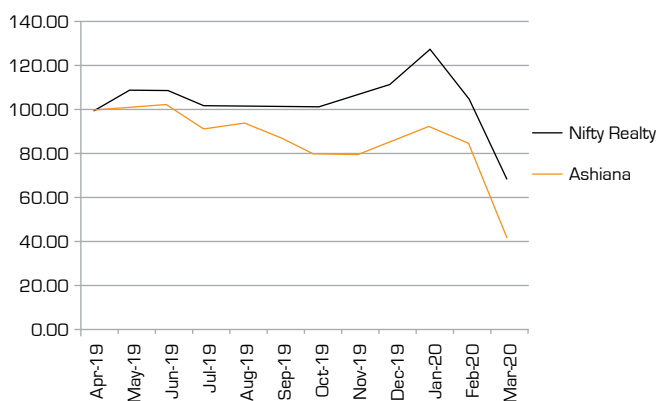
(Base 100=April, 2019)

NSE 500



(Base 100=April, 2019)

Nifty Realty Graph



(Base 100=April, 2019)

(h) Registrar & Transfer Agent

M/s. Beetal Financial & Computer services Pvt. Ltd. has been appointed by the Company as its Registrar & Transfer Agent for registration of share transfer and other related work. The address for RTA is Beetal House, 99, Madangir, Near Dada Harsukh Dass Mandir, Behind Local Shopping Centre, New Delhi - 110 062.

(i) Share Transfer Process

The Company's shares being in compulsory demat list are transferable through the depository system. Shares in Demat Form are processed by the Registrar & Transfer Agent - M/s Beetal Financial & Computer Service Pvt. Ltd., Transfer of shares both by Demat and Physical mode are approved by the Stakeholder's Relationship Committee. Also as part of half-yearly Compliance, the Company also obtains a Certificate from Practicing Company Secretary under Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 certifying that all transfers have been duly completed within the prescribed time limit. The Company has complied the said regulation in the FY 19-20 and submitted to the National Stock Exchange Limited and BSE Ltd for the half year ended 30th September, 2019 and 31st March, 2020.

(j) Distribution of Shareholding as on 31st March, 2020

Range No. of Shares	Shareholders		Shares	
	Numbers	% to total	Numbers	% to total
UP TO 5,000	20,085	92.99	9,869,318	9.64
5,001 TO 10,000	933	4.31	3,305,234	3.23
10,001 TO 20,000	328	1.51	2,299,472	2.25
20,001 TO 30,000	93	0.43	1,131,670	1.11
30,001 TO 40,000	43	0.19	7,61,891	0.74
40,001 TO 50,000	23	0.10	5,21,049	0.51
50,001 TO 100,000	48	0.22	1,620,429	1.58
1,00,001 AND ABOVE	45	0.20	82,843,036	80.94
Total	21,598	100.00	102,352,099	100.00

(k) Shareholding Pattern as on 31st March, 2020

Sl. No.	Particulars	No. of Shares	% age of Shareholding
A. Promoter's Holding			
1.	Indian Promoters	6,24,72,760	61.04
B. Non-Promoter's Holding			
1.	Banks, FIs, Insurance Cos., Central/State Govt. Institutions/ Non-Govt. Institutions	23,543	0.02
2.	Foreign Portfolio Investors	868,932	0.85
3.	Mutual Funds	10,237,033	10.00
C. Others			
1.	Private Corporate Bodies (including foreign bodies corporate)	3,909,172	3.82
2.	Indian Public (including HUF)	19,957,471	19.49
3.	NRIs (Repatriable and Non Repatriable)	1,828,266	1.79
4.	Clearing Member	80,815	0.08
5.	IEPF Authority	2,974,107	2.91
	Grand Total	10,23,52,099	100.00%

(l) Dematerialisation of Shares and Liquidity

The Shares of the company are compulsorily traded in dematerialised form. In order to enable the shareholders to hold their shares in electronic form and to facilitate scripless trading, the Company has enlisted its shares with National Securities Depository Ltd. and Central Depository Services (India) Ltd. Out of 10,23,52,099 Equity Shares of the company 99,719,333 (97.43%) shares have been dematerialised as on 31st March, 2020.

(m) Office Locations

Registered Office:	Head Office & Share Dept.:
11G, Everest 46/C, Chowringhee Road Kolkata-700 071	Unit No. 4&5, 3 rd Floor, Plot No. D-2 Saket District Center, Saket New Delhi - 110 017

Branch Offices:

- (a) 4th Floor, Ashiana Village Centre, Vasundhara Nagar, Bhiwadi, Rajasthan - 301019;
- (b) Ashiana Trade Centre, Adityapur, Jamshedpur, Jharkhand - 831 013;
- (c) 401, 3rd Floor, Apex Mall, Lal Kothi, Tonk Road, Jaipur, Rajasthan- 302015;
- (d) 8th Floor, Vatika Business Park, Sohna Road, Sector-49, Gurgaon, Haryana -122018;
- (e) Dhinanon Ki Dhani, Pal Sangaria Link Road, Jodhpur, Rajasthan - 342014;
- (f) Survey No. 80/1, Ashiana Utsav Lavasa Office, Club House, Dasve Circle Lavasa, Village Dasve, Taluka Mulshi, Pune, Maharashtra - 412112;
- (g) Balaji Krupa Estate, Old Jyoti Ltd., Halol - Godhra Road, Halol, Gujarat - 389350;
- (h) Door No. - 10, 1st Floor, GJ Complex, 1st Main Road, CIT Nagar, Chennai - 600035

(n) Outstanding GDRs/ADRs/Warrants or any Convertible instruments

There are no outstanding GDRs/ADRs/Warrants or any Convertible instruments as company never issued any such instruments.

(o) Registrar & Share Transfer Agent, & Address for correspondence

Shareholders are advised to correspond with the Registrar & Share Transfer Agent – M/s. Beetal Financial & Computer Services Private Ltd., Beetal House, 99, Madangir, Near Dada Harsukh Dass Mandir, Behind Local Shopping Centre, New Delhi – 110 062, for any query regarding Share Transfer / Transmission etc. and other related matter or may contact Mr. Nitin Sharma, Company Secretary and Compliance Officer on Phone No. 011-42654265; fax No. 011-42654200; and e-mail: nitin.sharma@ashianahousing.com

(p) List of credit ratings

Particulars	ICRA	CARE	Brickwork Rating
NCD issued in FY 15-16, 16-17 (current outstanding ₹ 17 Crores)*	-	-	BWR A+ (Stable)
NCD issued in FY 18-19 (current outstanding ₹ 64.70 Crores)*	ICRA (A) (Stable)	-	-
NCD issued in FY 18-19 to International Finance Corporation (current outstanding ₹ 18.74 Crores)*	ICRA (A) (Stable)	-	-
Issuer Rating	-	CARE A (Is) Stable	-

*as on the date of adoption of this report by Board of Directors in their meeting held on 16th June, 2020.

(q) Details of utilization of funds raised through preferential allotment/ qualified institutions placement

The company had issued 93,02,324 no. of equity shares through Qualified Institutional Placement and raised ₹ 200 Crores (approx.) in the financial year 2014-15. The entire amount of the money raised through Qualified Institutional Placement have been utilised for the stated purpose. There is no balance against this account.

(r) There has been not any incidence where the Board had not accepted any recommendation of any committee of the Board.

Others:

a) Corporate Social Responsibility (CSR) Committee

In compliance of Section 135 of the Companies Act, 2013 and rules made thereunder, a Corporate Social

Responsibility ("CSR") Committee was constituted by the Board of Directors of the Company in its meeting held on 30th May, 2014 to formulate and monitor the CSR policy of the Company.

The CSR Committee has adopted a policy the objective of which is to increasingly contribute to activities that are beneficial to the society and community at large, chart out a mechanism for undertaking CSR Activities, engage with Company's key stakeholders in matters related to CSR Activities and align the activities undertaken by the Company with the applicable laws. The CSR policy of the Company is available on our website, at the following link: <https://www.ashianahousing.com/real-estate-investors/corporate-governance#2>.

Towards achievement of its objectives, the Corporate Social Responsibility Committee (CSR Committee), inter alia, shall have the following roles to play and in consonance with the policy of the company:

1. Identify areas and opportunities for CSR activities within the broad framework outlined in this policy under the "Scope of Activities";
2. Decide the manner of execution of CSR activities;
3. Design and draft a Policy Statement for CSR activities;
4. Design and draft the organisation structure of CSR;
5. Suggest roles and responsibilities of various functional heads as per the policy statement sodesigned and drafted;
6. Selection of appropriate agencies/ NGOs for implementation of CSR activities on the lines of Companies Act, 2013 and Rules & Regulations there under
7. Provide necessary inputs for preparation of the Annual CSR plans
8. Supervision and monitoring of execution of CSR activities and quality of work and reporting on the same to the Board of Directors
9. Review, co-ordinate and assist in operationalization of Annual CSR plans.

As required under section 135 of the Companies Act, 2013, read with CSR Rules, the CSR Committee of your company hereby states that the CSR policy implementation and monitoring thereof is, in letter and spirit, in line with CSR objectives.

Composition, name of members and Chairperson of the CSR Committee:

Sl. No.	Name of Directors	Designation
1.	Mr. Vishal Gupta	Chairman
2.	Mr. Abhishek Dalmia	Member
3.	Ms. Sonal Mattoo	Member

For the financial year 2019-20 one meeting of CSR Committee was held i.e. on 16th June, 2020.

The attendance of members of the CSR Committee in the meeting is as follows:

Sl. No.	Name	Number of Meetings Held	Number of Meetings Attended
1.	Mr. Vishal Gupta	1	1
2.	Mr. Abhishek Dalmia	1	1
3.	Ms. Sonal Mattoo	1	1

b) Status report under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

An Internal Complaints Committee was formed under this Act in compliance of the provisions of this Act. During the financial year 2019-20, there were 3 complaints under the above said Act which were duly resolved and an annual compliance report was filed with the concerned authority.

c) Risk Management Policy

The Board of Directors had constituted a Risk Management Committee in their meeting held on 11th November, 2014 consisting of Mr. Varun Gupta, Whole Time Director, Mr. Ankur Gupta, Joint Managing Director and Mr. Vikash Dugar, CFO of the company. The objective of this committee is to monitor and review the functions relating to the risk management of the company. The Risk Management Committee had

drafted a Risk Management Policy to carry out the risk management of the company. The Risk Management policy of the Company is available on our website, at the following link: <https://www.ashianahousing.com/real-estate-investors/corporate-governance#2>

d) CEO/CFO Certification

In terms of clause 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the certification by Managing Director and Chief Financial Officer has been obtained and is attached as part of this annual report. Further the Managing Director of the company has given a declaration that all the Board members and senior management have affirmed compliance with the code of conduct for the current year.

e) Demat Suspense A/c / Unclaimed Suspense A/c

The company does not have any demat suspense account or unclaimed suspense account in respect of shares of the company.

f) There has been no incident where the Board of Directors of the Company had not accepted any recommendation of any committee of the Board.**g) Fee to Statutory Auditors**

The fee to be paid by the Company and its subsidiaries, on a consolidated basis, to the Statutory Auditors during the Financial Year 2019-20, is ₹ 35.65 Lakhs.

Our Statutory Auditors are not acting as statutory auditor in any network entity of the Company.

On behalf of the Board of Directors

Place: New Delhi
Dated: 16th June, 2020

Vishal Gupta
(Managing Director)

CEO/CFO Certificate

The Board of Directors

Ashiana Housing Ltd.

Unit No. 304, 305, Southern Park,
Saket, New Delhi – 110 017

We, Vishal Gupta, Managing Director and Vikash Dugar, CFO, hereby certify to the Board that:

- a. We have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief :
 - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or any violation of the company's code of conduct.
- c. We accept the responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d. We have indicated to the auditors and the Audit committee
 - i. significant changes in internal control over financial reporting during the year;
 - ii. significant changes in accounting policies during the year, if there is any, and that the same have been disclosed in the notes to the financial statements; and
 - iii. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Vishal Gupta

(Managing Director)

Place: New Delhi

Date: 16th June, 2020

Vikash Dugar

(CFO)

Dated: 16th June, 2020

The Board of Directors

Ashiana Housing Ltd.

Unit no. 304, 305, Southern Park,
Saket District Centre, Saket,
New Delhi – 110 017

Sub: Declaration of compliance of Code of Conduct

Respected Sir(s)

This is to declare that during the year 2019-20, we have obtained, from all the members of the Board and senior management, declarations on compliance of code of conduct, in letter and spirit, with the code of conduct enunciated by the company and also posted on the website of the company, and acted within the bounds of the authority conferred upon me and with a duty to make and enact informed decisions and policies in the best interests of the company and its shareholders/stakeholders.

Thanks

Vishal Gupta

Managing Director

Remuneration Policy of Ashiana Housing Ltd.

Forming part of the Corporate Governance Report

The Board of Directors of Ashiana Housing Ltd. in their meeting held on 30th May, 2014 had reconstituted and renamed the Nomination and Remuneration Committee. This policy shall be in terms of section 178 of the Companies Act, 2013 alongwith regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The key objectives of this policy are:

1. To formulate a criteria for determining the qualifications and other attributes required for appointment as Director, Key Managerial Personnel and independence of Director;
2. To formulate a criteria for determining the remuneration of Directors of the Company;
3. To formulate a criteria for determining the remuneration of Key Managerial Personnel, Senior Management and Other employees of the Company;
4. To formulate a criteria for evaluation of performance of the members of the Board, Key Managerial Personnel and to provide necessary report to the Board of Directors, if required;
5. To ensure that the right person is appointed for the right position;
6. To ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
7. To ensure relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
8. To ensure remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

Definitions:

Act: Act means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time;

Board: Board means the Board of Directors of the company;

Director: Director means Directors of the company;

Key Managerial Personnel: Key Managerial Personnel means:

- a) Chief Executive Officer or the Managing Director, Joint Managing Director or the Manager;
- b) Whole Time Director;
- c) Chief Financial Officer; and
- d) Company Secretary

Senior Management: Senior Management means personnel of the company who are members of its core management team excluding Board of Directors comprising all members of management one level below the executive directors, including the functional heads i.e. location Vice Presidents and Functional Heads.

1. Criteria for nomination as Director, Key Managerial Personnel and Independence of a Director:

The committee shall identify and ascertain the qualification, expertise and experience, integrity of the person who would be recommended to the Board to be appointed as Director, Key Managerial Personnel and Senior Management. However, if any specific qualification is specified by or under any statute to appoint or hold any of these positions then the candidate shall meet that criteria. Further, whether the candidate possesses the requisite experience and expertise and has the ability, integrity and standing, which is required for the position open, is left to the wisdom of the Board.

The criteria for determining independence of a director shall be the same as is specified in the Companies Act, 2013 and Rules made thereunder, as amended from time to time, as well as in the corporate governance norms specified in the listing agreement executed with stock exchanges.

2. Criteria for determining Remuneration of Directors, Key Managerial Personnel and Senior Management Other Employees of the Company

For the purpose of determining the criteria of remuneration payable to directors, Key Managerial Personnel, Senior Management and Other Employees of the company, policy on this has been classified into four categories:

- a) Remuneration of Managing Director and Executive Director;
- b) Remuneration of Non-Executive Director; and
- c) Remuneration of Key Managerial Personnel, Senior Management and Other Employees

The remuneration of Managing Director, Executive and Non Executive Directors of the Company shall be reviewed by the Nomination and Remuneration Committee and then recommended to the Board of Directors of the Company for their approval.

While reviewing and recommending the said remuneration the Committee shall ensure that the objectives stated in this policy are served and shall take into consideration the industry benchmarks, the Company's performance vis-à-vis the industry, responsibilities shouldered, performance/track record, macro-economic review and remuneration packages of heads of similar other organisations and thereafter the remuneration will be decided by the Board of Directors.

Details:

a) Remuneration of Managing Director, Executive Directors

The Company may pay remuneration by way of salary, perquisites and allowances (fixed component), incentive remuneration and/or commission (variable components) to its directors within the limits prescribed under the provisions of the Companies Act, 2013 and Rules made thereunder as amended from time to time and as approved by shareholders of the Company. However, in case of loss

or inadequate profits the remuneration shall be paid as prescribed under the Companies Act, 2013 and Rules made thereunder. Further, the Managing Director, Joint Managing Director and Whole Time Directors may receive remuneration, in any form, from any holding or subsidiary company of Ashiana Housing Ltd. subject to the provisions of the Companies Act, 2013 and Rules made thereunder. The remuneration payable to directors shall involve a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goal.

b) Remuneration of Non Executive Directors

The Company may pay remuneration to Non Executive Directors by way of Commission within the limits prescribed under the Companies Act, 2013 and Rules made thereunder as amended from time to time and as approved by shareholders of the Company. However, the Independent Directors shall not be entitled to any Stock Option. The remuneration payable to the Non Executive directors shall be based on their participation and contribution at the Board and Committee meetings, in which they would be member or chairman, as well as time spent on matters other than at such meetings.

Further, the Company may pay to non-executive directors sitting fee in terms of the provisions of the Companies Act, 2013 and Rules made thereunder, for attendance at each meeting of the Board, Audit Committee, Executive Committee, Nomination and Remuneration Committee or any other

Committee whether constituted under the Companies Act, 2013 or any other law for the time in force. Further, the Company may also pay sitting fees to directors attending as Special Invitees to the committees in which they are not members. The Company may also reimburse to directors the expenses incurred for attending meetings held at a city other than the one in which the Directors reside.

c) Remuneration of Key Managerial Personnel, Senior Management Personnel and Other Employees.

The Company may pay remuneration to Key Managerial Personnel, Senior management personnel and other employees by way of basic pay, perquisites, allowances and performance incentives. The components of the total remuneration may vary for different employee grades and may be governed by industry patterns, qualifications and experience of the employee, responsibilities handled by them, their individual performances, etc. The annual variable pay of senior management personnel may be linked to the Company's performance in general and their individual performance for the relevant year and may be measured against specific major performance areas which are closely aligned to the Company's objectives.

3. Evaluation of performance of the members of the Board, Key Managerial Personnel

The committee shall carry out evaluation of performance of every Director, Key Managerial Personnel, and Senior Management Personnel at regular interval (Yearly).

AUDITORS' CERTIFICATE

To

The Members of

Ashiana Housing Limited

We have examined the compliance of conditions of corporate governance by Ashiana Housing Limited for the year ended 31st March, 2020 as stipulated in 17 to 27, clause (b) to (i) sub-regulation (2) of regulation and paras C, D and E of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter called as "Listing Regulations").

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to 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.

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the directors and the management, we certify that the Company has complied with the conditions of corporate governance as stipulated under the Listing Regulations.

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.

For **VMSS & ASSOCIATES**

Chartered Accountants

Firm Registration No: 328952E

Mahendra Jain

Partner

Membership No: 413904

UDIN : 20413904AAAACH4311

Place: New Delhi

Date: 16th June, 2020



FINANCIAL STATEMENTS

Independent Auditor's Report

To the Members of **Ashiana Housing Limited**

Report on the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Ashiana Housing Limited** ('the Company'), which comprise the Balance Sheet as at 31 March 2020, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flow for the year then ended, and Notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, of the state of affairs (financial position) of the Company as at 31st March, 2020, and loss (financial performance including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone Ind AS financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone Ind AS financial statements.

Revenue recognition [refer note 8.1 to the standalone financial statements]

Key Audit Matter	How the matter was addressed in our audit
Revenue from sale of residential units represents 96.54% of the total revenue from operations of the Company. Revenue is recognised upon transfer of control of residential units to customers for an amount that reflects the consideration which the Company expects to receive in exchange for those units. The trigger for revenue recognition is normally upon satisfaction of performance obligation and the control thereof is transferred from the company to the buyer upon possession or upon issuance of letter for offer of possession ("deemed date of possession").	Our audit procedures on Revenue recognition included the following: - Evaluating that the Company's revenue recognition accounting policies are in line with the applicable accounting standards and their application to the key customer contracts including consistent application; - Sales cut-off procedures for determination of revenue in the correct reporting period; - Scrutinising all the revenue journal entries raised throughout the reporting period and comparing details of a sample of these journals, which met certain risk-based criteria, with relevant underlying documentation; - Conducting site visits during the year for selected projects to understand the scope and nature of the projects and to assess the progress of the projects; and

Independent Auditor's Report

Key Audit Matter	How the matter was addressed in our audit
Revenue recognition prior to completion of the project Due to the Company's projects being spread across different regions within the country and the competitive business environment, there is a risk that revenue could be overstated (for example, through premature revenue recognition i.e. recording revenue without receipt of approval from authorities or its intimation to the customers) or understated (for example, through improperly shifting revenues to a later period) in order to present consistent financial results. Since revenue recognition has direct impact on the Company's profitability, the element of management bias is likely to be involved.	- Considered the adequacy of the disclosures in note 2.24 to the standalone financial statements in respect of the judgments taken in recognising revenue for residential units. In addition, we have performed the following procedures: - Discussing and challenging key management judgments in interpreting contractual terms including obtaining in house legal interpretations; - Testing sample sales of units for projects with the underlying contracts, completion status and proceeds received from customers; and - Identified and tested operating effectiveness of key controls around approvals of contracts, milestone billing, intimation of possession letters / intimation of receipt of occupation certificate and controls over collection from customers;

Deferred Tax Assets (refer note 3.7 to the standalone financial statements)

Key Audit Matter	How the matter was addressed in our audit
Recognition and measurement of deferred tax assets The carrying amount of the deferred tax assets represents 0.87% of the Company's total assets. The Company has deferred tax assets in respect of brought forward losses and other temporary differences, as set out in note 3.7. The recognition of deferred tax assets involves judgment regarding the likelihood of the reasonable certainty of realisation of these assets, in particular whether there will be taxable profits in future periods that support recognition of these assets. Management records deferred tax assets in respect of carried forward business losses in cases where it is reasonably certain based on the projected profitability determined on the basis of approved business plans that sufficient taxable income will be available to absorb the carried forward business loss.	Our audit procedures included: - Through discussions with management, we understood the Company's process for recording deferred tax assets; - We have obtained the approved business plans, projected profitability statements for the existing projects and the future projects which are confirmed through definitive agreements; - We have performed sensitivity analysis and inquired into the basis of the projections for the reasonable certainty of utilisation of the brought forward business losses and therefore recognition of deferred tax assets; and - We tested the underlying data for the key deferred tax and tax provision calculations.

Assessment of impact of Corona Virus Disease (COVID-19)

Key Audit Matter	How the matter was addressed in our audit
On account of prevalent financial, economic and health crises caused due to global pandemic – COVID-19 having impacted the assumptions used for the continuity of operations. The Company has prepared cash flow projections and believes it has sufficient liquidity based on the available liquid cash and available credit facilities as disclosed in note 23 and the expected cash to be generated from operations to meet its financial obligations as they fall due for the following twelve months.	As a part of our audit we have, carried out the following procedures: - Obtained an understanding of the process and testing the operating effectiveness of internal controls and preparation of the cash flow forecast based on assumptions and inputs to the model used to estimate the future cash flows. - We assessed the assumptions around the key drivers of the cash flow forecasts including discount rates, - We compared the cash flow forecasts to approved budget and other relevant market and economic information, as well as testing the underlying calculations.

Independent Auditor's Report

Key Audit Matter	How the matter was addressed in our audit
Further, the management has factored impact of COVID-19 on carrying value of the Assets and Liabilities.	- We discussed the potential changes in key drivers as compared to previous year / actual performance with management and considering impact of COVID-19 in order to evaluate whether the inputs and assumptions used in the cash flow forecasts were suitable; - We engaged expert to assess the assumption and methodology used by the management to determine the recoverable amount and also assessed the recoverable value headroom by performing sensitivity testing of key assumptions used. - We tested the arithmetical accuracy of the models. - We evaluated disclosures related to management assessment on impact of COVID-19 for the continuity of operations.

Information other than the Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs (financial position), profit or loss (financial performance including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India including the Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of 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.

In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Independent Auditor's Report

As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has internal financial controls with reference to Financial Statements in place and the operating effectiveness of such controls
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order
2. As required by Section 143 (3) of the Act, we report that:
 - (a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

Independent Auditor's Report

- (c) the Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of change in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
- (d) in our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act;
- (e) on the basis of the written representations received from the directors as on 31 March 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2020 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B";
- (g) with respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act

- (h) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. the Company has, to the extent ascertainable, disclosed the impact of pending litigations on its financial position in its financial statements – Refer clause (e) of Note 12 to the financial statements;
 - ii. the Company does not have any material foreseeable losses on long term contracts including derivative contracts which would impact its financial position;
 - iii. *there has been a delay of 52 days in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.*

For **VMSS & ASSOCIATES**

Chartered Accountants

Firm Registration No. 328952E

Mahendra Jain

Partner

Membership No. 413904

Place: New Delhi

Date: 16th June, 2020

Annexure - A to the Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2020, we report that:

- (i) (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) According to the information and explanations given to us, all the assets have not been physically verified by the management during the year but there is a regular program of physical verification of its property, plant and equipment to cover all the items of property, plant and equipment in a phased manner, which in our opinion, is reasonable having regard to the size of the Company and the nature of its property, plant and equipment. Pursuant to the program, certain plant and Machinery were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) According to the information and explanations given to us, the management has conducted physical verification of inventory at reasonable intervals during the year which, in our opinion, is reasonable having regard to the size of the company and nature of its business. No material discrepancies were noticed on such verification.
- (iii) The Company has not granted secured/unsecured loans to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act').
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees and securities made by the company.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Companies Act, 2013 Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended).
- (vi) As certified by a Cost Accountant, the company has maintained cost records for the year under review, as prescribed under sub-section (1) of Section 148 to the extent applicable to the company. We have, however, not made a detailed examination of such records.
- (vii) (a) According to the records of the company, the company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, Goods and Service Tax, duty of customs, Cess and other material statutory dues, as applicable, and no such statutory dues were outstanding as at the last day of the financial year under review for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no dues of income-tax, Goods and Service Tax, duty of customs and cess, as applicable, which have not been deposited on account of any dispute, except the following:

Name of the Statute	Amount (₹ in Lakhs)	Relating to the year	Forum where dispute pending
Income Tax Act, 1961	117.15	2015-16	Commissioner (Appeals)
Income Tax Act, 1961	60.37	2016-17	Commissioner (Appeals)
Tamil Nadu VAT Act, 2006	4.68	2016-17	Assistant Commissioner
Tamil Nadu VAT Act, 2006	21.61	2015-16	Assistant Commissioner
Rajasthan Tax on Entry of Goods into Local Area Act, 1999	10.23	2017-18	Deputy Commissioner (Appeals)

- (viii) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of loans or borrowing to financial institution, bank, Government or dues to debenture holders.
- (ix) In our opinion and according to the information and explanation given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year under review. Further term loans have been applied for the purposes for which those were raised.
- (x) According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees have been noticed or reported during the year.

Annexure - A to the Auditors' Report

- [xi] According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- [xii] In our opinion and according to the information and explanations given to us, the Company is not a nidhi company.
- [xiii] According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act and the details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- [xiv] According to the information and explanations given to us and on an overall examination of Balance Sheet of Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to the company and not commented upon.
- [xv] According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him.
- [xvi] In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For **VMSS & ASSOCIATES**
Chartered Accountants
Firm Registration No. 328952E

Mahendra Jain
Partner
Membership No. 413904

Place: New Delhi
Date: 16th June, 2020

Annexure - B to the Auditors' Report

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 **Ashiana Housing Limited** ("the Company") as of 31 March 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Annexure - B to the Auditors' Report

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 2020, 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 **VMSS & ASSOCIATES**
Chartered Accountants
Firm Registration No. 328952E

Mahendra Jain
Partner
Membership No. 413904

Place: New Delhi
Date: 16th June, 2020

Notes to the Financial Statements

1. CORPORATE INFORMATION

Ashiana Housing Limited ("the Company") having CIN L70109WB1986PLC040864 is a public limited company domiciled and incorporated in India and its shares are publicly traded on the National Stock Exchange ("NSE") and the Bombay Stock Exchange ("BSE"), India. The registered office of the company is situated at 11G Everest, 46/C, Chowringhee Road, Kolkata – 700071 and the head office is situated at 304, Southern Park, Saket District Centre, Saket, New Delhi - 110017.

The principal business activity of the company is Real Estate Development. The company has its presence in the states of Rajasthan, Jharkhand, Maharashtra, Haryana, West Bengal, Gujarat and Tamil Nadu

The financial statements were authorised for issue in accordance with a resolution passed by the Board of Directors on 16th June, 2020.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

The financial statements (Separate financial statements) have been prepared on accrual basis in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and the provisions of the Companies Act, 2013.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities which have been measured at fair value (refer accounting policy regarding financial instruments).

The financial statements are presented in Indian Rupees ("INR" or "₹") and all amounts are rounded to the nearest Lakhs, except as stated otherwise. ₹ 0 represents amount below ₹ 50,000/-

2.2 Estimates and Judgements

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions effect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed in Note 2.24. Accounting estimates could change from period to period. Actual results may differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if

material, their effects are disclosed in the notes to the financial statements.

2.3 Current versus non-current classification

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

An asset is treated as current when it is:

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

All other assets are classified as non-current.

A liability is current when:

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

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The normal operating cycle in respect of real estate operations of the company is the time between the acquisition of land/ development rights for a real estate project and its realisation into cash and cash equivalents by way of sale of developed units. Accordingly, project related assets and liabilities have been classified into current and non-current based on operating cycle of the respective projects. All other assets and liabilities have been classified into current and non-current based on a period of twelve months.

2.4 Property, Plant and Equipment

Freehold land and capital work-in-progress is carried at cost, including transaction costs and borrowing costs. All other items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

The cost of an item of property, plant and equipment comprises of its purchase price, any costs directly attributable to its

Notes to the Financial Statements

acquisition and an initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which the company incurs when the item is acquired. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation on property, plant and equipment is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives. The useful lives estimated for the major classes of property, plant and equipment are as follows:

Class of property, plant and equipment	Useful life (in years)
Buildings	60
Plant & Machinery	5-15
Furniture & Fixtures	8-10
Vehicles	5-10
Electrical Installations	10
Equipment's and facilities	5
Computer Hardware	3

The useful lives have been determined based on technical evaluation done by the management, which in few cases are different than the lives as specified by Schedule II to the Companies Act, 2013. The residual values are not more than 5% of the original cost of the asset. The asset's residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset is included in the statement of profit and loss when the asset is derecognised.

Physical verification of Property, Plant and Equipment is carried out in a phased manner. Certain Plant and Machinery including Shuttering and Scaffoldings is verified on completion of a Project due to nature of such assets

2.5 Investment properties

Investment properties are measured initially at cost, including transaction costs and borrowing costs, wherever applicable. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the company and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred.

The building component of the investment properties are depreciated using the straight-line method over 60 years from the date of original purchase, being their useful life as estimated by the management. The estimated useful life of the building is same as that prescribed in Schedule II to the Companies Act, 2013.

The company discloses the fair value of investment properties as at the end of the year, which is determined by registered accredited independent valuers.

Investment properties are derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of investment properties are included in profit and loss in the period of de-recognition.

2.6 Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment loss.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised on a straight-line method over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset are reviewed at least at the end of each reporting period and adjusted, if appropriate. The useful economic lives estimated for various classes of intangible assets are as follows:

Class of intangible assets	Useful life (in years)
Trademark and Logo	10
Software	3

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually.

2.7 Non-current assets held for sale

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell

Non-current assets classified as held for sale and their related liabilities are presented separately in the balance sheet. Non-current assets are not depreciated or amortised while they are classified as held for sale.

2.8 Inventories

Construction material and hotel and club consumables are valued at lower of cost and net realisable value. However, materials and

Notes to the Financial Statements

other items are not written down below cost if the constructed units/food and beverages in which they are used are expected to be sold at or above cost. Cost is determined on first in, first out (FIFO) basis

Land/Development Rights are valued at lower of cost and net realisable value.

Completed units and project development forming part of work in progress are valued at lower of cost and net realisable value. Cost includes direct materials, labour, project specific direct and indirect expenses, borrowing costs and pro-rata unrealised cost from EWS/LIG units.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

2.9 Cash and Cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits maturing within twelve months from the date of balance sheet, which are subject to an insignificant risk of changes in value. Bank overdrafts are shown under borrowings in the balance sheet.

Other Bank Balances includes Balances with Bank to the extent secured against the borrowings, Bank Balances for unclaimed dividend, and Balances in Bank Accounts designated as RERA Account wherein 70% of amount collected from allottees is deposited.

2.10 Financial Instruments

A. Financial Instruments - Initial recognition and measurement

Financial assets and financial liabilities are recognised in the company's statement of financial position when the company becomes a party to the contractual provisions of the instrument. The company determines the classification of its financial assets and liabilities at initial recognition. All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

B.1. Financial assets –Subsequent measurement

The Subsequent measurement of financial assets depends on their classification which is as follows:

a. Financial assets at fair value through profit or loss

Financial assets at fair value through profit and loss include financial assets held for sale in the near term and those designated upon initial recognition at fair value through profit or loss.

b. Financial assets measured at amortised cost

Loans and receivables are non derivative financial assets with fixed or determinable payments that are not quoted in an active market. Trade receivables do not carry any interest and are stated at their nominal value as reduced by appropriate allowance for estimated irrecoverable amounts based on the ageing of the receivables balance and historical experience. Additionally, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. Individual trade receivables are written off when management deems them not to be collectible.

c. Financial assets at fair value through OCI

All equity investments, except investments in subsidiaries, joint ventures and associates, falling within the scope of Ind AS 109, are measured at fair value through Other Comprehensive Income (OCI). The company makes an irrevocable election on an instrument by instrument basis to present in other comprehensive income subsequent changes in the fair value. The classification is made on initial recognition and is irrevocable.

If the company decides to designate an equity instrument at fair value through OCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI.

B.2. Financial assets –Derecognition

The company derecognises a financial asset when the contractual rights to the cash flows from the assets expire or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset

Upon derecognition of equity instruments designated at fair value through OCI, the associated fair value changes of that equity instrument is transferred from OCI to Retained Earnings.

C. Investment in subsidiaries, joint ventures and associates

Investments made by the company in subsidiaries, joint ventures and associates are measured at cost in the separate financial statements of the company

D.1. Financial liabilities –Subsequent measurement

The Subsequent measurement of financial liabilities depends on their classification which is as follows:

a. Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading, if any.

Notes to the Financial Statements

b. Financial liabilities measured at amortised cost

Interest bearing loans and borrowings including debentures issued by the company are subsequently measured at amortised cost using the effective interest rate method (EIR). Amortised cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are integral part of the EIR. The EIR amortised is included in finance costs in the statement of profit and loss.

D.2. Financial liabilities –Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or expires

E Offsetting financial instruments

Financial assets and financial liabilities are offset and the net amount reported in the statement of financial position, if and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

F. Fair value measurement

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

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

The principal or the most advantageous market must be accessible to the company.

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

2.11 EWS/LIG units

In terms of the building bye laws of various states in which the company operates, it is required to develop certain units for Economically Weaker Section (EWS) and Lower Income Group (LIG) people alongwith the development of the main group housing project.

EWS/LIG units in the balance sheet comprise of amounts deployed by the company towards land, development and/or

purchase of EWS/LIG units, as reduced by amounts received from the allottees and unrealised cost from such units.

2.12 Revenue Recognition

Revenue is recognised upon transfer of control of promised product or services to customer in an amount that reflects the consideration the company expects to receive in exchange for those product or service, regardless of when the payment is received. Revenue is measured at the Transaction price, excluding amounts collected on behalf of the third parties.

The specific recognition criteria for the various types of the company's activities are described below:

Real estate projects

In accordance with the principles of Ind AS 115, revenue in respect of real estate project is recognised on satisfaction of Performance obligation at a point in time by transferring a promised good or services (i.e. an asset) to a customer and the customer obtains control of that asset.

To determine the point in time at which a customer obtains control of a promised asset and the entity satisfies a performance obligation, the company considers following indicators of the transfer of control to customers:

- the company has a present right to payment for the asset;
- the company has transferred to the buyer the significant risks and rewards of ownership of the real estate;
- the company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the real estate sold;
- the amount of revenue can be measured reliably;
- the costs incurred or to be incurred in respect of the transaction can be measured reliably;
- the customer has accepted the asset.

The satisfaction of performance obligation and the control thereof is transferred from the company to the buyer upon possession or upon issuance of letter for offer of possession ("deemed date of possession"), whichever is earlier, subject to certainty of realisation.

Hotel and club services

Revenue from rooms, food and beverages, club and other allied services, is recognised upon rendering of the services.

Interest income

Interest income from debt instruments (including Fixed Deposits) is recognised using the effective interest rate method. The effective interest rate is that rate that exactly discounts estimated

Notes to the Financial Statements

future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. While calculating the effective interest rate, the company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

Dividends

Revenue is recognised when the Company's right to receive the payment is established.

Rental Income

Rental income arising from operating leases on investment properties is accounted for on a straight-line basis over the lease term.

Delayed payment charges

Delayed payment charges claimed to expedite recoveries are accounted for on realisation.

Other Income

Other Income is accounted for on accrual basis except, where the receipt of income is uncertain.

2.13 Foreign currency transactions

Foreign currency transactions are translated into Indian rupee using the exchange rates prevailing on the date of the transaction. Foreign exchange gains and losses resulting from the settlement of these transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in profit or loss

2.14 Employee benefits

Short Term employee benefits

Liabilities for wages, salaries and other employee benefits that are expected to be settled within twelve months of rendering the service by the employees are classified as short term employee benefits. Such short term employee benefits are measured at the amounts expected to be paid when the liabilities are settled.

Post employment benefits

(a) Defined contribution plans

The company pays provident fund contribution to publicly administered provident funds as per the local regulations. The contributions are accounted for as defined contribution plans and are recognised as employee benefit expense when they are due.

(b) Defined benefit plans

The liabilities recognised in the balance sheet in respect of defined benefit plan, namely gratuity and leave pay, are the present value of the defined benefit obligation at the end of the year less the fair value of plan assets, if any. The defined benefit obligation is calculated by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in the retained earnings in the statement of changes in equity and in the balance sheet.

2.15 Leases

A. Company as a Lessee

The Company assesses whether a contract contains a lease at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

The company applies a single recognition and measurement approach for all leases, except for leasehold land, short-term leases and leases of low-value. For short-term and leases of low value, the Company recognises the lease payments as an operating expense on a straight line basis over the term of the lease. Leasehold land is carried at the acquisition cost i.e. one-time lease premium paid at the time of acquisition of leasehold rights. For all other leases, the Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for

Notes to the Financial Statements

any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the incremental borrowing rate at the lease commencement date. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

Right-of-use assets are included in the Leased Assets and lease liabilities are included in other current and non-current financial liabilities in the balance sheet. Lease payments have been classified as financing cash flows in the Statement of Profit and Loss.

Leasehold Land under Leased assets represents land allotted by Government of Rajasthan for 99 years on leasehold basis and is recognised at cost. Leased building improvements under Leased assets are initially recognised at cost and subsequently measured at cost less accumulated depreciation. The depreciation is calculated on a straight line basis based on the lease period.

B. Company as a Lessor

Leases for which the company is a lessor is classified as finance or operating leases. Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease term, unless the receipts are structured to increase in line with expected general inflation.

2.16 Finance Costs

Borrowing costs that are attributable to ongoing projects of the company are charged to work in progress as a part of the cost of such project.

Other borrowing costs are recognised in the statement of profit and loss in the period in which they are incurred.

2.17 Selling Costs

Selling expenses related to specific projects/units are being charged to Statement of Profit and Loss in the year in which the revenue thereof is accounted and till such time these costs are carried forward as Unaccrued Selling Expenses under the head Other Current Assets.

Project-wise unaccrued selling expenses carried forward are reviewed by the management annually after commencement of revenue recognition of such projects and abnormal selling expenses in excess of standard costs as estimated by the management minus selling costs estimated to be incurred thereof in future are charged to Statement of Profit and Loss.

2.18 Taxes

Current Tax

The current tax expense for the period is determined as the amount of tax payable in respect of taxable income for the period, based on the applicable income tax rates.

Current tax relating to items recognised in other comprehensive income or equity is recognised in other comprehensive income or equity, respectively.

Deferred Tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

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

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted at the reporting date.

Deferred tax relating to items recognised in other comprehensive income or equity is recognised in other comprehensive income or equity, respectively.

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.

Notes to the Financial Statements

2.19 Provisions, Contingent Liabilities and Contingent Assets

A provision is recognised when the company has present determined obligations as a result of past events and an outflow of resources embodying economic benefits will be required to settle the obligations. Provisions are recognised at the best estimate of the expenditure required to settle the present obligation at the balance sheet date.

If the effect of the time value of money is material, provisions are discounted using a current pre tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

A Contingent liability is not recognised but disclosed in the notes to the accounts, unless the probability of an outflow of resources is remote.

A contingent asset is generally neither recognised nor disclosed.

2.20 Earnings per share

The Basic earnings per share (EPS) is calculated by dividing the net profit or loss for the year attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year.

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

2.21 Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the company, on or before the end of the reporting period but not distributed at the end of the reporting period.

2.22 Exceptional items

Exceptional items refer to items of income or expense within statement of profit and loss from ordinary activities which are non-recurring and are of such size, nature or incidence that their separate disclosure is considered necessary to explain the performance of the company.

2.23 Impairment of assets

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 asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. 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. When 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 fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss.

2.24 Critical accounting estimates

Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of company's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

Intangible assets

The company tests whether intangible assets have suffered any impairment on an annual basis. The recoverable amount of a cash generating unit is determined based on value in use calculations which require the use of assumptions.

Investment property

The charge in respect of periodic depreciation on investment properties is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of company's investment properties are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

Revenue Recognition

Determination of revenue under the satisfaction of performance obligation at a point in time method necessarily involves making estimates, some of which are of a technical nature, concerning where relevant, the timing of satisfaction of performance obligations, costs to completion, the expected revenues from the project or activity and the foreseeable losses to completion. The company recognises revenue when the company satisfies its performance obligations.

Notes to the Financial Statements

Selling costs

Project wise unaccrued selling expenses carried forward are reviewed by the management annually and compared with the standard costs. The standard selling costs and selling costs expected to be incurred in future are estimated by the management annually project-wise keeping in mind various factors such as location of the project, market scenario, sales volume, pricing, etc.

Inventories

Inventories comprising of land/development rights, completed units and project development forming part of work-in-progress are valued at lower of cost and net realisable value. Net Realisable value is based upon the estimates of the management. The effect of changes, if any, to the estimates is recognised in the standalone financial statements for the period in which such changes are determined.

Trade Receivable

As per Ind AS 109, the company is required to apply expected credit losses model for recognizing the provision for doubtful debts. The expected credit losses are determined based on the past trends & assumptions.

Recognition and measurement of defined benefit obligations

The obligations arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation and attrition rate. The discount rate is determined by reference to market yields at the end of the reporting period on government securities, the period to maturity of the underlying securities correspond to the probable maturity of the post-employment benefit obligation.

Recognition of Deferred Tax Asset

The deferred tax assets in respect of unabsorbed losses is recognised based on reasonable certainty of the projected profitability, determined on the basis of approved business plans, to the extent that sufficient taxable income will be available to absorb the unabsorbed losses

Provisions and contingencies

The recognition and measurement of other provisions are based on the assessment of the probability of an outflow of resources, and on past experience and circumstances known at the Balance sheet date. The actual outflow of resources at a future date may therefore vary from the amount included in other provisions.

Balance Sheet

as at 31st March, 2020

₹ in Lakhs

Particulars	Notes	As at 31 st March, 2020	As at 31 st March, 2019
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	3.1	5,354	5,880
Investment Property	3.2	6,123	5,912
Intangible Assets	3.3	57	82
Intangible Assets under Development	3.4	33	-
Leased Assets	3.5	1,352	198
Financial Assets	3.6		
- Investment in Subsidiaries	3.6.1	182	286
- Investments Others	3.6.2	4	4
- Deposits with Banks	3.6.3	3,216	2,718
- Other Financial Assets	3.6.4	426	300
Deferred Tax Assets (Net)	3.7	965	(244)
		17,712	15,135
Current assets			
Inventories	4.1	61,961	62,472
Financial Assets	4.2		
- Investment in Subsidiaries / Joint Ventures	4.2.1	3,699	4,071
- Investments Others	4.2.2	1,143	6,505
- Trade Receivables	4.2.3	1,768	1,073
- Cash and Cash Equivalents	4.2.4	4,787	2,439
- Other Bank Balances	4.2.5	1,827	1,088
- Other Financial Assets	4.2.6	5,480	5,577
Current Tax Assets (Net)	4.3	329	616
Other Current Assets	4.4		
- Trade Advance and Deposits	4.4.1	7,494	7,333
- EWS/ LIG units	4.4.2	1,959	2,204
- Others	4.4.3	3,352	4,768
		93,799	98,145
Total Assets		1,11,511	1,13,280
EQUITY AND LIABILITIES			
Equity			
Equity Share capital	5.1	2,047	2,047
Other Equity	5.2	73,378	76,469
		75,425	78,516
LIABILITIES			
Non-current liabilities			
Financial Liabilities	6.1		
- Borrowings	6.1.1	10,377	14,274
- Other Financial Liabilities	6.1.2	1,188	201
Non - Current Provisions	6.2	325	301
		11,890	14,776
Current liabilities			
Financial Liabilities	7.1		
- Borrowings	7.1.1	19	24
- Trade Payables	7.1.2		
a) Dues of Micro and Small Enterprises		126	164
b) Dues of Creditors other than Micro and Small Enterprises		1,880	973
- Other Financial Liabilities	7.1.3	4,393	3,344
Other Current Liabilities	7.2		
- Advance from Customers	7.2.1	17,200	15,201
- Others	7.2.2	444	189
Current Provisions	7.3	134	93
		24,196	19,988
Total Equity and Liabilities		1,11,511	1,13,280
Corporate Information & Significant Accounting Policies	1 & 2		
Accompanying notes to the Financial Statements	1 to 26		

In terms of our report of even date attached herewith

For **VMSS & ASSOCIATES**

Chartered Accountants

Firm Registration No: 328952E

Vishal Gupta
(Managing Director)
DIN 00097939

Varun Gupta
(Whole-time Director)
DIN 01666653

Hemant Kaul
(Independent Director)
DIN 00551588

Mahendra Jain

Partner

Membership No: 413904

Nitin Sharma
(Company Secretary)

Vikash Dugar
(CFO)

Place: New Delhi

Date: 16th June, 2020

Statement of Profit & Loss

for the year ended 31st March, 2020

		₹ in Lakhs	
Particulars	Notes	2019-20	2018-19
Income			
Revenue from Operations	8.1	25,808	29,100
Income from Partnership	8.2	422	1,082
Other Income	8.3	1,143	1,048
Total Revenue		27,373	31,230
Expenses			
Direct Costs:			
Purchases	9.1	4,085	5,781
Project Expenses	9.2	14,148	11,242
Changes in Inventories	9.3	728	1,214
Hotel & Club Expenses	9.4	748	776
		19,709	19,013
Employee Benefits Expense	9.5	2,478	2,686
Selling Expenses		2,870	2,586
Finance Costs	9.6	1,349	1,490
Depreciation & Amortization Expenses	9.7	905	804
Other Expenses	9.8	1,968	2,000
Total Expenses		29,279	28,580
Profit/(Loss) before exceptional item and tax		(1,906)	2,650
Less : Exceptional Item	9.9	1,739	-
Profit/(Loss) before tax		(3,646)	2,650
Tax Expense:			
Current Tax	10	396	785
Deferred Tax		(1,223)	97
		(827)	882
Profit/(Loss) for the year		(2,819)	1,768
Other comprehensive income			
A) Items that will not be reclassified to profit or loss			
- Changes in fair value of Equity Instruments		97	324
- Tax Expense relating to above		(24)	67
- Remeasurement of net defined benefit liabilities		(47)	30
- Tax Expense relating to above items		12	(11)
B) Items that will be reclassified to profit or loss			
		-	-
Other comprehensive income for the year		37	410
Total comprehensive income for the year		(2,782)	2,178
Earnings per equity share			
Basic & Diluted	11	(2.72)	2.13
Corporate Information & Significant Accounting Policies			
Accompanying notes to the financial statements	1 to 26		

In terms of our report of even date attached herewith

For **VMSS & ASSOCIATES**

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Mahendra Jain

Partner

Membership No: 413904

Nitin Sharma
(Company Secretary)

Vikash Dugar
(CFO)

Place: New Delhi

Date: 16th June, 2020

Cash Flow Statement

for the year ended 31st March, 2020

		₹ in Lakhs	
Particulars	2019-20	2018-19	
CASH FLOW FROM OPERATING ACTIVITIES :			
Net Profit/(Loss) before tax and exceptional items	(1,906)	2,650	
Adjusted for :			
Depreciation	905	804	
Interest Income	(301)	(299)	
Dividend Income	-	(1)	
Income from Investments	(369)	(297)	
Provision for Doubtful Debts	(5)	(31)	
Interest Paid	1,696	1,668	
Irrecoverable Balances Written off	18	81	
Liabilities Written Back	(102)	(59)	
Provision for Employee Benefits	17	(51)	
Fixed Assets written off	28	14	
(Profit) / Loss on sale of Fixed Assets	3	(10)	
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	(16)	4,470	
Adjusted for :			
Trade Receivables	(708)	295	
Other Financial Assets	(29)	(408)	
Non Financial Assets	1,500	1,748	
Inventories	511	1,270	
Trade Payables	970	(383)	
Other Financial Liabilities	759	48	
Customer Advances	1,999	(7,677)	
Non Financial Liabilities	255	(147)	
CASH GENERATED FROM OPERATIONS	5,242	(784)	
Direct Taxes paid / adjusted	(109)	(596)	
Cash flow before exceptional items	5,133	(1,380)	
Exceptional item	(1,739)	-	
Net cash from Operating activities (A)	3,394	(1,380)	
CASH FLOW FROM INVESTING ACTIVITIES :			
Purchase of Fixed Assets	(523)	(887)	
Sale of Fixed Assets	143	26	
Net change in Investments	5,436	3,022	
Interest Income	301	299	
Other Income from Investments	369	298	
Net Cash from investing activities (B)	5,726	2,757	
CASH FLOW FROM FINANCING ACTIVITIES :			
Net Proceeds from borrowings	(3,902)	2,341	
Payment of Lease Liabilities	(127)	-	
Interest on Lease Liabilities	(154)	-	
Interest Paid	(1,541)	(1,668)	
Dividend paid	(308)	(308)	
Net Cash from Financing activities (C)	(6,033)	364	
NET INCREASE IN CASH AND CASH EQUIVALENTS (A+ B+ C)	3,087	1,741	
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	3,527	1,787	
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	6,614	3,527	

01. Proceeds from long term and other borrowings are shown net of repayment.

02. Cash and Cash equivalents includes other bank balances..

In terms of our report of even date attached herewith

For **VMSS & ASSOCIATES**

Chartered Accountants

Firm Registration No: 328952E

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(Managing Director)
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DIN 01666653

Hemant Kaul
(Independent Director)
DIN 00551588

Mahendra Jain

Partner

Membership No: 413904

Nitin Sharma
(Company Secretary)

Vikash Dugar
(CFO)

Place: New Delhi

Date: 16th June, 2020

Statement of Changes in Equity

for the year ended 31st March, 2020

Equity share capital

Particulars	Notes	₹ in Lakhs		
		As at 31st March 2019	Changes during 2019-2020	As at 31st March 2020
102,352,099 Equity shares of ₹ 2/- each fully paid up	5.1	2,047	-	2,047
		2,047	-	2,047

Other Equity

Other Equity

₹ in Lakhs

Particulars	Notes 5.2	Reserves and Surplus				Equity Investment Reserve (upon fair value through other comprehensive income)	Total
		Securities Premium	Debenture Redemption Reserve	Retained Earnings			
				General Reserve	Surplus in the statement of Profit and Loss		
Balance as at 31.03.2018		19,958	750	49,000	3,415	1,476	74,599
Profit for the year					1,767		1,767
Other comprehensive income for the year		-	-	-	20	391	411
Total comprehensive income for the year		-	-	-	1,787	391	2,178
Dividends		-	-	-	(256)	-	(256)
Tax on Dividend		-	-	-	(53)	-	(53)
Transfer to General Reserve		-		2,500	(2,500)	-	-
Transfer to Debenture Redemption Reserve		-	562	-	(562)	-	-
Transfer from Debenture Redemption Reserve		-	(200)	-	200	-	-
Realised gains transferred to Retained Earnings		-	-	-	1,387	(1,387)	-
Balance as at 31.03.2019		19,958	1,112	51,500	3,419	480	76,469
Profit/(loss) for the year		-	-	-	(2,819)	-	(2,819)
Other comprehensive income for the year		-	-	-	(35)	72	37
Total comprehensive income for the year		-	-	-	(2,854)	72	(2,782)
Dividends		-	-	-	(256)	-	(256)
Tax on Dividend		-	-	-	(53)	-	(53)
Transfer from General Reserve		-	-	(1,500)	1,500	-	-
Transfer to Debenture Redemption Reserve		-	-	-	-	-	-
Transfer from Debenture Redemption Reserve		-	(1,112)	-	1,112	-	-
Realised gains transferred to Retained Earnings		-	-	-	448	(448)	-
Balance as at 31.03.2020		19,958	-	50,000	3,316	105	73,378

In terms of our report of even date attached herewith

For **VMSS & ASSOCIATES**

Chartered Accountants

Firm Registration No: 328952E

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DIN 00551588

Mahendra Jain

Partner

Membership No: 413904

Nitin Sharma
(Company Secretary)

Vikash Dugar
(CFO)

Place: New Delhi

Date: 16th June, 2020

Notes to the Accounts

3.1 PROPERTY, PLANT & EQUIPMENT

Particulars	GROSS BLOCK		DEPRECIATION		NET BLOCK	
	As at 01.04.2019	Additions/ (Deductions)	As at 31.03.2020	Up to 31.03.2019 (Adjustments)	Up to 31.03.2020	As at 31.03.2019
LAND - FREEHOLD	206	-	206		206	206
BUILDING	2,414	-	2,414	42	171	2,286
PLANT & MACHINERY	3,778	50 (200)	3,628	344 (95)	1,822	2,204
FURNITURE & FIXTURES	789	31 (17)	803	58 (7)	293	546
VEHICLES	324	20 (37)	306	44 (27)	115	226
ELECTRICAL INSTALLATIONS	215	1 (25)	191	18 (11)	87	136
EQUIPMENTS AND FACILITIES	396	36 (0)	432	59 (0)	229	226
COMPUTERS- HARDWARE	237	66 (2)	300	26 (2)	211	50
TOTAL	8,358	204 (281)	8,281	591 (142)	2,927	5,354
Previous Year Figures	7,260	1,555 (159)	8,656	729 (129)	2,578	5,880

₹ in Lakhs

Notes to the Accounts

3.2 INVESTMENT PROPERTY

Particulars	GROSS BLOCK		DEPRECIATION		NET BLOCK	
	As at 01.04.2019	Addition/ (Deduction)	As at 31.03.2020	Up to 31.03.2019 (Adjustments)	Up to 31.03.2020	As at 31.03.2019
COMMERCIAL / RETAIL						
- Land	12	-	12	-	-	12
- Building	1,212	-	1,212	20	94	1,138
- Building in Progress	2,288	-	2,288	-	-	2,288
EDUCATIONAL						
- Land	668	-	668	-	-	668
- Building	1,121	-	1,121	17	34	1,104
RESIDENTIAL						
- Land	65	-	65	-	-	65
- Building	117	175*	292	2	10	110
- Building in progress	528	75	603	-	-	528
TOTAL	6,011	251	6,261	40	138	-
Previous Year Figures						
	6,687	564	6,011	39	98	-
		(1,240)		(2)		5,912

* Includes transfer from Property, Plant and Equipment ₹ 27.40 Lakhs/-

Notes to the Accounts

(i) Information regarding income and expenditure of Investment properties

Particulars	2019-20	2018-19
Rental income derived from investment properties	183	213
Less:- Direct operating expenses (including repairs and maintenance) that generated rental income	[12]	[11]
Less:- Direct operating expenses (including repairs and maintenance) that did not generate rental income	[49]	[43]
Profit arising from investment properties before depreciation	122	159
Less - Depreciation	40	39
Profit arising from investment properties	83	120

(ii) The management has determined that the investment properties consist of three classes of assets - commercial, educational and residential - based on the nature, characteristics and risks of each property.

(iii) Fair Values of investment properties

Particulars	2019-20	2018-19
Commercial/Retail	6,120	6,630
Educational	2,063	2,129
Residential	1,239	925
Total	9,423	9,684

Notes to the Accounts

3.2 INVESTMENT PROPERTY (Contd..)

(iv) Estimation of Fair Value

The company obtains independent valuations for its properties annually. These valuations are based on valuations performed by a registered accredited independent valuer. The best evidence of fair value is current prices in an active market for similar properties. Where such information is not available, the company considers information from a variety of sources including:

- current prices in an active market for properties of different nature or recent prices of similar properties in less active markets, adjusted to reflect those differences
- discounted cash flow projections based on reliable estimates of future cash flows
- capitalised income projections based upon a property's estimated net market income, and a capitalisation rate derived from an evidence of market evidence

The main inputs used are the rental growth rates, expected vacancy rates, terminal yields and discount rates based on comparable transactions and industry data.

The Management is of the view that the fair value of investment properties under construction cannot be reliably measured and hence carrying cost pertaining to investment properties under progress have been taken as fair value.

(v) The Company has no restrictions on the realisability of its investment properties.

(vi) Reconciliation of fair value:

₹ in Lakhs				
Particulars	Commercial/ Retail	Educational	Residential	Total
Opening value as at 1 April 2019	6,630	2,129	925	9,684
Fair value difference	(510)	(66)	64	(512)
Addition/transfer of investment property	-	-	251	251
Closing value as at 31 March 2020	6,120	2,063	1,239	9,423

(vii) The company has no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements except to construct the educational building.

Notes to the Accounts

3.3 INTANGIBLE ASSETS

Particulars	GROSS BLOCK		AMORTIZATION		NETBLOCK	
	As at 01.04.2019	Additions/ (Deductions)	As at 31.03.2020	Up to 31.03.2019 For the year/ (Adjustments)	Up to 31.03.2020	As at 31.03.2019 As at 31.03.2020
TRADEMARK AND LOGO	87	-	87	41	52	36
SOFTWARE	121	3	124	85	103	21
TOTAL	209	3	211	127	155	57
Previous Year Figures	199	9	209	91	127	-
						82

3.4 INTANGIBLE ASSETS UNDER DEVELOPMENT

Particulars	GROSS BLOCK		AMORTIZATION		NETBLOCK	
	As at 01.04.2019	Additions/ (Deductions)	As at 31.03.2020	Up to 31.03.2019 For the year/ (Adjustments)	Up to 31.03.2020	As at 31.03.2019 As at 31.03.2020
SOFTWARE	-	33	33	-	-	33
	-	33	33	-	-	33

3.5 LEASED ASSETS

Particulars	GROSS BLOCK		AMORTIZATION		NETBLOCK	
	As at 01.04.2019	Additions/ (Deductions)	As at 31.03.2020	Up to 31.03.2019 For the year/ (Adjustments)	Up to 31.03.2020	As at 31.03.2019 As at 31.03.2020
LEASEHOLD LAND#	102	-	102	-	-	102
RIGHT TO USE - BUILDING	-	1,404 *	1,404	214	214	-
LEASED BUILDING IMPROVEMENTS	196	-	132	33	72	96
		(54)		(60)		
TOTAL	298	1,404	1,638	247	286	198
		(54)		(60)		

Leasehold Land represents Land allotted on leasehold basis by Government of Rajasthan for 99 years.

* on adoption of IND AS - 116

Notes to the Accounts

3.6 FINANCIAL ASSETS - NON CURRENT

3.6.1 INVESTMENT IN SUBSIDIARIES

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Investment in Equity Instruments (fully paid-up) (unquoted):		
50,000 equity shares of Latest Developers Advisory Ltd. (F.V. ₹ 10)	5	5
50,000 equity shares of Topwell Projects Consultants Ltd. (F.V. ₹ 10)	5	5
50,000 equity shares of Kairav Developers Ltd. (F.V. ₹ 10)	5	-
Investment in Limited Liability Partnerships (unquoted):		
Ashiana Maintenance Services LLP	167	276
	182	286

3.6.2 INVESTMENTS - OTHERS

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Investment in Equity Instruments (fully paid-up):		
i. Quoted		
3750 equity shares of Elite Leasings Ltd. (F.V. ₹ 10)	1	1
ii. Unquoted		
20,000 equity shares of Adityapur Toll Bridge Company Ltd. (F.V. ₹ 10)	2	2
	3	3
Investment in Government Securities		
In National Savings Certificate	1	1
	1	1
	4	4
Aggregate amount of quoted investments and market value thereof	1	1
Aggregate amount of unquoted investments	3	2

3.6.3 DEPOSITS WITH BANKS

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
In Fixed Deposits*	3,216	2,718
	3,216	2,718
* Includes Lien- Marked Deposits	3,022	2,351

3.6.4 OTHER FINANCIAL ASSETS

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
<i>Considered Good - Unsecured</i>		
Business Promotion Deposit	426	300
	426	300

3.7 DEFERRED TAX ASSETS (NET)

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Deferred Tax Asset / (Liability) relating to:		
- Property, Plant and Equipment and Intangible Assets	(230)	(402)
- Investment Property	253	193
- Financial Assets measured at fair value	(35)	(172)
- Employee Benefits	115	138
- Fiscal Allowance of Unabsorbed Losses	834	-
- Others	28	(1)
	965	(244)

Notes to the Accounts

4.1 INVENTORIES

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
(As taken, valued and certified by the management)		
Work-in-progress :		
- Land/Development Rights	6,145	5,910
- Project development	12,641	12,720
- Construction material	1,129	769
Completed units	17,792	14,175
Future projects :		
- Land/Development Rights	15,606	18,409
- Project Development	8,643	10,483
Hotel & Club Consumables	6	6
	61,961	62,472

4.2 FINANCIAL ASSETS - CURRENT

4.2.1 INVESTMENT IN SUBSIDIARIES / JOINT VENTURES

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Investment in Capital of Partnership Firms (Unquoted)		
i. Subsidiaries		
Ashiana Amar Developers	5	5
ii. Joint Ventures		
Ashiana Manglam Developers *	-	166
Ashiana Greenwood Developers	89	88
Megha Colonizers	461	443
Ashiana Manglam Builders	606	677
Ashiana Manglam Builders - Extension Land Division	300	404
Vista Housing	2,238	2,289
	3,699	4,071

* Retired w.e.f 31.03.2020

The particulars of partnership firms on the basis of audited Balance Sheet as at 31.03.2020, are given below :-

a) Ashiana Amar Developers

Name of Partners	₹ in Lakhs	
	Share	Capital (₹)
Ashiana Housing Ltd.	95.00%	5
Ashiana Maintenance Services LLP	5.00%	5

b) Ashiana Greenwood Developers

Name of Partners	₹ in Lakhs	
	Share	Capital (₹)
Shubhlabh Buildhome Private Ltd	50.00%	71
Ashiana Housing Ltd.	50.00%	89

c) Megha Colonizers

Name of Partners	₹ in Lakhs	
	Share	Capital (₹)
N.K. Gupta	7.50%	69
Vinod Goyal	7.75%	71
Ram Babu Agarwal	3.75%	35
Ajay Gupta	7.50%	69
Ritesh Agarwal	16.50%	152
Manglam Build Developers Ltd.	3.00%	28
Rajendra Agarwal	4.00%	37
Ashiana Housing Ltd.	50.00%	461

Notes to the Accounts

4.2 FINANCIAL ASSETS - CURRENT (Contd..)

4.2.1 INVESTMENT IN SUBSIDIARIES / JOINT VENTURES (Contd..)

d) Ashiana Manglam Builders

Name of Partners	Share			₹ in Lakhs
	25% of pre tax yearly profit upto cumulative aggregate of ₹ 1325 Lakhs (Since fully accrued)	40% of pre tax yearly profit upto cumulative aggregate of ₹ 2005.40 Lakhs (Since fully accrued and withdrawn)	Balance	Capital (₹)
Ashiana Housing Ltd.	100.00%	-	50.00%	606
Ram Babu Agarwal	-	50.00%	25.00%	275
Manglam Build Developers Ltd.	-	50.00%	25.00%	274

e) Ashiana Manglam Builders - Extension Land Division

Name of Partners	Share			₹ in Lakhs
	14% of pre tax yearly profit upto cumulative aggregate of ₹ 220 Lakhs	30% of pre tax yearly profit upto cumulative aggregate of ₹ 490 Lakhs	Balance	Capital (₹)
Ashiana Housing Ltd.	100%	-	50.00%	300
Ram Babu Agarwal	-	-	25.00%	225
Manglam Build Developers Ltd.	-	100%	25.00%	(175)

f) Vista Housing

Name of Partners	Share				₹ in Lakhs
	15% of pre tax yearly profit upto cumulative aggregate of ₹ 1500 Lakhs	30% of pre tax yearly profit upto cumulative aggregate of ₹ 4100 Lakhs		Balance	Capital (₹)
		First ₹ 866 Lakhs	Balance		
Ashiana Housing Ltd.	100.00%	-	-	50.00%	2,238
Manglam Build Developers Ltd.	-	100.00%	75.05%	37.50%	45
Ram Babu Agarwal	-	-	24.95%	12.50%	113

4.2.2 INVESTMENTS - OTHERS

					₹ in Lakhs
Particulars	Face Value per unit	No. of Units	AS AT 31.03.2020	No. of Units	AS AT 31.03.2019
In Mutual Funds (Unquoted)					
ICICI Prudential Corporate Bond Fund - Growth	10	19,16,065.387	399	19,16,065.387	366
ICICI Prudential Corporate Bond Fund - Direct plan - Growth	10	34,60,410.245	744	34,60,410.245	681
Axis Strategic Bond Fund - Growth	10	-	-	20,69,206.075	376
Axis Strategic Bond Fund - Direct Growth	10	-	-	36,68,544.209	702
ICICI Prudential Liquid Fund - Direct plan - Growth	100	-	-	10,47,217.263	2,895
Aditya Birla Sun Life Liquid Fund - Growth Direct	100	-	-	33,465.623	101
Franklin India Income Opportunities Fund- Growth	10	-	-	62,02,211.246	1,384
			1,143		6,505
Aggregate amount of unquoted investments and repurchase value thereof			1,143		6,505

Notes to the Accounts

4.2 FINANCIAL ASSETS - CURRENT (Contd..)

4.2.3 TRADE RECEIVABLES

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
<i>Considered Good - Unsecured</i>		
Due for more than six months*	700	675
Other Debts*	1,066	395
	1,765	1,070
Credit Impaired		
Due for more than six months	9	14
Less: Provision for doubtful debts	6	11
	3	3
	1,768	1,073
*Includes receivable from a subsidiary LLP in which some directors are partner	39	25

4.2.4 CASH AND CASH EQUIVALENTS

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Balances with Scheduled Banks:		
In Current Account*	4,433	1,904
In Fixed Deposit Account	264	529
Cheques/DD in hand	50	-
Cash-in-hand	39	6
	4,787	2,439
* includes against secured borrowings	0	14

4.2.5 OTHER BANK BALANCES

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Balances with Scheduled Banks:		
- In RERA Current Account	466	295
- In RERA Fixed Deposit Account	1,233	202
- In Unclaimed Dividend Account	128	146
- In Fixed Deposit Account - Lien Marked	-	445
	1,827	1,088

4.2.6 OTHER FINANCIAL ASSETS

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
<i>Considered Good - Unsecured</i>		
Refundable Advance/Deposit against development rights	-	300
Advances recoverable in cash	365	233
Deposits	391	306
Statutory Charges Recoverable	4,723	4,738
	5,480	5,577

4.3 CURRENT TAX ASSETS (NET)

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Taxation Advances and Refundable (Net of Provisions)	(1,917)	(2,027)
Add: Set off of MAT Credit Entitlement	2,246	2,210
	329	183
MAT Credit Entitlement	-	433
	329	616

Notes to the Accounts

4.4 OTHER CURRENT ASSETS

4.4.1 TRADE ADVANCE AND DEPOSITS

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
<i>Considered Good - Unsecured</i>		
Advance/Deposit against land/development rights:		
Projects Launched	3,813	2,237
Future Projects	2,134	3,580
Advances recoverable in cash or in kind or for value to be received	1,548	1,515
	7,494	7,333

4.4.2 EWS/LIG UNITS

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Land	441	463
Work in Progress	16	322
Completed units	1,452	1,885
Advance to parties	206	248
	2,114	2,919
Less: Advance from allottees	155	454
Provision for unrealized cost	-	260
	1,959	2,204

4.4.3 OTHERS

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Unaccrued Selling Expenses	3,352	4,768
	3,352	4,768

5.1 EQUITY SHARE CAPITAL

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Authorised :		
175000000 Equity shares of ₹ 2/- each	3,500	3,500
Issued, Subscribed and Paid up :		
102352099 Equity shares of ₹ 2/- each fully paid up	2,047	2,047
	2,047	2,047

(i) Details of shareholders holding more than 5% of the Equity Shares in the company:

Name of Shareholder	As at 31.03.2020		As at 31.03.2019	
	Nos.	% holding	Nos.	% holding
Vishal Gupta	1,40,34,340	13.71	1,40,34,340	13.71
Ankur Gupta	2,02,44,825	19.78	2,02,44,825	19.78
Varun Gupta	2,02,44,825	19.78	2,02,44,825	19.78
Rachna Gupta	62,10,485	6.07	62,10,485	6.07

(ii) Term /Rights attached to Equity Shares

The company has only one class of Equity Share having a par value of ₹ 2 per share. Each holder of Equity Shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

During the year ended 31 March 2020, the amount of per share dividend recognized as distributions to equity shareholders was ₹ 0.25 (31st March 2019: ₹ 0.25)

Notes to the Accounts

5.1 EQUITY SHARE CAPITAL (Contd..)

(ii) Term /Rights attached to Equity Shares (Contd..)

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(iii) The Board of Directors, in its meeting on 16th June, 2020, have proposed a dividend of ₹ 0.30/- per equity share for the financial year ended 31st March, 2020. The proposal is subject to the approval of shareholders at the Annual General Meeting to be held and if approved would result in a cash outflow of approximately ₹ 307 Lakhs.

5.2 OTHER EQUITY

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
a) Securities Premium		
As per last Account	19,958	19,958
b) Debenture Redemption Reserve		
As per last Account	1,112	750
Add: Amount transferred from surplus in Statement of Profit & Loss	-	562
Less: Amount transferred to surplus in Statement of Profit & Loss	(1,112)	(200)
	-	1,112
c) Retained Earnings		
General Reserve		
As per last Account	51,500	49,000
Add: Amount transferred from surplus in Statement of Profit & Loss	-	2,500
Less: Amount transferred to surplus in Statement of Profit & Loss	(1,500)	-
	50,000	51,500
Surplus in the Statement of Profit & Loss		
As per last Account	3,419	3,415
Profit/(Loss) for the year	(2,819)	1,767
Remeasurement of net defined benefit liabilities	(35)	20
Dividends	(256)	(256)
Tax on Dividend	(53)	(53)
Transfer from/(to) General Reserve	1,500	(2,500)
Transfer from Debenture Redemption Reserve	1,112	200
Transfer to Debenture Redemption Reserve	-	(562)
Transfer from Equity Investment Reserve	448	1,387
	3,316	3,419
Total Retained Earnings	53,316	54,919
d) Equity Investment Reserve		
As per last Account	480	1,476
Changes in fair value of equity instruments	72	391
Less: Transfer to Retained Earnings upon realisation	(448)	(1,387)
	105	480
TOTAL	73,378	76,469

Nature of Reserves

a) Securities Premium

Securities Premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

b) Debenture Redemption Reserve

In terms of Companies (Share Capital and Debenture) Rules amended by Ministry Corporate Affairs vide Notification dated 16th August, 2019 the company is now exempted from creating Debenture Redemption Reserve, being a listed company.

c) General Reserve

The General reserve is used from time to time for transfer of profits from Surplus in statement of Profit and Loss for appropriation purposes.

d) Equity Investment Reserve

This reserve represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through other comprehensive income, net off amounts reclassified to retained earnings when those assets have been disposed off.

Notes to the Accounts

6.1 FINANCIAL LIABILITIES - NON CURRENT

6.1.1 BORROWINGS

		₹ in Lakhs	
Particulars	AS AT 31.03.2020	AS AT 31.03.2019	
Secured			
a Debentures			
(i) 1000 10.15% Secured Redeemable Non-Convertible Debentures of ₹ 6,52,000 each Terms of Redemption : Redeemable at par in annual tranches within 26.04.2023	6,497	9,323	
(ii) 700 11.45% Secured Redeemable Non-Convertible Debentures 2020 of ₹ 1,00,000 each fully paid up Terms of Redemption : Redeemable at par on 30.07.2020	696	687	
(iii) 1000 11.45% Secured Redeemable Non-Convertible Debentures 2020 of ₹ 1,00,000 each fully paid up Terms of Redemption : Redeemable at par on 13.07.2020	995	981	
(iv) 500 11% Secured Redeemable Non-Convertible Debentures 2019 of ₹ 1,00,000 each fully paid up"	-	498	
The debentures vide s.no (i) is secured by way of (a) charge on the completed unsold units of company's project Ashiana Town, Bhiwadi and its cashflows and (b) charge on Company's cashflows of its project Ashiana Anmol, Gurgaon			
The debentures vide s.no (ii) to (iv) are secured by first pari passu charge by way of mortgage on the Company's projects - Ashiana Umang at Jaipur and Ashiana Aangan at Neemrana including Land and Unsold Inventory and charge on all receivable of such projects.			
b Term Loan			
From a Bank			
Project Loan - From AXIS Bank Limited	200	1,000	
Secured by way of exclusive mortgage on project land at Lavasa, Pune (Maharashtra) alongwith construction thereon and exclusive charge by way of hypothecation over all the tangible moveable assets of the project - Ashiana Utsav, Lavasa and exclusive charge on the receivables, escrow accounts, DSRA account of the project Ashiana Utsav at Lavasa.			
Terms of Repayment : In quarterly installments of ₹ 2 Crores each commencing from 28-02-2019			
c Overdraft Facilities			
From State Bank of India:	2,001	1,502	
Secured by way of equitable mortgage on "TreeHouse" Hotel and retail mall at Village Centre, Bhiwadi.			
Terms of Repayment : Limit of ₹ 50 Crores (includes limit of ₹ 10 Crores subject to creation of additional security), which limit shall exhaust in 7 annual stipulated installments over a period of 96 months, including initial moratorium of 18 months from December 2015.			
d Vehicle Loan			
i) From Banks	114	144	
ii) From Others	3	13	
Secured against hypothecation of vehicles financed by them.			
Terms of Repayment:			
₹ 98 Lacs/- Under 37 EMI Scheme			
₹ 19 Lacs/- Under 36 EMI Scheme			
Unsecured			
a Debentures			
1874 8% Unsecured Non-Convertible Debentures of ₹ 100,000/- each fully paid-up	1,847	1,841	
The debentures carry a coupon rate of 8% per annum with a reset option and are redeemable at par and/or premium within 20 years from the date of allotment (i.e. 28-09-2018) out of the distributable surplus of the company's project "Ashiana Daksh" at Jaipur			
	12,353	15,989	
Less : Current Maturity (Refer Note No. 7.1.3)	1,976	1,715	
	10,377	14,274	

Notes to the Accounts

6.1 FINANCIAL LIABILITIES - NON CURRENT (Contd..)

6.1.2 OTHER FINANCIAL LIABILITIES

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Security Deposit	201	201
Lease Liabilities	987	-
	1,188	201

6.2 NON-CURRENT PROVISIONS

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Provision for Employee Benefits:		
- Gratuity	322	296
- Leave Pay	3	5
	325	301

7.1 FINANCIAL LIABILITIES - CURRENT

7.1.1 BORROWINGS

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Overdraft Facilities - secured		
i. From HDFC Bank:	17	-
Secured by way of lien on certain fixed deposits		
Terms of Repayment : Repayable on demand		
ii. From State Bank of India:	2	24
Secured by way of lien on certain fixed deposits		
Terms of Repayment : Repayable on demand		
	19	24

7.1.2 TRADE PAYABLES

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Dues of micro and small enterprises	126	164
Dues of creditors other than micro and small enterprises	1,880	973
	2,006	1,137

Disclosures pursuant to Schedule III of Companies Act, 2013 in relation to trade payables falling under the category of Micro and Small enterprises as defined under Micro, Small and Medium Enterprises Development Act, 2006 are as follows:

Particulars	₹ in Lakhs	
	2019-20	2018-19
(a) Principal amount due to such suppliers	126	164
(b) Interest accrued and due to such suppliers on above (a) amount	-	-
(c) Amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day	-	-
(d) Amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	0	0
(e) Interest accrued and remaining unpaid at the end of the accounting year	-	-
(f) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the company.

Notes to the Accounts

7.1 FINANCIAL LIABILITIES - CURRENT (Contd..)

7.1.3 OTHER FINANCIAL LIABILITIES

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Current maturities of long-term borrowings	1,976	1,715
Interest accrued but not due on borrowings	281	291
Unclaimed Dividends	128	146
Security deposits	350	372
Lease Liabilities	290	-
Other liabilities	1,368	820
	4,393	3,344

7.2 OTHER CURRENT LIABILITIES

7.2.1 ADVANCE FROM CUSTOMERS

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Customer Advances	17,200	15,201
	17,200	15,201

7.2.2 OTHER CURRENT LIABILITIES

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Statutory Dues	444	189
	444	189

7.3 CURRENT PROVISIONS

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Provision for Employee Benefits:		
- Gratuity	133	93
- Leave Pay	0	0
	134	93

8.1 REVENUE FROM OPERATIONS

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Real Estate:		
Completed Units	24,915	28,138
Hotel & club:		
Rooms, Restaurant, Banquets and other services	892	962
	25,808	29,100

8.2 INCOME FROM PARTNERSHIP

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Share of Profit/(Loss) from:		
Partnership Firms	531	775
Limited Liability Partnerships	(109)	307
	422	1,082

Notes to the Accounts

8.3 OTHER INCOME

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Interest	301	255
Income from Investments:		
Rent	183	226
Interest on Bonds/Debentures	-	44
Dividend from others	-	1
Profit on sale of investments	186	71
Profit/(Loss) on sale of Fixed Assets (Net)	(3)	10
Miscellaneous Income	374	382
Liabilities Written Back	102	59
	1,143	1,048

9.1 PURCHASES

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Land / Development Rights	4,055	5,781
Flat	29	-
	4,085	5,781

9.2 PROJECT EXPENSES

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Consumption of construction materials (Indigenous)	6,574	5,003
Wages	288	321
PRW Charges	1,530	1,371
Other Direct Construction Expenses	1,770	1,658
Power & Fuel	188	189
Architects' Fee & Consultancy Charges	328	205
Employee Benefit Expenses	852	768
Rent and Hire Charges	22	17
Insurance	23	11
Repair & Maintenance		
To Machineries	30	1
To Others	78	27
Professional & Consultancy charges	85	43
Financial Cost	347	178
Statutory Levies and Taxes	225	132
GST Credit Reversals	341	349
Approvals	534	337
Unrealized cost from EWS/LIG	290	32
Miscellaneous Project Expenses	645	598
	14,148 *	11,242
*Includes project - post completion expenses	119	116

Notes to the Accounts

9.3 CHANGES IN INVENTORIES

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Opening Stock :		
Work-in-progress :		
- Land/Development Rights	5,910	4,826
- Project development	12,720	11,508
Completed units	14,175	25,324
Future projects :		
- Land/Development Rights	18,409	14,880
- Project development	10,483	6,373
	61,697	62,911
Less: Transfer to EWS/LIG units	142	-
	61,555	62,911
Less: Closing Stock:		
Work-in-progress :		
- Land/Development Rights	6,145	5,910
- Project development	12,641	12,720
Completed units	17,792	14,175
Future projects :		
- Land/Development Rights	15,606	18,409
- Project development	8,643	10,483
	60,826	61,697
	728	1,214

9.4 HOTEL & CLUB EXPENSES

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Consumables (indigenous)	240	257
Personnel	122	121
Management Fee	36	35
Power & fuel	143	153
Other running expenses	206	210
	748	776

9.5 EMPLOYEE BENEFITS EXPENSES

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Salary and allowances	1,997	1,956
Directors' Remuneration	215	452
Contribution to Provident & Other Funds	58	63
Staff welfare expenses	208	215
	2,478	2,686

The disclosures required under Ind-AS -19, Employee Benefits, notified in the Companies (Accounting Standard) Rules, 2015 are given below, based on the Actuarial Report certified by a Practicing Actuary.

Particulars	₹ in Lakhs	
	2019-20	2018 - 2019
Defined Contribution Plan		
Contribution to Defined Contribution Plan, charged off for the year are as under:		
Employer's Contribution to Provident & Pension Fund	92.41	91.24

Notes to the Accounts

9.5 EMPLOYEE BENEFITS EXPENSES (Contd..)

Defined Benefit Plan

The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

₹ in Lakhs

Particulars	Leave Pay (Unfunded)		Gratuity (funded)	
	2019-20	2018 - 2019	2019-20	2018 - 2019
a. Movement in present value of defined benefit obligations				
Present value of obligation at the beginning of the year	5.58	10.76	570.29	531.81
Service Cost	0.78	1.35	72.14	66.93
Interest Cost	0.45	0.66	43.57	40.62
Remeasurements - Actuarial (gains)/losses	(1.71)	(5.27)	49.47	(30.56)
Benefits paid	(2.72)	(1.92)	(60.67)	(38.52)
Present value of obligation at the end of the year	2.37	5.58	674.80	570.29
b. Movement in Fair value of Plan Asset				
Fair Value of Plan Asset Beginning of the year	-	-	182.08	67.27
Interest Income	-	-	14.16	5.18
Actual contribution	-	-	81.48	148.43
Actuarial Gain/Losses	-	-	1.98	(0.28)
Benefits paid	-	-	(60.67)	(38.52)
Fair Value of Plan Asset End of the year	-	-	219.03	182.08
c. Reconciliation of fair value of assets and obligations				
Present value of obligation at the end of the year	2.37	5.58	674.80	570.29
Fair Value of Plan assets as at the end of the year	-	-	219.04	182.08
Net liability recognised in Balance Sheet	2.37	5.58	455.76	388.21
d. Amount recognised in the Statement of Profit and Loss under Employee Benefit Expenses				
Service Cost	0.78	1.35	72.14	66.93
Interest Cost	0.45	0.66	43.57	40.62
Expected return on plan assets	-	-	(14.17)	(5.17)
Net expenses recognised in the statement of Profit and Loss	1.23	2.01	101.55	102.38
e. Amount recognised in the other comprehensive income				
Return on plan assets	-	-	(1.99)	0.27
Actuarial (gains)/losses arising from change in demographic assumptions	-	(0.01)	-	(0.88)
Actuarial (gains)/losses arising from change in financial assumptions	0.31	(0.28)	54.73	(3.87)
Actuarial (gains)/losses arising from experience adjustments	(2.02)	(4.99)	(5.26)	(25.81)
Net expenses recognised in the other comprehensive income	(1.71)	(5.27)	47.48	(30.29)
f. The weighted-average assumptions used to determine net periodic benefit cost are set out below:				
Mortality Table (L.I.C.)	2012-14	2006-08	2012-14	2012-14
Interest rate for discounting	6.76%	7.78%	6.76%	7.78%
Rate of escalation in salary (per annum)	5.00%	5.00%	5.00%	5.00%
Weighted average duration of defined benefit obligation	3 Years	3 Years	15 Years	15 Years

₹ in Lakhs

Particulars	Leave Pay (Unfunded)		Gratuity (funded)	
	2019-20	2018 - 2019	2019-20	2018 - 2019
Sensitivity Analysis				
Defined Benefit Obligation Discount Rate + 100 basis points	(0.29)	(0.43)	(53.78)	(40.78)
Defined Benefit Obligation Discount Rate - 100 basis points	0.30	0.49	54.35	47.63
Defined Benefit Obligation Salary Escalation Rate + 100 basis points	0.36	0.56	55.14	39.30
Defined Benefit Obligation Salary Escalation Rate - 100 basis points	(0.31)	(0.48)	(53.90)	(33.47)

Sensitivity for significant actuarial assumptions is computed by varying one actuarial assumption used for the valuation of the defined benefit obligation by one percentage, keeping all other actuarial assumptions constant.

Notes to the Accounts

9.5 EMPLOYEE BENEFITS EXPENSES (Contd..)

Expected Cashflows of defined benefit obligation:

Particulars	₹ in Lakhs
Gratuity	
With in 1 year	137.84
1-2 Year	30.42
2-3 Year	20.33
3-4 Year	58.03
4-5 Year	21.84
above 5 years	1,157.00
	1,425.46

9.6 FINANCE COSTS

Particulars	AS AT 31.03.2020	AS AT 31.03.2019
Interest :		
- On Debentures	1,381	1,269
- Others	156	358
Finance cost on Lease Liabilities	154	-
Loan Processing & Other Financial Charges	4	41
	1,696	1,668
Less: Ongoing projects related finance cost	347	178
	1,349	1,490

9.7 DEPRECIATION & AMORTIZATION EXPENSES

Particulars	AS AT 31.03.2020	AS AT 31.03.2019
Relating to :		
- Property, plant & equipment	591	729
- Investment property	40	39
- Goodwill	-	0
- Other intangible assets	28	36
- Leased Assets	247	-
	905	804

9.8 OTHER EXPENSES

Particulars	AS AT 31.03.2020	AS AT 31.03.2019
Rent	55	155
Rates and Taxes	33	22
Insurance	8	11
Travelling and Conveyance	230	250
Legal and Professional	180	140
Communication Expenses	59	57
Printing & Stationery	55	54
Repairs and Maintenance :		
To Machineries	12	12
To Building	157	160
To Others	247	173
Auditors' Remuneration :		
For Statutory Audit	25	31
For Internal Audit	13	13
For Tax Audit	4	5
For Other Services	2	5
For Reimbursement of Expenses	6	6

Notes to the Accounts

9.8 OTHER EXPENSES (Contd..)

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Corporate Social Responsibility Expenses	99	126
Contribution to Political Parties	100	-
Unsold Inventory Upkeep Charges	81	87
GST on Cross charge and others	58	140
Miscellaneous Expenses	493	475
Items relating to previous year	8	13
Provision for Doubtful Debts (Net)	(5)	(31)
Irrecoverable Balances Written off	18	81
Fixed Assets written off	28	14
	1,968	2,000

(i) Corporate Social Responsibility Expenditure

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Amount required to be spent as per Section 135 of the Act	111	190
Amount spent during the year		
- Actual Expenditure	99	126
- Qualifying Expenditure	99	126

9.9 EXCEPTIONAL ITEM

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Selling expenses	1,739	-
	1,739	

10 TAX EXPENSES

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Current tax		
Income Tax	-	781
MAT Credit Entitlement foregone	397	-
Tax Adjustments	(1)	4
	396	785
Deferred Tax		
Deferred Tax	(1,223)	97
	(827)	882

(i) The major components of tax expense for the years ended 31 March 2020 and 31 March 2019 are:

Particulars	₹ in Lakhs	
	2019-20	2018 - 2019
Current Tax:		
Current tax expenses for current year	-	781
MAT Credit Entitlement foregone	397	-
Current tax expenses pertaining to prior periods	(1)	4
	396	785
Deferred tax obligations	(1,223)	97
Total tax expense reported in the statement of profit or loss	(827)	882

Notes to the Accounts

10 TAX EXPENSES (Contd..)

(ii) The reconciliation of estimated income tax expense at statutory income tax rate to income tax expenses reported in statement of profit and loss is as follows:

			₹ in Lakhs
Particulars	2019-20	2018 - 2019	
Profit before income taxes	(3,646)	2,650	
At statutory income tax rate	25.17%	34.94%	
Expected Income Tax expenses	(918)	926	
Tax effects of adjustments to reconcile expected income tax expense to reported income tax expense			
Income exempt from tax	(106)	(379)	
Non deductible expenses for tax purposes	93	61	
Income under other heads	78	235	
Deduction for preliminary expenses u/s 35D of Income Tax Act	(21)	(30)	
Tax pertaining to prior periods	(1)	4	
Others (Net)	48	65	
Total Income Tax expenses	(827)	882	

(iii) Significant components of net deferred tax assets and liabilities for the year ended on 31st March, 2020 is as follows:

					₹ in Lakhs
Particulars	Opening Balance	Recognised/ reversed through Profit and Loss	Recognised/ reversed in other comprehensive income	Closing Balance	
Deferred Tax Assets/(Liabilities) in relation to:					
Property, plant and equipment and intangible assets	(402)	172	-	(230)	
Investment property	193	59	-	253	
Financial assets measured at fair value	(172)	162	(24)	(35)	
Employee Benefits	138	(34)	12	115	
Fiscal Allowance of unabsorbed losses	-	834	-	834	
Others	(1)	30	-	28	
Net Deferred Tax Assets/(Liabilities)	(244)	1,222	(12)	965	

					₹ in Lakhs
Particulars	Opening Balance	Recognised/ reversed through Profit and Loss	Recognised/ reversed in other comprehensive income	Closing Balance	
Deferred Tax Assets/(Liabilities) in relation to:					
Property, plant and equipment and Intangible Assets	(486)	84	-	(402)	
Investment property	281	(88)	-	193	
Financial assets measured at fair value	(239)		67	(172)	
Employee Benefits	166	(18)	(11)	138	
Others	73	(75)	-	(1)	
Net Deferred Tax Assets/(Liabilities)	(204)	(97)	56	(244)	

11 EARNINGS PER SHARE

The earnings per share has been calculated as specified in Ind-AS 33 on "Earnings Per Share" prescribed by Companies (Accounting Standards) Rules, 2015 and related disclosures are as below :

			₹ in Lakhs
Particulars	2019-20	2018 - 2019	
For Calculating Basic and Diluted earnings per share			
a) Profits/(Loss) attributable to equity holders of the company (₹ in Lacs)	(2,782)	2,178	
b) Weighted average number of equity shares used as the denominator in calculating EPS (Nos.)	10,23,52,099	10,23,52,099	
c) Basic and Diluted EPS (a/b)	(2.72)	2.13	

Notes to the Accounts

12 COMMITMENTS AND CONTINGENCIES

a. Real Estate commitments

- (i) Company's following projects are being developed under Development Agreement with respective land owners on revenue sharing/ area sharing basis :
- a) Ashiana Sehar , Jamshedpur
 - b) Ashiana Aditya, Jamshedpur
 - c) Ashiana Amantaran , Jaipur
 - d) Ashiana Dwarka, Jodhpur
 - e) Ashiana Shubham, Chennai
 - f) Ashiana Anmol, Sohna
 - g) Ashiana Maitri, Uttarpara (Kolkata)

- (ii) In terms of the Real Estate (Regulation and Development) Act 2016 (RERA) the Company is under an obligation to rectify structural defect or defect in workmanship within 30 days if brought to notice of the promoter by allottee within 5 years from the date of handing over possession.

c. Other Commitments

Estimated amount of contracts remaining to be executed on capital account and not provided for amounts to ₹ 4.05 Lakhs (P.Y. ₹ Nil); against which the company has given advance of ₹ Nil (P.Y. ₹ Nil Lacs).

d. Gurantees

The contingencies in respect of various guarantees at the end of the reporting period are as follows:

Particulars	₹ in Lakhs	
	2019-20	2018 - 2019
Bank Guarantees	517	512
Corporate Guarantee given	Nil	248

e. Contingent liabilities

Contingent Liability (not provided for) in respect of the following claims/demands:

Particulars	₹ in Lakhs	
	2019-20	2018 - 2019
Cess - Sonari land	8	8
Service Tax	NIL	95
Income Tax	106	54
Provident Fund	236	185
Commercial Tax	58	12
Employee State Insurance Corporation	NIL	4
Completion Certificate Charges	13	13

- f. The Company filed a writ petition against Jamshedpur Notified Area Committee's (JNAC) order stopping construction work in company's commercial project Marine Plaza in Sonari, Jamshedpur, which was allowed by the Hon'ble High Court of Jharkhand, by its Order dated 17.12.2014. Consequently, the Company was allowed to carry out construction and marketing of the project and the State Government was directed by the Court to complete their enquiry, if any, in the matter on or before 30.06.2015. The Company has received a communication from Additional Deputy Commissioner, East Singhbhum, Jamshedpur through Tata Steel Ltd. that a Committee of the State Government has completed its enquiry and submitted its report to the State Government. However, any report or order in respect of the outcome of the enquiry has not been received by the company till date. Due to uncertainty and absence of any directions from the Government, the Company has stopped construction work at Marine Plaza Site. The company has again filed a writ petition against the State of Jharkhand and Tata Steel Ltd. in January 2019 for final outcome of the enquiry. A sum of ₹ 2288.22 Lakhs has been incurred by the Company on this project till the close of this year.
- g. Pursuant to Order of the Haryana Authority for Advance Ruling, Goods and Service Tax (GST) on External Development Charges and Infrastructure Development Charges estimated at ₹ 60.02 Lakhs is recoverable from the customers of company's project "Ashiana Anmol" at Sohna, Gurgaon against which the company has decided to file an appeal before the relevant Appellate Authority. Pending finality, such GST is being collected from the customers and deposited with the authorities under protest and accordingly presented as liabilities and assets respectively in these accounts.

Notes to the Accounts

12 COMMITMENTS AND CONTINGENCIES (Contd..)

- h. Company's land at Milakpur Gujar, Bhiwadi, District Alwar (Rajasthan) admeasuring 15.02 hectares, appearing in these accounts at book value of ₹ 338.97 Lakhs, is under acquisition, 12.834 hectares for residential purposes and 2.186 hectares for development of road, by the Government of Rajasthan. The Company has filed a Writ Petition before the Hon'ble High Court of Rajasthan against acquisition of land admeasuring 12.834 hectares challenging the entire acquisition proceeding against which the Hon'ble High Court has given stay. A compensation of ₹ 3,712.75 Lakhs has been declared by the Government which and interest thereon ₹ 2,640.74 Lakhs approx as at the close of the year shall be considered in the accounts on finality and receipt.

13 SEGMENT INFORMATION

A. Basis of Segmentation

Based on the factors used to identify the entity's reportable segments, including the basis of organisation for management purposes, the Company has only one reportable segment namely, Development of real estate property. The Board of Directors of the Company acts as the Chief Operating Decision Maker ("CODM"). The CODM evaluates the Company's performance and allocates resources based on an analysis of various performance indicators.

B. Geographical Information

The geographic information analyses the Company's revenue and Non-Current Assets by the Company's country of domicile and other countries. As the Company is engaged in Development of Real Estate property in India, it has only one reportable geographical segment.

C. Information about major customers

None of the customers for the years ended 31st March, 2020 and 31st March, 2019 constituted 10% or more of the total revenue of the Company.

14 FINANCIAL INSTRUMENTS

14.1 Financial Instruments by category

The carrying value of financial instruments by categories as on 31st March, 2020 were as follows:

						₹ in Lakhs
Particulars	Note Reference	Fair Value through Profit & Loss	Fair Value through OCI	Amortised Cost	Total carrying value	Total Fair Value
Financial Assets						
Investments						
- Equity Instruments (other than subsidiary, Joint ventures)	3.6.2	-	3	-	3	3
- Mutual Funds	4.2.2	-	1,143	-	1,143	1,143
- Government Securities	3.6.2	-	-	1	1	1
Non Current Deposits with Banks	3.6.3	-	-	3,216	3,216	3,216
Trade Receivables	4.2.3	-	-	1,768	1,768	1,768
Cash & Cash Equivalents	4.2.4	-	-	4,787	4,787	4,787
Other Bank Balances	4.2.5	-	-	1,827	1,827	1,827
Other Deposits	4.2.6	-	-	391	391	391
Other financial assets	4.2.6 & 3.6.4	-	-	5,514	5,514	5,514
Total Financial Assets		-	1,146	17,503	18,650	
Financial Liabilities						
Borrowings	6.1.1 & 7.1.1	-	-	10,396	10,396	10,396
Trade Payables	7.1.2	-	-	2,006	2,006	2,006
Other financial liabilities	6.1.2 & 7.1.3	-	-	5,581	5,581	5,581
Total Financial Liabilities		-	-	17,983	17,983	

Notes to the Accounts

14 FINANCIAL INSTRUMENTS (Contd..)

14.1 Financial Instruments by category (contd..)

The carrying value of financial instruments by categories as on 31st March, 2019 were as follows:

						₹ in Lakhs
Particulars	Note Reference	Fair Value through Profit & Loss	Fair Value through OCI	Amortised Cost	Total carrying value	Total Fair Value
Financial Assets						
Investments						
- Equity Instruments (other than subsidiary, Joint ventures)	3.6.2	-	3	-	3	3
- Mutual Funds	4.2.2	-	6,505	-	6,505	6,505
- Government Securities	3.6.2	-	-	1	1	1
Non Current Deposits with Banks	3.6.3	-	-	2,718	2,718	2,718
Trade Receivables	4.2.3	-	-	1,073	1,073	1,073
Cash & Cash Equivalents	4.2.4	-	-	2,439	2,439	2,439
Other Bank Balances	4.2.5	-	-	1,088	1,088	1,088
Other Deposits	4.2.6	-	-	606	606	606
Other financial assets	4.2.6 & 3.6.4	-	-	5,271	5,271	5,271
Total Financial Assets		-	6,508	13,195	19,703	
Financial Liabilities						
Borrowings	6.1.1 & 7.1.1		-	14,298	14,298	14,298
Trade Payables	7.1.2		-	1,137	1,137	1,137
Other financial liabilities	6.1.2 & 7.1.3		-	3,545	3,545	3,545
Total Financial Liabilities		-	-	18,979	18,979	

Management estimations and assumptions

- The management assessed that cash and cash equivalents, trade receivables, trade payables, bank overdrafts and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:
 - The fair values of the quoted bonds and debentures and unquoted mutual funds are based on price quotations/NAVs at the reporting date.
 - The fair values of the unquoted equity shares have been determined based on certifications from valuers who have used Net Asset Value approach for determining the fair values.

14.2 Fair value hierarchy

The following table presents the fair value hierarchy of assets and liabilities measured at fair value on a recurring basis :

The following table presents the fair value hierarchy of assets and liabilities measured at fair value on a recurring basis.

₹ in Lakhs

Particulars	Note Reference	Fair value measurement at end of the reporting period/year using			
		Level 1	Level 2	Level 3	Total
As on 31st March, 2020					
Financial Assets					
Mutual funds	4.2.2	1,143	-	-	1,143
Equity Instruments (other than subsidiary, Joint ventures)	3.6.2	-	-	3	3
As on 31st March, 2019					
Financial Assets					
Mutual funds	4.2.2	6,505	-	-	6,505
Equity Instruments (other than subsidiary, Joint ventures)	3.6.2	-	-	3	3

Notes to the Accounts

14 FINANCIAL INSTRUMENTS (Contd..)

14.2 Fair value hierarchy (Contd..)

Level 1: Quoted Prices in active markets for identical assets or liabilities

Level 2 : Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The company's policy is to recognize transfers into and the transfers out of fair value hierarchy levels as at the end of the reporting period. There are no transfers between level 1 and level 2 during the end of the reported periods.

14.3 Financial Risk Management

The Company's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company's activities expose it to various financial risks like credit risk, liquidity risk and market risk (including interest rate risk). The company tries to foresee the unpredictable nature of financial markets and seek to minimise potential adverse impact of these risks on its financial performance. These risks are managed by the company taking several measures like requiring customers to pay advances progressive billing, management of funds by the treasury department, monitoring liquidity of the company through expected cash flow forecasts, etc.

The senior management of the company oversees the management of these risks. It is supported by a risk management committee that advises on financial risks and the appropriate financial risk governance framework for the Company. The risk management committee provides assurance to the Company's senior management that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Audit Committee has additional oversight in the area of financial risks and controls. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken.

15 CAPITAL MANAGEMENT

The company believes that maintaining a sound capital base is imperative to ensure continued confidence of its stakeholders like investors, creditors, etc.

The following are the objectives of Capital management policy of the company:

- (i) Safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and
- (ii) Maintain an optimal capital structure to reduce the cost of capital

The company manages its capital structure and makes adjustment after considering changes in economic conditions and requirements of the financial covenants.

As a part of capital management strategy, the company may adjust the amount of dividends paid to shareholders, issue new shares, raise debt capital or sell assets to reduce debt. The company monitors capital basis a gearing ratio which is calculated by dividing the total borrowings by total equity. The company's strategy is to maintain a gearing ratio lower than 30%. In order to achieve this overall objective, the company ensures to meet its financial covenants attached to the interest bearing borrowings. There have never been any breaches in financial covenants of any interest bearing borrowings in the past and also in the current period.

Notes to the Accounts

16 REVENUE FROM CONTRACTS WITH CUSTOMERS

The disclosure pursuant to IND AS 115 "Revenue from Contracts with Customers" are given herein below:

A. Customer Contracts

(i) Revenue

Particulars	₹ in Lakhs	
	For the year ended March 31, 2020	For the year ended March 31, 2019
(a) Revenue from contract with customers		
Real Estate	24,915	28,138
Hotel & club	892	962
(b) Income from investment activities/others		
Other income	1,565	2,130
Total	27,373	31,230

(ii) Disaggregated revenue information

Set out below is the disaggregation of the Company's revenue from contracts with customers:

Type of goods/services	₹ in Lakhs	
	For the year ended March 31, 2020	For the year ended March 31, 2019
Real Estate	24,915	28,138
Hotel & club	892	962
Other income	1,565	2,130
Total revenue from contracts with customers	27,373	31,230

(iii) Contract balances

Particulars	Sub heading	₹ in Lakhs	
		As at 31 March 2020	As at 31 March 2019
Contract Assets	Trade Receivables	1,768	1,073
Contract liabilities	Advance from Customers	17,200	15,201

(iv) Performance obligations

Information about the Company's performance obligations for material contracts are as summarised below:

The satisfaction of performance obligation and the control thereof is transferred from the company to the buyer upon possession or upon issuance of letter for offer of possession ("deemed date of possession"), whichever is earlier, subject to certainty of realisation.

The customer makes the payment of contracted price as per the installment stipulated in Builder Buyer's agreement.

The Company is under an obligation to comply with the following In terms of the Real Estate (Regulation and Development) Act 2016 (RERA)

- Obligation to keep 70% of the amounts realized from real estate project from allottees from time to time, in a separate account in a scheduled bank
- To enable formation of the association or society of allottees
- Liability to rectify structural defect or defect in workmanship within 30 days if brought to notice of the company by allottee within 5 years from the date of handing over possession

17 Leases

The disclosure pursuant to INDAS 116 "Leases" are given herein below:

- The Company's lease asset primarily consist of leases for land and buildings for branch offices having the various lease terms. Effective April 1, 2019, the Company adopted Ind AS 116 "Leases" and applied the standard to all lease contracts existing on April 1, 2019 using the modified retrospective method. Consequently, the Company recorded the lease liability at the present value of the remaining lease payments discounted at the incremental borrowing rate as on the date of transition and has measured right of use asset at an amount equal to lease liability adjusted for any related prepaid and accrued lease payments previously recognised.

Notes to the Accounts

17 Leases (Contd.)

(ii) The following is the summary of practical expedients elected on initial application:

- (a) Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date
- (b) Applied the exemption not to recognize right-of-use assets and liabilities for leases with less than 12 months of lease term on the date of initial application
- (c) Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application
- (d) Applied the practical expedient by not reassessing whether a contract is, or contains, a lease at the date of initial application. Instead applied the standards only to contracts that were previously identified as leases under Ind AS 17.
- (e) Used hindsight in determining the lease term where the contract contained options to extend or terminate the lease

(iii) Following is carrying value of right of use assets recognised on date of transition and the movements thereof during the year ended 31st March, 2020

Particulars	₹ in Lakhs
Balance as at April 1, 2019	
Transition impact on account of adoption of Ind AS 116 "Leases"	1,404
Reclassified from property, plant and equipment on account of adoption of Ind AS 116 "Leases"	-
Total Right of Use on the date of transition	1,404
Additions during the year	-
Deletion during the year	-
Depreciation of Right of use assets	214
Balance as at March 31, 2020	1,190

(iv) The following is the carrying value of lease liability on the date of transition and movement thereof during the year ended March 31, 2020:

Particulars	₹ in Lacs
Transition impact on account of adoption of Ind AS 116 "Leases"	1,404
Additions during the year	-
Finance cost accrued during the year	154
Deletions	-
Payment of lease liabilities	281
Balance as at March 31, 2020	1,277
Current maturities of Lease liability	290
Non-Current Lease Liability	987

(v) The adoption of the new standard has resulted in decrease in profit before tax for the year by ₹ 87.39 Lacs (Increase in Depreciation expense and finance cost by ₹368.55 Lacs respectively with corresponding decrease in rent expense by ₹281.16 Lacs). The effect of this adoption is insignificant on earnings per share.

The adoption of the new standard has resulted in an increase in cash inflows from operating activities and an increase in cash outflows from financing activities on account of lease payments by ₹ 281.16 Lacs each. Total Deferred tax expense and deferred tax liabilities are decreased by ₹18.76 Lacs.

(vi) The maturity analysis of lease liabilities are as follows :-

Particulars	₹ in Lakhs
Within one year	31.03.2020
After one year but not more than five years	161
More than five years	898
	218
	1277

Notes to the Accounts

17 Leases (Cond..)

- (vii) The weighted average incremental borrowing rate applied to lease liabilities as at April 1, 2019 is 11%.
- (viii) Rental expense recorded for short-term leases was ₹ 54.57 Lacs for the year ended March 31, 2020.
- (ix) The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

18 RELATED PARTY TRANSACTIONS

Related parties and transactions with them as specified in the Ind-AS 24 on "Related Parties Disclosures" prescribed under Companies (Accounting Standards) Rules, 2015 has been identified and given below on the basis of information available with the company and the same has been relied upon by the auditors.

a) Significant influenced entities

Name of Subsidiary	Country	Holding as at (in %)	
		31.03.2020	31.03.2019
Ashiana Maintenance Services LLP	India	99.70	99.70
Latest Developers Advisory Ltd	India	100	100
Topwell Projects Consultants Ltd.	India	100	100
Ashiana Amar Developers	India	100	100
Kairav Developers Limited	India	100	100

b) List of Joint Ventures

Name of Subsidiary	Country
Vista Housing	India
Ashiana Greenwood Developers	India
Megha Colonizers	India
Ashiana Manglam Developers (Retired w.e.f 31.03.2020)	India
Ashiana Manglam Builders	India
Ashiana Manglam Builders- Extension Land	India

c) Other related parties

(i) Key management personnel and their relatives

Name of Subsidiary	Relationship
Mr. Vishal Gupta	Managing Director
Mr. Ankur Gupta	Jt. Managing Director
Mr. Varun Gupta	Whole-time Director
Mr. Hemant Kaul	Independent Director
Mr. Abhishek Dalmia	Independent Director
Ms. Piyul Mukherjee	Independent Director
Mr. Anand Narayan	Independent Director
Ms. Sonal Mattoo	Independent Director
Mr. Vikash Dugar	Chief Financial Officer
Mr. Nitin Sharma	Company Secretary
Ms. Beila Gupta	Relative of Key management personnel

(ii) Others

Name of Subsidiary	Country
OPG Realtors Limited	India
BG Estates Private Limited	India
Karma Hospitality LLP	India

Notes to the Accounts

18 RELATED PARTY TRANSACTIONS (Contd..)

₹ in Lakhs

Particulars	For the year ended March 31, 2020			For the year ended March 31, 2019		
	Significant influence entities	Joint Venture	Other related parties	Significant influence entities	Joint Venture	Other related parties
Income						
Establishment Charges	125.83	-	-	111.60	-	-
Recovery of Branch office Expenses	0.95	495.26	-	0.73	508.57	-
Sale of Assets	-	71.88	-	-	3.84	-
Sale of Materials	-	4.82	-	-	0.57	-
Hotel and club income	4.62	-	-	10.73	-	-
Expenses						
Purchase of Assets	-	136.00	1.93	-	-	63.90
Purchase of Material	-	0.18	124.33	-	0.09	112.36
Maintenance charges	349.08	-	-	356.86	-	-
Remuneration	-	-	258.83	-	-	362.43
Rent	-	3.60	149.18	-	3.60	146.93
Referral Charges	1.05	-	-	14.70	-	-
Management Fee	-	-	27.63	-	-	24.74
Staff Welfare	39.79	-	-	16.22	-	-
Other Expenses	1.65	-	81.69	0.85	-	4.07
Year End Receivable						
Trade Receivable	-	50.76	14.59	-	-	7.40
Year End Payable						
Advance from Customers	-	-	169.50	-	-	119.52
Trade Payables	50.17	-	-	8.13	-	-
Other Liabilities	-	-	35.10	-	-	84.45

The table below describes the compensation to key managerial personnel:

₹ in Lakhs

Particulars	Year Ended 31 March, 2020	Year Ended 31 March, 2019
Short term employee benefits	258.83	362.43
Post employment benefits	-	-
Defined contribution plan	-	-
Defined benefit plan	132.81	106.01
Other long term benefit	-	-
Total	391.64	468.44

19 ASSETS SECURED FOR BORROWINGS

The carrying amounts of assets secured for current and non current borrowings is given in the following table:

₹ in Lakhs

Particulars	Notes	31st March, 2020	31st March, 2019
Non Current Assets			
Property, Plant and Equipments	3.1	1,706	1,754
Investment Properties	3.3	817	832
Deposits with Banks	3.5.3	3,022	2,351
Total		5,545	4,937
Current Assets			
Trade Receivables	4.2.3	1,069	376
Cash and Cash Equivalents	4.2.4	0	14
Other bank balances	4.2.5	-	445
Inventories	4.1	26,535	18,216
Total		27,603	19,051

Notes to the Accounts

20 Company's project "Ashiana Navrang" at Halol, Gujarat, being developed under Development Agreement model, has been called off during the year due to excessive slowdown in sales in recent years and lack of future prospects. The company has till date developed approximately 50% of the planned area and as per the settlement with the landowner, balance undeveloped land has been handed back to them. As a result, project development inventory under future projects amounting to ₹ 482 Lakhs and irrecoverable advance to landowner ₹ 18 Lakhs under the settlement, has been charged to Statement of Profit and Loss in these accounts.

21 Exceptional Item represents abnormal selling costs which, in the view of the management, are in excess of the standard cost in the present market scenario and does not have enduring benefit to the company in terms of future sales and hence, has been charged off to the Statement of Profit and Loss.

22 The company has decided to opt for the lower tax regime of 22% plus surcharge and cess available for corporate entities from current financial year onwards and also get exemption from payment of Minimum Alternate Tax (MAT) under the regime. Accordingly, the unutilized MAT credit entitlement of ₹ 3.97 Crores is being foregone by the company to avail the option and the same has been adjusted in the Statement of Profit and Loss under the head Current Taxes.

23 Impact of Covid19

The outbreak of COVID-19 pandemic has adversely impacted our company also like other entities. The company suspended operations in all the ongoing projects in compliance with lockdown instructions issued by the Central and State governments. However, the company resumed operations in a phased manner in line with subsequent guidelines of the government. Construction at all our sites started from 3rd May, 2020.

The management is actively monitoring effects of this pandemic on its operations including construction, supplies and workforce and financial condition including liquidity, inventories, receivables, investments and other assets/liabilities. The company has used the principles of prudence in applying judgements, estimates and assumptions in assessing its liquidity position and carrying value of its assets. We expect Covid-19 to negatively impact bookings and collections in the short term. The stoppage in construction work would also delay deliveries and handing overs in various projects. However, the company has sufficient liquidity and strong cashflow visibility due to good bookings in FY 19-20. We are better positioned than most of the real estate industry with low leverage, good liquidity, and cashflow visibility, and we expect to benefit from reduced competitive intensity in the long term. These times also present opportunities for acquiring lands and to enter into joint development agreements for new projects. The company will continue to monitor developments in future to identify any possible uncertainties and accordingly take actions.

24 On the basis of physical verification of assets, as specified in IND AS - 36 and cash generation capacity of those assets, in the management perception there is no impairment of such assets as appearing in the balance sheet as on 31.03.2020.

25 EXPENDITURE IN FOREIGN CURRENCY:

Particulars	₹ in Lakhs	
	2019 - 2020	2018 - 2019
Travelling Expenses	88.49	89.50
Consultant/Professionals Fee (including reimbursement)	66.15	26.81
Conference and Meeting expenses	35.66	23.69

26 Previous years figure have been regrouped/rearranged, wherever found necessary.

In terms of our report of even date attached herewith

For **VMSS & ASSOCIATES**

Chartered Accountants

Firm Registration No: 328952E

Vishal Gupta
(Managing Director)
DIN 00097939

Varun Gupta
(Whole-time Director)
DIN - 01666653

Hemant Kaul
(Independent Director)
DIN 00551588

Mahendra Jain

Partner

Membership No: 413904

Nitin Sharma
(Company Secretary)

Vikash Dugar
(CFO)

Place: New Delhi

Date: 16th June, 2020

Independent Auditor's Report

To the Members of **Ashiana Housing Limited**

Report on the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated financial statements of Ashiana Housing Limited (hereinafter referred to as "the Holding Company") and its subsidiaries and joint ventures (the Holding Company and its subsidiaries and joint ventures together referred to as "the Group"), which comprises the consolidated Balance Sheet as at 31st March, 2020, the consolidated Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flow for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, of the state of affairs (financial position) of the Group and its joint ventures as at 31st March, 2020, and consolidated loss (financial performance including other comprehensive income), its consolidated cash flows and the consolidated changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated Ind AS financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated Ind AS financial statements.

Revenue recognition (refer note 8.1 to the consolidated financial statements)

Key Audit Matter	How the matter was addressed in our audit
Revenue from sale of residential units represents 83.47% of the total revenue from operations of the Group.	Our audit procedures on Revenue recognition included the following:
Revenue is recognised upon transfer of control of residential units to customers for an amount that reflects the consideration which the Group expects to receive in exchange for those units. The trigger for revenue recognition is normally upon satisfaction of performance obligation and the control there of is transferred from the company to the buyer upon possession or upon issuance of letter for offer of possession ("deemed date of possession").	- Evaluating that the Group's revenue recognition accounting policies are in line with the applicable accounting standards and their application to the key customer contracts including consistent application; - Sales cut-off procedures for determination of revenue in the correct reporting period; - Scrutinising all the revenue journal entries raised throughout the reporting period and comparing details of a sample of these journals, which met certain risk-based criteria, with relevant underlying documentation; - Conducting site visits during the year for selected projects to understand the scope and nature of the projects and to assess the progress of the projects; and

Independent Auditor's Report

Key Audit Matter	How the matter was addressed in our audit
Revenue recognition prior to completion of the project Due to the Group's projects being spread across different regions within the country and the competitive business environment, there is a risk that revenue could be overstated (for example, through premature revenue recognition i.e. recording revenue without receipt of approval from authorities or its intimation to the customers) or understated (for example, through improperly shifting revenues to a later period) in order to present consistent financial results. Since revenue recognition has direct impact on the Group's profitability, the element of management bias is likely to be involved.	- Considered the adequacy of the disclosures in note 2.25 to the consolidated financial statements in respect of the judgments taken in recognising revenue for residential units. In addition, we have performed the following procedures: - Discussing and challenging key management judgments in interpreting contractual terms including obtaining inhouse legal interpretations; - Testing sample sales of units for projects with the underlying contracts, completion status and proceeds received from customers; and - Identified and tested operating effectiveness of key controls around approvals of contracts, milestone billing, intimation of possession letters / intimation of receipt of occupation certificate and controls over collection from customers;

Deferred Tax Assets (refer note 3.7 to the consolidated financial statements)

Key Audit Matter	How the matter was addressed in our audit
The carrying amount of the deferred tax assets represents 0.87% of the Company's total consolidated assets. Recognition and measurement of deferred tax assets The Group has deferred tax assets in respect of brought forward losses and other temporary differences, as set out in note 3.7. The recognition of deferred tax assets involves judgment regarding the likelihood of the reasonable certainty of realisation of these assets, in particular whether there will be taxable profits in future periods that support recognition of these assets. Management records deferred tax assets in respect of carried forward business losses in cases where it is reasonably certain based on the projected profitability determined on the basis of approved business plans that sufficient taxable income will be available to absorb the carried forward business loss.	Our audit procedures included: - Through discussions with management, we understood the Group's process for recording deferred tax assets; - We have obtained the approved business plans, projected profitability statements for the existing projects and the future projects which are confirmed through definitive agreements; - We have performed sensitivity analysis and inquired into the basis of the projections for the reasonable certainty of utilisation of the brought forward business losses and therefore recognition of deferred tax assets; and - We tested the underlying data for the key deferred tax and tax provision calculations.

Assessment of impact of Corona Virus Disease (COVID-19)

Key Audit Matter	How the matter was addressed in our audit
On account of prevalent financial, economic and health crises caused due to global pandemic – COVID-19 having impacted the assumptions used for the continuity of operations of the group. The Group has prepared cash flow projections and believes it has sufficient liquidity based on the available liquid cash and available credit facilities as disclosed in note 22 and the expected cash to be generated from operations to meet its financial obligations as they fall due for the following twelve months. Further, the management has factored impact of COVID-19 on the carrying value of Assets and Liabilities.	As a part of our audit we have, carried out the following procedures: - Obtained an understanding of the process and testing the operating effectiveness of internal controls and preparation of the cash flow forecast based on assumptions and inputs to the model used to estimate the future cash flows. - We assessed the assumptions around the key drivers of the cash flow forecasts including discount rates, - We compared the cash flow forecasts to approved budget and other relevant market and economic information, as well as testing the underlying calculations.

Independent Auditor's Report

Key Audit Matter	How the matter was addressed in our audit
	- We discussed the potential changes in key drivers as compared to previous year / actual performance with management and considering impact of COVID-19 in order to evaluate whether the inputs and assumptions used in the cash flow forecasts were suitable; - We engaged expert to assess the assumption and methodology used by the management to determine the recoverable amount and also assessed the recoverable value headroom by performing sensitivity testing of key assumptions used. - We tested the arithmetical accuracy of the models. - We evaluated disclosures related to management assessment on impact of COVID-19 for the continuity of operations.

Information other than the Financial Statements and Auditor's Report thereon

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs (consolidated financial position), consolidated profit or loss (financial performance including other comprehensive income), consolidated changes in equity and consolidated cash flows of the Group including its Joint ventures in accordance with the accounting principles generally accepted in India including the Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of 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 consolidated 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 consolidated financial statements by the management of the holding company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the group and its joint venture entities are responsible for assessing the ability of the group and its joint ventures to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Respective Board of Directors of the companies included in the group and of its joint ventures are also responsible for overseeing financial reporting process of the group and its joint ventures.

Auditor's Responsibilities for the Audit of Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Independent Auditor's Report

As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has internal financial controls with reference to Financial Statements in place and the operating effectiveness of such controls
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of Group and its Joint venture to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the group and its joint venture to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group and its joint venture to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audit carried out by them. We solely responsible for our audit opinion.

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

We communicate with those charged with governance of the holding company and such other entities included in consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

We did not audit the financial statements of a subsidiary firm and joint venture firms. The financial statements of these subsidiary and joint venture firms have been audited by other auditors whose reports 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 the subsidiary and joint ventures and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary and joint ventures is based solely on the reports of the other auditors.

Independent Auditor's Report

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements.

Report on Other Legal and Regulatory Requirements

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

- (a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) in our opinion proper books of account as required by law have been kept by the Group so far as it appears from our examination of those books and the reports of other auditors;
- (c) the Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
- (d) in our opinion, the aforesaid Consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act;
- (e) on the basis of written representations received from the directors of the Holding Company as on 31st March, 2020, and taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, none of the directors of the Group Companies is disqualified as on 31st March, 2020, from being appointed as a director in terms of sub-section (2) of section 164 of the Companies Act, 2013;
- (f) with respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in "Annexure A"; and
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Holding Company to its directors during the year is in accordance with the provisions of section 197 of the Act

- (h) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The consolidated financial statements, to the extent ascertainable, disclose the impact of pending litigations on the consolidated financial position of the Group – Refer clause (e) of Note 12 to the consolidated financial statements;
 - ii. The Group did not have any material foreseeable losses on long term contracts including derivative contracts which would impact its financial position;
 - iii. *there has been a delay of 52 days in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company.*

For **VMSS & ASSOCIATES**
Chartered Accountants
Firm Registration No. 328952E

Mahendra Jain

Partner

Membership No. 413904

Place: New Delhi

Date: 16th June, 2020

Annexure - A to the Auditors' Report

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 **Ashiana Housing Limited** ("the Holding Company") and its subsidiaries and joint ventures as of 31 March 2020 in conjunction with our audit of the Consolidated financial statements of the Group for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Holding Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Group considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to group'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 was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Annexure - A to the Auditors' Report

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 2020, 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 **VMSS & ASSOCIATES**

Chartered Accountants

Firm Registration No. 328952E

Mahendra Jain

Partner

Membership No. 413904

Place: New Delhi

Date: 16th June, 2020

Notes to the Financial Statements

1. CORPORATE INFORMATION

Ashiana Housing Limited ("the Company") having CIN L70109WB1986PLC040864 is a public limited company domiciled and incorporated in India and its shares are publicly traded on the National Stock Exchange ("NSE") and the Bombay Stock Exchange ("BSE"), India. The registered office of the company is situated at 11G Everest, 46/C, Chowringhee Road, Kolkata - 700071 and the head office is situated at 304, Southern Park, Saket District Centre, Saket, New Delhi - 110017.

The principal business activity of the company is Real Estate Development. The company has its presence in the states of Rajasthan, Jharkhand, Maharashtra, Haryana, West Bengal, Gujarat and Tamil Nadu.

The financial statements were authorised for issue in accordance with a resolution passed by the Board of Directors on 16th June, 2020.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

The financial statements (Consolidated financial statements) have been prepared on accrual basis in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and the provisions of the Companies Act, 2013.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities which have been measured at fair value (refer accounting policy regarding financial instruments).

The financial statements are presented in Indian Rupees ("INR" or "₹") and all amounts are rounded to the nearest Lakhs, except as stated otherwise. ₹ 0 represents amount below ₹ 50,000/-

2.2 Basis of Consolidation

- i. ASHIANA HOUSING LIMITED consolidates entities which it owns or controls. The consolidated Financial Statements comprises of Financial Statements of the company, its subsidiaries and jointly controlled partnerships as disclosed in Note 20. Control exists when the parent has power over the entity, is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns by using its power over the entity. Power is demonstrated through existing rights that give the ability to direct relevant activities, those which significantly affect the entity's returns. Subsidiaries are consolidated from the date control commences until the date control ceases

- ii. The Consolidated Financial Statements are presented, to the extent possible, in the same format as that adopted by the parent for standalone Financial Statements.
- iii. The Financial Statements of the Group are consolidated on a line-by-line basis and Intra Group balances and transactions, including unrealized gain/(loss) from such transactions, are eliminated upon consolidation.
- iv. These Consolidated Financial Statements are prepared by applying uniform Accounting Policies in use at the group. Non-controlling Interest which represent part of the net Profit or loss and Net Assets of subsidiaries that are not, directly or indirectly, owned or controlled by the company, are excluded.
- v. The amounts shown in respect of reserve comprise the amount of the relevant reserves as per the Balance sheet of the Parent Company and its share in the post-acquisition increase in the relevant reserve of the entity to be consolidated.
- vi. Notes to the Consolidated Financial Statements represents notes involving items which are considered material & are accordingly duly disclosed. Materiality for the purpose is assessed in relation to the information contained in the Consolidated Financial Statements. Further, additional statutory information disclosed in separate Financial Statements of the subsidiary and / or Parent having no bearing on the true & fair view of the Consolidated Financial Statements have not been disclosed in the Consolidated Financial Statements.

2.3 Estimates and Judgements

The preparation of the Consolidated financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions effect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed in Note 2.24. Accounting estimates could change from period to period. Actual results may differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

Notes to the Financial Statements

2.4 Current versus non-current classification

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

An asset is treated as current when it is:

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

All other assets are classified as non-current.

A liability is current when:

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

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The normal operating cycle in respect of real estate operations of the company is the time between the acquisition of land/ development rights for a real estate project and its realisation into cash and cash equivalents by way of sale of developed units. Accordingly, project related assets and liabilities have been classified into current and non-current based on operating cycle of the respective projects. All other assets and liabilities have been classified into current and non-current based on a period of twelve months.

2.5 Property, Plant and Equipment

Freehold land and capital work-in-progress is carried at cost, including transaction costs and borrowing costs. All other items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

The cost of an item of property, plant and equipment comprises of its purchase price, any costs directly attributable to its acquisition and an initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located,

the obligation for which the company incurs when the item is acquired. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation on property, plant and equipment is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives. The useful lives estimated for the major classes of property, plant and equipment are as follows:

Class of property, plant and equipment	Useful life (in years)
Buildings	60
Plant & Machinery	5-15
Furniture & Fixtures	8-10
Vehicles	5-10
Electrical Installations	10
Equipment's and facilities	5
Computer Hardware	3

The useful lives have been determined based on technical evaluation done by the management, which in few cases are different than the lives as specified by Schedule II to the Companies Act, 2013. The residual values are not more than 5% of the original cost of the asset. The asset's residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset is included in the statement of profit and loss when the asset is derecognised.

Physical verification of Property, Plant and Equipment is carried out in a phased manner. Certain Plant and Machinery including Shuttering and Scaffolding is verified on completion of a Project due to nature of such assets.

2.6 Investment properties

Investment properties are measured initially at cost, including transaction costs and borrowing costs, wherever applicable. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the group and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred.

Notes to the Financial Statements

The building component of the investment properties are depreciated using the straight-line method over 60 years from the date of original purchase, being their useful life as estimated by the management. The estimated useful life of the building is same as that prescribed in Schedule II to the Companies Act, 2013.

The group discloses the fair value of investment properties as at the end of the year, which is determined by registered accredited independent valuers.

Investment properties are derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of investment properties are included in profit and loss in the period of de-recognition.

2.7 Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment loss.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised on a straight-line method over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset are reviewed at least at the end of each reporting period and adjusted, if appropriate. The useful economic lives estimated for various classes of intangible assets are as follows:

Class of intangible assets	Useful life (in years)
Trademark and Logo	10
Goodwill	5
Software	3

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually.

2.8 Non-current assets held for sale

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell.

Non-current assets classified as held for sale and their related liabilities are presented separately in the balance sheet. Non-current assets are not depreciated or amortised while they are classified as held for sale.

2.9 Inventories

Construction material and hotel and club consumables are valued at lower of cost and net realisable value. However, materials and other items are not written down below cost if the constructed units/ food and beverages in which they are used are expected to be sold at or above cost. Cost is determined on first in, first out (FIFO) basis.

Land/Development Rights are valued at lower of cost and net realisable value.

Completed units and project development forming part of work in progress are valued at lower of cost and net realisable value. Cost includes direct materials, labour, project specific direct and indirect expenses, borrowing costs and pro-rata unrealised cost from EWS/LIG units.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

2.10 Cash and Cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits maturing within twelve months from the date of balance sheet, which are subject to an insignificant risk of changes in value. Bank overdrafts are shown under borrowings in the balance sheet.

Other Bank Balances includes Balances with Bank to the extent secured against the borrowings, Bank Balances for unclaimed dividend, and Balances in Bank Accounts designated as RERA Account wherein 70% of amount collected from allottees is deposited.

2.11 Financial Instruments

A. Financial Instruments - Initial recognition and measurement

Financial assets and financial liabilities are recognised in the company's statement of financial position when the company becomes a party to the contractual provisions of the instrument. The group determines the classification of its financial assets and liabilities at initial recognition. All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

B.1. Financial assets –Subsequent measurement

The Subsequent measurement of financial assets depends on their classification which is as follows:

Notes to the Financial Statements

a. Financial assets at fair value through profit or loss

Financial assets at fair value through profit and loss include financial assets held for sale in the near term and those designated upon initial recognition at fair value through profit or loss.

b. Financial assets measured at amortised cost

Loans and receivables are non derivative financial assets with fixed or determinable payments that are not quoted in an active market. Trade receivables do not carry any interest and are stated at their nominal value as reduced by appropriate allowance for estimated irrecoverable amounts based on the ageing of the receivables balance and historical experience. Additionally, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. Individual trade receivables are written off when management deems them not to be collectible.

c. Financial assets at fair value through OCI

All equity investments, except investments in subsidiaries, joint ventures and associates, falling within the scope of Ind AS 109, are measured at fair value through Other Comprehensive Income (OCI). The company makes an irrevocable election on an instrument by instrument basis to present in other comprehensive income subsequent changes in the fair value. The classification is made on initial recognition and is irrevocable.

If the group decides to designate an equity instrument at fair value through OCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI.

B.2. Financial assets –Derecognition

The group derecognises a financial asset when the contractual rights to the cash flows from the assets expire or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset.

Upon derecognition of equity instruments designated at fair value through OCI, the associated fair value changes of that equity instrument is transferred from OCI to Retained Earnings.

C. Investment in subsidiaries, joint ventures and associates

Investments made by the group in subsidiaries, joint ventures and associates are measured at cost in the separate financial statements of the company.

D.1. Financial liabilities –Subsequent measurement

The Subsequent measurement of financial liabilities depends on their classification which is as follows:

a. Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading, if any.

b. Financial liabilities measured at amortised cost

Interest bearing loans and borrowings including debentures issued by the company are subsequently measured at amortised cost using the effective interest rate method (EIR). Amortised cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are integral part of the EIR. The EIR amortised is included in finance costs in the statement of profit and loss.

D.2. Financial liabilities –Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or expires.

E. Offsetting financial instruments

Financial assets and financial liabilities are offset and the net amount reported in the statement of financial position, if and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

F. Fair value measurement

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

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

The principal or the most advantageous market must be accessible to the company.

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

Notes to the Financial Statements

2.12 EWS/LIG units

In terms of the building bye laws of various states in which the group operates, it is required to develop certain units for Economically Weaker Section (EWS) and Lower Income Group (LIG) people alongwith the development of the main group housing project.

EWS/LIG units in the balance sheet comprise of amounts deployed by the group towards land, development and/or purchase of EWS/LIG units, as reduced by amounts received from the allottees and unrealised cost from such units.

2.13 Revenue Recognition

Revenue is recognised upon transfer of control of promised product or services to customer in an amount that reflects the consideration the company expects to receive in exchange for those product or service, regardless of when the payment is received. Revenue is measured at the Transaction price, excluding amounts collected on behalf of the third parties.

The specific recognition criteria for the various types of the group's activities are described below:

Real estate projects

In accordance with the principles of Ind AS 115, revenue in respect of real estate project is recognised on satisfaction of Performance obligation at a point in time by transferring a promised good or services (i.e. an asset) to a customer and the customer obtains control of that asset.

To determine the point in time at which a customer obtains control of a promised asset and the entity satisfies a performance obligation, the company considers following indicators of the transfer of control to customers:

- (a) the group has a present right to payment for the asset;
- (b) the group has transferred to the buyer the significant risks and rewards of ownership of the real estate;
- (c) the group retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the real estate sold;
- (d) the amount of revenue can be measured reliably;
- (e) the costs incurred or to be incurred in respect of the transaction can be measured reliably;
- (f) the customer has accepted the asset.

The satisfaction of performance obligation and the control thereof is transferred from the company to the buyer upon possession or upon issuance of letter for offer of possession ("deemed date of possession"), whichever is earlier, subject to certainty of realisation.

Project Maintenance Services

Project maintenance charges and other income is accounted for an accrual basis except where the receipt of income is uncertain

Hotel and club services

Revenue from rooms, food and beverages, club and other allied services, is recognised upon rendering of the services.

Interest income

Interest income from debt instruments (including Fixed Deposits) is recognised using the effective interest rate method. The effective interest rate is that rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. While calculating the effective interest rate, the company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

Dividends

Revenue is recognised when the Company's right to receive the payment is established.

Rental Income

Rental income arising from operating leases on investment properties is accounted for on a straight-line basis over the lease term.

Delayed payment charges

Delayed payment charges claimed to expedite recoveries are accounted for on realisation.

Other Income

Other Income is accounted for on accrual basis except, where the receipt of income is uncertain.

2.14 Foreign currency transactions

Foreign currency transactions are translated into Indian rupee using the exchange rates prevailing on the date of the transaction. Foreign exchange gains and losses resulting from the settlement of these transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in profit or loss.

2.15 Employee benefits

Short Term employee benefits

Liabilities for wages, salaries and other employee benefits that are expected to be settled within twelve months of rendering the service by the employees are classified as short term employee benefits. Such short term employee benefits are measured at the amounts expected to be paid when the liabilities are settled.

Notes to the Financial Statements

Post employment benefits

(a) Defined contribution plans

The group pays provident fund contribution to publicly administered provident funds as per the local regulations. The contributions are accounted for as defined contribution plans and are recognised as employee benefit expense when they are due.

(b) Defined benefit plans

The liabilities recognised in the balance sheet in respect of defined benefit plan, namely gratuity and leave pay, are the present value of the defined benefit obligation at the end of the year less the fair value of plan assets, if any. The defined benefit obligation is calculated by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in the retained earnings in the statement of changes in equity and in the balance sheet.

2.16 Leases

A. Group as a Lessee

The Group assesses whether a contract contains a lease at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the group assesses whether: (i) the contract involves the use of an identified asset (ii) the group has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the group has the right to direct the use of the asset.

The group applies a single recognition and measurement approach for all leases, except for leasehold land, short-term leases and leases of low-value. For short-term and leases of low value, the group recognises the lease payments as an

operating expense on a straight line basis over the term of the lease. Leasehold land is carried at the acquisition cost i.e. one-time lease premium paid at the time of acquisition of leasehold rights. For all other leases, the group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the incremental borrowing rate at the lease commencement date. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

Right-of-use assets are included in the Leased Assets and lease liabilities are included in other current and non-current financial liabilities in the balance sheet. Lease payments have been classified as financing cash flows in the Statement of Profit and Loss.

Leasehold Land under Leased assets represents land allotted by Government of Rajasthan for 99 years on leasehold basis and is recognised at cost. Leased building improvements under Leased assets are initially recognised at cost and subsequently measured at cost less accumulated depreciation. The depreciation is calculated on a straight line basis based on the lease period.

B. Group as a Lessor

Leases for which the company is a lessor is classified as finance or operating leases. Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease term, unless the receipts are structured to increase in line with expected general inflation.

Notes to the Financial Statements

2.17 Finance Costs

Borrowing costs that are attributable to on going projects of the group are charged to work in progress as a part of the cost of such project.

Other borrowing costs are recognised in the statement of profit and loss in the period in which they are incurred.

2.18 Selling Costs

Selling expenses related to specific projects/units are being charged to Statement of Profit and Loss in the year in which the revenue thereof is accounted and till such time these costs are carried forward as Unaccrued Selling Expenses under the head Other Current Assets.

Project-wise unaccrued selling expenses carried forward are reviewed by the management annually after commencement of revenue recognition of such projects and abnormal selling expenses in excess of standard costs as estimated by the management minus selling costs estimated to be incurred thereof in future are charged to Statement of Profit and Loss.

2.19 Taxes

Current Tax

The current tax expense for the period is determined as the amount of tax payable in respect of taxable income for the period, based on the applicable income tax rates.

Current tax relating to items recognised in other comprehensive income or equity is recognised in other comprehensive income or equity, respectively.

Deferred Tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

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

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted at the reporting date.

Deferred tax relating to items recognised in other comprehensive income or equity is recognised in other comprehensive income or equity, respectively.

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.

2.20 Provisions, Contingent Liabilities and Contingent Assets

A provision is recognised when the group has present determined obligations as a result of past events and an outflow of resources embodying economic benefits will be required to settle the obligations. Provisions are recognised at the best estimate of the expenditure required to settle the present obligation at the balance sheet date.

If the effect of the time value of money is material, provisions are discounted using a current pre tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

A Contingent liability is not recognised but disclosed in the notes to the accounts, unless the probability of an outflow of resources is remote.

A contingent asset is generally neither recognised nor disclosed.

2.21 Earnings per share

The Basic earnings per share (EPS) is calculated by dividing the net profit or loss for the year attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year.

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

2.22 Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the group, on or before the end of the reporting period but not distributed at the end of the reporting period.

2.23 Exceptional items

Exceptional items refer to items of income or expense within statement of profit and loss from ordinary activities which are non-recurring and are of such size, nature or incidence that their separate disclosure is considered necessary to explain the performance of the group.

2.24 Impairment of assets

The group 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 group estimates the asset's recoverable amount. An

Notes to the Financial Statements

asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. 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. When 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 fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss.

2.25 Critical accounting estimates

Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the group. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of group's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

Intangible assets

The group tests whether intangible assets have suffered any impairment on an annual basis. The recoverable amount of a cash generating unit is determined based on value in use calculations which require the use of assumptions.

Investment property

The charge in respect of periodic depreciation on investment properties is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of group's investment properties are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

Revenue Recognition

Determination of revenue under the satisfaction of performance obligation at a point in time method necessarily involves making estimates, some of which are of a technical nature, concerning

where relevant, the timing of satisfaction of performance obligations, costs to completion, the expected revenues from the project or activity and the foreseeable losses to completion. The group recognises revenue when the group satisfies its performance obligations.

Selling costs

Project wise unaccrued selling expenses carried forward are reviewed by the management annually and compared with the standard costs. The standard selling costs and selling costs expected to be incurred in future are estimated by the management annually project-wise keeping in mind various factors such as location of the project, market scenario, sales volume, pricing, etc.

Inventories

Inventories comprising of land/development rights, completed units and project development forming part of work-in-progress are valued at lower of cost and net realisable value. Net Realisable value is based upon the estimates of the management. The effect of changes, if any, to the estimates is recognised in the standalone financial statements for the period in which such changes are determined.

Trade Receivable

As per Ind AS 109, the group is required to apply expected credit losses model for recognizing the provision for doubtful debts. The expected credit losses are determined based on the past trends & assumptions.

Recognition and measurement of defined benefit obligations

The obligations arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation and attrition rate. The discount rate is determined by reference to market yields at the end of the reporting period on government securities, the period to maturity of the underlying securities correspond to the probable maturity of the post-employment benefit obligation.

Recognition of Deferred Tax Asset

The deferred tax assets in respect of unabsorbed losses is recognised based on reasonable certainty of the projected profitability, determined on the basis of approved business plans, to the extent that sufficient taxable income will be available to absorb the unabsorbed losses.

Provisions and contingencies

The recognition and measurement of other provisions are based on the assessment of the probability of an outflow of resources, and on past experience and circumstances known at the Balance sheet date. The actual outflow of resources at a future date may therefore vary from the amount included in other provisions.

Balance Sheet

As at 31st March, 2020

		₹ in Lakhs	
Particulars	Notes	As at 31 st March, 2020	As at 31 st March, 2019
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	3.1	5,414	5,929
Investment Property	3.2	6,183	5,912
Intangible Assets	3.3		
- Goodwill	3.3.1	0	0
- Other Intangible Assets	3.3.2	57	83
Intangible Assets under Development	3.4	33	-
Leased Assets	3.5	1,352	198
Financial Assets	3.6		
- Investments	3.6.1	4	4
- Deposits with Banks	3.6.2	3,216	2,718
- Other Financial Assets	3.6.3	426	300
Deferred Tax Assets (Net)	3.7	1,025	(231)
		17,711	14,914
Current Assets			
Inventories	4.1	61,984	62,490
Financial Assets	4.2		
- Investment in Joint Ventures	4.2.1	3,694	4,067
- Investments Others	4.2.2	2,892	8,729
- Trade Receivables	4.2.3	3,199	2,278
- Cash and Cash Equivalents	4.2.4	7,465	5,294
- Other Bank Balances	4.2.5	1,827	1,088
- Other Financial Assets	4.2.6	5,576	5,660
Current Tax Assets (Net)	4.3	380	552
Other Current Assets	4.4		
- Trade Advance and Deposits	4.4.1	7,211	7,125
- EVS/LIG units	4.4.2	1,959	2,204
- Others	4.4.3	3,352	4,768
		99,538	1,04,253
Total Assets		1,17,249	1,19,167
EQUITY AND LIABILITIES			
Equity			
Equity Share capital	5.1	2,047	2,047
Other Equity	5.2	72,930	76,134
Equity attributable to owners of parent		74,977	78,181
Non-Controlling Interests		2	2
Total Equity		74,979	78,183
LIABILITIES			
Non-current liabilities			
Financial Liabilities	6.1		
- Borrowings	6.1.1	10,377	14,274
- Other Financial Liabilities	6.1.2	3,674	2,522
Non - Current Provisions	6.2	452	379
		14,502	17,176
Current liabilities			
Financial Liabilities	7.1		
- Borrowings	7.1.1	19	298
- Trade Payables	7.1.2		
- Dues of Micro Enterprises and Small Enterprises		139	169
- Dues of Creditors other than Micro enterprises and Small enterprises		2,186	1,226
- Other Financial Liabilities	7.1.3	4,793	3,699
Other Current Liabilities	7.2		
- Advance from Customers	7.2.1	18,246	16,355
- Others	7.2.2	2,248	1,963
Current Provisions	7.3	137	97
		27,768	23,808
Total Equity and Liabilities		1,17,249	1,19,167
Corporate Information & Significant Accounting Policies	1 & 2		
Accompanying notes to the financial statements	1 to 28		

In terms of our report of even date attached herewith

For **VMSS & ASSOCIATES**

Chartered Accountants

Firm Registration No: 328952E

Vishal Gupta
(Managing Director)
DIN 00097939

Varun Gupta
(Whole-time Director)
DIN 00097939

Hemant Kaul
(Independent Director)
DIN 00551588

Mahendra Jain

Partner

Membership No: 413904

Nitin Sharma
(Company Secretary)

Vikash Dugar
(CFO)

Place: New Delhi

Date: 16th June, 2020

Statement of Profit & Loss

for the year ended 31st March, 2020

		₹ in Lakhs	
Particulars	Notes	2019-20	2018-19
Income			
Revenue from Operations	8.1	29,851	32,978
Income from Partnership	8.2	532	775
Other Income	8.3	1,373	1,309
Total Revenue		31,755	35,063
Expenses			
Direct Costs:			
Purchases	9.1	4,085	5,781
Project Expenses	9.2	14,148	11,242
Changes in Inventories	9.3	728	1,214
Hotel & Club Expenses	9.4	748	776
Real Estate Support Operations Expenses	9.5	3,122	2,711
		22,831	21,724
Employee Benefits Expense	9.6	3,633	3,707
Selling Expenses		2,828	2,559
Finance Costs	9.7	1,356	1,517
Depreciation & Amortization Expenses	9.8	915	815
Other Expenses	9.9	2,391	2,346
Total Expenses		33,955	32,668
Profit/(Loss) before Exceptional Items and Tax		(2,200)	2,395
Less : Exceptional Item	9.10	1,739	-
Profit/(Loss) before Tax		(3,939)	2,395
Tax Expense:			
	10		
Current Tax		396	938
Deferred Tax		(1,310)	79
		(915)	1,017
Profit for the year		(3,024)	1,378
Other Comprehensive Income			
A) Items that will not be reclassified to profit or loss			
- Change in fair value of equity instruments		244	438
- tax expense relating to above		(70)	58
- Remeasurement of net defined benefit liability		(61)	57
- tax expense relating to above		16	(20)
B) Items that will be reclassified to profit or loss			
		-	-
Comprehensive Income for the year		(2,896)	1,911
Less : Non-Controlling interests		(0)	1
Total Comprehensive Income for the year		(2,895)	1,910
Basic & Diluted			
	11	(2.83)	1.87
Corporate Information & Significant Accounting Policies			
Accompanying notes to the Financial Statements	1 & 2 1 to 28		

In terms of our report of even date attached herewith

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Mahendra Jain

Partner

Membership No: 413904

Nitin Sharma
(Company Secretary)

Vikash Dugar
(CFO)

Place: New Delhi

Date: 16th June, 2020

Cash Flow Statement

for the year ended 31st March, 2020

		₹ in Lakhs
Particulars	2019-20	2018-19
Net Profit/(loss) before tax and exceptional items	(2,200)	2,395
Adjusted for :		
Depreciation	915	815
Interest Income (other than from customers)	(473)	(522)
Income from Investments	(417)	(346)
Irrecoverable Balances Written Off	53	95
Provision for Doubtful Debts	29	1
Liabilities Written Back	(102)	(68)
Interest Paid	1,703	1,695
Fixed Assets Written Off	28	12
Minority Interest	(0)	1
(Profit) / Loss on sale of Fixed Assets	3	(10)
Provision for Employee Benefits (incl. remeasurement through OCI)	51	(53)
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	(410)	4,014
Adjusted for :		
Trade Receivables	(1,003)	171
Other Financial Assets	(42)	(418)
Non Financial Assets	1,330	2,583
EWS/LIG Units	245	(585)
Inventories	506	1,271
Other Financial Liabilities	968	315
Customer Advances	1,891	(7,607)
Non Financial Liabilities	285	140
Trade Payables	1,033	(300)
CASH GENERATED FROM OPERATIONS	4,803	(415)
Direct Taxes paid / adjusted	(224)	(619)
Cash flow before exceptional items	4,579	(1,034)
Exceptional Items	(1,739)	
Net cash from Operating activities (A)	2,840	(1,034)
CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets	(602)	(893)
Sale of Fixed Assets	143	26
Net Purchase/ sale of Investments	5,955	3,072
Interest Income	473	522
Other Income from Long Term Investments	417	346
Net Cash from investing activities (B)	6,386	3,072
CASH FLOW FROM FINANCING ACTIVITIES :		
Proceeds from long term and other borrowings	(4,177)	2,196
Payment of Lease Liabilities	(127)	-
Interest on Lease Liabilities	(154)	-
Interest Paid	(1,549)	(1,695)
Dividend paid	(308)	(308)
Change in Minority Interest	(0)	(4)
Net Cash used in Financing activities (C)	(6,316)	189
NET INCREASE IN CASH AND CASH EQUIVALENTS (A+ B+ C)	2,910	2,227
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	6,382	4,155
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	9,292	6,382

01. Proceeds from long term and other borrowings are shown net of repayment.

02. Cash and Cash equivalents includes other bank balances..

In terms of our report of even date attached herewith

For **VMSS & ASSOCIATES**

Chartered Accountants

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DIN 00551588

Mahendra Jain

Partner

Membership No: 413904

Nitin Sharma
(Company Secretary)

Vikash Dugar
(CFO)

Place: New Delhi

Date: 16th June, 2020

Statement of Changes in Equity

for the year ended 31st March, 2020

Equity share capital

Particulars	Notes	₹ in Lakhs		
		As at 31 st March, 2019	Changes during 2019-2020	As at 31 st March, 2020
102352099 Equity shares of ₹ 2/- each fully paid up	5.1	204,704,198	-	204,704,198
		204,704,198	-	204,704,198

Other Equity

Other Equity

							₹ in Lakhs
Particulars	Notes	Reserves and Surplus				Equity Investment Reserve (upon fair value through other comprehensive income)	Total
	5.2	Securities Premium	Debenture Redemption Reserve	Retained Earnings			
				General Reserve	Surplus in the statement of Profit and Loss		
Balance as at 31.03.2018		19,958	750	49,000	3,292	1,532	74,532
Profit for the year		-	-	-	1,377	-	1,377
Other comprehensive income for the year		-	-	-	37	496	533
Total comprehensive income for the year		-	-	-	1,414	496	1,910
Dividends		-	-	-	(256)	-	(256)
Tax on Dividend		-	-	-	(53)	-	(53)
Transfer to General Reserve		-	-	2,500	(2,500)	-	-
Transfer to Debenture Redemption Reserve		-	562	-	(562)	-	-
Transfer from Debenture Redemption Reserve		-	(200)	-	200	-	-
Realised gains transferred to Retained Earnings		-	-	-	1,387	(1,387)	-
Balance as at 31.03.2019		19,958	1,112	51,500	2,922	642	76,134
Profit/(Loss) for the year		-	-	-	(3,023)	-	(3,023)
Other comprehensive income for the year		-	-	-	(45)	173	129
Total comprehensive income for the year		-	-	-	(3,068)	173	(2,895)
Dividends		-	-	-	(256)	-	(256)
Tax on Dividend		-	-	-	(53)	-	(53)
Transfer from General Reserve		-	-	(1,500)	1,500	-	-
Transfer from Debenture Redemption Reserve		-	(1,112)	-	1,112	-	-
Realised gains transferred to Retained Earnings		-	-	-	448	(448)	-
Balance as at 31.03.2020		19,958	-	50,000	2,605	367	72,930

In terms of our report of even date attached herewith

For **VMSS & ASSOCIATES**

Chartered Accountants

Firm Registration No: 328952E

Vishal Gupta
(Managing Director)
DIN 00097939

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DIN 00551588

Mahendra Jain

Partner

Membership No: 413904

Nitin Sharma
(Company Secretary)

Vikash Dugar
(CFO)

Place: New Delhi

Date: 16th June, 2020

Notes to the Accounts

3.1 PROPERTY, PLANT & EQUIPMENT

Particulars	GROSS BLOCK		DEPRECIATION		NET BLOCK		
	As at 01.04.2019	Additions/ (Deductions)	As at 31.03.2020	Up to 31.03.2019	For the year/ (Adjustments)	Up to 31.03.2020	As at 31.03.2019
LAND - FREEHOLD	206		206	-		-	206
BUILDING	2,446		2,446	133	45	178	2,313
PLANT & MACHINERY	3,778	64 (200)	3,643	1,573	344 (95)	1,822	2,205
FURNITURE & FIXTURES	797	32 (17)	812	247	58 (7)	298	550
VEHICLES	328	21 (37)	312	99	45 (27)	117	229
ELECTRICAL INSTALLATIONS	217	1 (25)	193	81	18 (11)	88	136
EQUIPMENTS AND FACILITIES	423	39 (0)	461	188	62 (0)	250	235
COMPUTERS- HARDWARE	259	68 (2)	325	204	28 (2)	230	55
TOTAL	8,454	224 (281)	8,397	2,524	600 (142)	2,983	5,414
Previous Year Figures	7,351	1,560 (457)	8,454	2,014	739 (229)	2,524	5,929

₹ in Lakhs

Notes to the Accounts

3.2 INVESTMENT PROPERTY

Particulars	GROSS BLOCK		DEPRECIATION		NET BLOCK	
	As at 01.04.2019	Addition/ Deduction for the year	As at 31.03.2020	Up to 31.03.2019 (Adjustments)	Up to 31.03.2020	As at 31.03.2019
COMMERCIAL / RETAIL						
- Land	12	-	12	-	12	12
- Building	1,212	-	1,212	74	1,118	1,138
- Building in Progress	2,288	-	2,288	-	2,288	2,288
EDUCATIONAL						
- Land	668	-	668	-	668	668
- Building	1,121	-	1,121	17	1,087	1,104
RESIDENTIAL						
- Land	65	-	65	-	65	65
- Building	117	235*	352	7	343	110
- Building in progress	528	75	603	-	603	528
TOTAL	6,011	311	6,321	98	138	6,183
Previous Year Figures	6,687	564	6,011	61	98	5,912
		(1,240)				

* Includes transfer from Property, Plant and Equipment ₹ 27,40,797/-

(i) Information regarding income and expenditure of Investment properties

Particulars	31.03.2020	31.03.2019
Rental income derived from investment properties	183	213
Direct operating expenses (including repairs and maintenance) that generated rental income	(12)	(11)
Direct operating expenses (including repairs and maintenance) that did not generate rental income	(49)	(43)
Profit arising from investment properties before depreciation	122	159
Less - Depreciation	40	39
Profit arising from investment properties	83	120

(ii) The management has determined that the investment properties consist of three classes of assets commercial, educational and residential based on the nature, characteristics and risks of each property.

Notes to the Accounts

3.2 INVESTMENT PROPERTY (Contd..)

(iii) Fair Values of investment properties

Particulars	₹ in Lakhs	
	31.03.2020	31.03.2019
Commercial/Retail	6,120	6,630
Educational	2,063	2,129
Residential	1,299	925
Total	9,483	9,684

(iv) Estimation of Fair Value

The company obtains independent valuations for its properties annually. These valuations are based on valuations performed by a registered accredited independent valuer. The best evidence of fair value is current prices in an active market for similar properties. Where such information is not available, the company considers information from a variety of sources including:

- current prices in an active market for properties of different nature or recent prices of similar properties in less active markets, adjusted to reflect those differences
- discounted cash flow projections based on reliable estimates of future cash flows
- capitalised income projections based upon a property's estimated net market income, and a capitalisation rate derived from an evidence of market evidence

The main inputs used are the rental growth rates, expected vacancy rates, terminal yields and discount rates based on comparable transactions and industry data.

The Management is of the view that the fair value of investment properties under construction cannot be reliably measured and hence carrying cost pertaining to investment properties under progress have been taken as fair value.

(v) The Company has no restrictions on the realisability of its investment properties.

(vi) Reconciliation of fair value:

Particulars	₹ in Lakhs			
	Commercial/ Retail	Educational	Residential	Total
Opening value as at 1 April 2019	6,630	2,129	925	9,684
Fair value difference	(510)	(66)	64	(512)
addition/transfer of investment property	-	-	311	311
Closing value as at 31 March 2020	6,120	2,063	1,299	9,483

(vii) The company has no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements except to construct the educational building.

Notes to the Accounts

3.3 INTANGIBLE ASSETS

3.3.1 GOODWILL

Particulars	GROSS BLOCK		AMORTIZATION		NETBLOCK	
	As at 01.04.2019	Net Additions/ (Deductions) 31.03.2020	As at 31.03.2019	For the year/ (Adjustments) 31.03.2020	As at 31.03.2020	As at 31.03.2019
GOODWILL	0	-	-	-	0	0
TOTAL	0	-	-	-	0	0
Previous Year Figures	0	-	-	-	-	0

3.3.2 OTHER INTANGIBLE ASSETS

Particulars	GROSS BLOCK		AMORTIZATION		NETBLOCK	
	As at 01.04.2019	Net Additions/ (Deductions) 31.03.2020	As at 31.03.2019	For the year/ (Adjustments) 31.03.2020	As at 31.03.2020	As at 31.03.2019
TRADEMARK AND LOGO	87	-	41	10	36	46
SOFTWARE	123	3	86	18	22	37
TOTAL	210	3	127	28	57	-
Previous Year Figures	163	37	55	37	-	83

3.4 INTANGIBLE ASSETS UNDER DEVELOPMENT

Particulars	GROSS BLOCK		AMORTIZATION		NETBLOCK	
	As at 01.04.2019	Net Additions/ (Deductions) 31.03.2020	As at 31.03.2019	For the year/ (Adjustments) 31.03.2020	As at 31.03.2020	As at 31.03.2019
SOFTWARE	-	33	-	-	33	-
	-	33	-	-	33	-

3.5 LEASED ASSETS

Particulars	GROSS BLOCK		AMORTIZATION		NETBLOCK	
	As at 01.04.2019	Net Additions/ (Deductions) 31.03.2020	As at 31.03.2019	For the year/ (Adjustments) 31.03.2020	As at 31.03.2020	As at 31.03.2019
LEASEHOLD LAND#	102	-	-	-	102	102
RIGHT TO USE - BUILDING	-	1,404*	-	214	1,190	-
LEASED BUILDING IMPROVEMENTS	196	(64)	100	33	60	96
TOTAL	298	1,404	100	247	1,352	198
		(64)		(60)		

#Leasehold Land represents Land allotted on leasehold basis by Government of Rajasthan for 99 years.

* on adoption of IND AS -116

Notes to the Accounts

3.6 FINANCIAL ASSETS - NON CURRENT

3.6.1 INVESTMENT

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Investment in Equity Instruments (fully paid-up):		
i. Quoted		
3750 equity shares of Elite Leasings Ltd. (F.V. ₹ 10)	1	1
ii. Unquoted		
20,000 equity shares of Adityapur Toll Bridge Company Ltd. (F.V. ₹ 10)	2	2
	3	3
Investment in Government Securities		
In National Saving Certificate	1	1
	1	1
	4	4
Aggregate amount of quoted investments and market value thereof	1	1
Aggregate amount of unquoted investments	3	3

3.6.2 DEPOSITS WITH BANKS

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
In Fixed Deposits	3,216	2,718
	3,216	2,718
Includes Lien Marked Deposits	3,022	2,351

3.6.3 OTHER FINANCIAL ASSETS

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
<i>Considered Good - Unsecured</i>		
Business Promotion Deposit	426	300
	426	300

3.7 DEFERRED TAX ASSETS (NET)

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
- Property, Plant and Equipment and Intangible Assets	(236)	(407)
- Investment Property	253	193
- Financial Assets at Fair Value through Profit or Loss	(113)	(212)
- Employee Benefits	156	167
- Fiscal Allowance of Unabsorbed Loss	901	-
- Others	66	29
	1,025	(231)

Notes to the Accounts

4.1 INVENTORIES

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
(As taken, valued and certified by the management)		
Work-in-progress :		
- Land/ Development Rights	6,145	5,910
- Project Development	12,641	12,720
- Construction Material	1,129	769
Completed Units	17,792	14,175
Future Projects :		
- Land/ Development Rights	15,606	18,409
- Project development	8,643	10,483
Hotel & Other Consumables	29	25
	61,984	62,490

4.2 FINANCIAL ASSETS - CURRENT

4.2.1 INVESTMENT IN JOINT VENTURES

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Joint Ventures		
Ashiana Manglam Developers	-	166
Ashiana Greenwood Developers	89	89
Megha Colonizers	461	443
Ashiana Manglam Builders	606	677
Ashiana Manglam Builders - Extension	300	404
Vista Housing	2,238	2,289
	3,694	4,067

4.2.2 INVESTMENTS - OTHERS

				₹ in Lakhs	
Particulars	Face Value per unit	No. of Units	AS AT 31.03.2020	No. of Units	AS AT 31.03.2019
In Mutual Funds (Unquoted)					
ICICI Prudential Corporate Bond Fund - Growth	10	1,916,065.387	399	1,916,065.387	366
ICICI Prudential Corporate Bond Fund - Direct plan - Growth	10	3460410.245	744	3,460,410.245	681
Kotak - Low Duration Fund - Direct Growth	1000	14,383.453	371	14,383.453	342
Kotak Low Duration Fund Standard (G) Regular	1000	8,017.847	198	8,017.847	183
Nippon India Fixed Horizon Fund - Growth	10	3,500,000.000	412	3,500,000.000	375
Nippon India Fixed Horizon Fund - Direct Growth	10	6,500,000.000	768	6,500,000.000	698
Axis Strategic Bond Fund - Growth	10	-	-	2,069,206.075	376
Axis Strategic Bond Fund - Direct Growth	10	-	-	3,668,544.209	702
ICICI Prudential Liquid Fund - Direct plan - Growth	100	-	-	1,047,217.263	2,895
Aditya Birla Sun Life Liquid Fund - Growth Direct	100	-	-	168,906.881	507
Aditya Birla Sun Life Liquid Fund - Growth	100	-	-	38,472.381	115
Kotak Liquid Direct Plan Growth	1000	-	-	2,727.369	103
Franklin India Income Opportunities Fund- Growth	10	-	-	6,202,211.246	1,384
			2,892		8,729
TOTAL			2,892		8,729
Aggregate amount of unquoted investments and repurchase value thereof			2,892		8,729

Notes to the Accounts

4.2 FINANCIAL ASSETS - CURRENT (Contd..)

4.2.3 TRADE RECEIVABLES

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
<i>Considered Good - Unsecured</i>		
Due for more than six months	1,322	1,165
Other Debts	1,874	1,110
	3,196	2,275
<i>Credit Impaired</i>		
Due for more than six months	133	104
Less: Provision for doubtful debts	130	101
	3	3
	3,199	2,278

4.2.4 CASH AND CASH EQUIVALENTS

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Balances with Scheduled Banks:		
In Current Account*	4,771	2,474
In Fixed Deposit Account	2,538	2,808
Cheque/DD in hand	108	-
Cash-in-hand	48	12
	7,465	5,294
*includes against secured borrowings	0	14

4.2.5 OTHER BANK BALANCES

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Balances with Scheduled Banks:		
- RERA Account	466	295
- In RERA Fixed Deposit Account	1,233	202
- Unclaimed Dividend Account	128	146
- In Fixed Deposit Account - Lien Marked	-	445
	1,827	1,088

4.2.6 OTHER FINANCIAL ASSETS

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
<i>Considered Good - Unsecured</i>		
Refundable Deposit against development rights	-	300
Advances recoverable in cash	413	271
Deposits	439	350
Statutory Charges Recoverable	4,723	4,738
	5,576	5,660

4.3 CURRENT TAX ASSETS (NET)

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Taxation Advances and Refundable (Net of Provisions)	(1,866)	(2,091)
Less: Set off of MAT Credit Entitlement	2,246	2,210
	380	119
MAT Credit Entitlement	-	433
	380	552

Notes to the Accounts

4.4 OTHER CURRENT ASSETS

4.4.1 TRADE ADVANCE AND DEPOSITS

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
<i>Considered Good - Unsecured</i>		
Advance/Deposit against land/development rights:		
Projects Launched	3,813	2,237
Future Projects	2,134	3,580
Advances recoverable in cash or in kind or for value to be received	1,265	1,308
	7,211	7,125

4.4.2 EWS/LIG UNITS

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Land	441	463
Work in Progress	16	322
Completed units	1,452	1,885
Advance to parties	206	248
	2,114	2,919
Less: Advance from allottees	155	454
Provision for unrealized cost	-	260
	1,959	2,204

4.4.3 OTHERS

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Unaccrued Selling Expenses	3,352	4,768
	3,352	4,768

5 EQUITY

5.1 EQUITY SHARE CAPITAL

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Authorised :		
175000000 Equity shares of ₹ 2/- each	3,500	3,500
Issued, Subscribed and Paid up :		
102352099 Equity shares of ₹ 2/- each fully paid up	2,047	2,047
	2,047	2,047

(i) Details of shareholders holding more than 5% of the Equity Shares in the company:

Name of Shareholder	As at 31.03.2020		As at 31.03.2019	
	Nos.	% holding	Nos.	% holding
Vishal Gupta	1,40,34,340	13.71%	1,40,34,340	13.71%
Ankur Gupta	2,02,44,825	19.78%	2,02,44,825	19.78%
Varun Gupta	2,02,44,825	19.78%	2,02,44,825	19.78%
Rachna Gupta	62,10,485	6.07%	62,10,485	6.07%

(ii) Term /Rights attached to Equity Shares

The company has only one class of Equity Share having a par value of ₹ 2 per share. Each holder of Equity Shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

Notes to the Accounts

5 EQUITY (Contd..)

During the year ended 31st March, 2020, the amount of per share dividend recognized as distributions to equity shareholders was ₹ 0.25 (31st March, 2019: ₹ 0.25)

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

- (iii) The Board of Directors, in its meeting on 16th June 2020, have proposed a final dividend of ₹ 0.30/- per equity share for the financial year ended 31st March, 2019. The proposal is subject to the approval of shareholders at the Annual General Meeting to be held and if approved would result in a cash outflow of approximately ₹ 307 Lakhs including corporate dividend tax.

5.2 OTHER EQUITY

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
a) Securities Premium		
As per last Account	19,958	19,958
b) Debenture Redemption Reserve		
As per last Account	1,112	750
Add: Amount transferred from surplus in Statement of Profit & Loss	-	562
Less: Amount transferred to surplus in Statement of Profit & Loss	(1,112)	(200)
	-	1,112
c) Retained Earnings:		
General Reserve		
As per last Account	51,500	49,000
Add: Amount transferred from surplus in Statement of Profit & Loss	-	2,500
Less: Amount transferred to surplus in Statement of Profit & Loss	(1,500)	-
	50,000	51,500
Surplus in the Statement of Profit & Loss		
As per last Account	2,922	3,292
Profit/(Loss) for the year	(3,023)	1,377
Remeasurement of net defined benefit liabilities	(45)	37
Dividends	(256)	(256)
Tax on Dividend	(53)	(53)
Transfer from/(to) General Reserve	1,500	(2,500)
Transfer from Debenture Redemption Reserve	1,112	(562)
Transfer to Debenture Redemption Reserve	-	200
Transfer from Equity Investment Reserve	448	1,387
	2,605	2,922
Total Retained Earnings	52,605	54,422
d) Equity Investment Reserve		
As per last Account	642	1,532
Changes in fair value equity instruments	173	496
Less: Transfer to Retained Earnings upon realisation	(448)	(1,387)
	367	642
	72,930	76,134

Nature of Reserves

- a) Securities Premium**
Security Premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.
- b) Debenture Redemption Reserve**
In terms of Companies (Share Capital and Debenture) Rules amended by Ministry Corporate Affairs vide Notification dated 16th August, 2019 the company is now exempted from creating Debenture Redemption Reserve, being a listed company.
- c) General Reserve**
The General Reserve is used from time to time transfer of profits from Surplus in Statement of Profit and Loss for appropriation purposes.
- d) Equity Investment Reserve**
This reserve represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through other comprehensive income, net off amounts reclassified to retained earnings when those assets have been disposed off.

Notes to the Accounts

6.1 FINANCIAL LIABILITIES - NON CURRENT

6.1.1 BORROWINGS

		₹ in Lakhs	
Particulars	AS AT 31.03.2020	AS AT 31.03.2019	
Secured			
a Debentures			
(i) 1000 10.15 % Secured Redeemable Non-Convertible Debentures of ₹ 6,52,000 each fully paid-up; Terms of Redemption : Redeemable at par in annual tranches within 26.04.2023	6,497	9,323	
(ii) 700 11.45% Secured Redeemable Non-Convertible Debentures 2020 of ₹ 1,00,000 each fully paid up Terms of Redemption : Redeemable at par on 30.07.2020	696	687	
(iii) 1000 11.45% Secured Redeemable Non-Convertible Debentures 2020 of ₹ 1,00,000 each fully paid up Terms of Redemption : Redeemable at par on 13.07.2020	995	981	
(iv) 500 11% Secured Redeemable Non-Convertible Debentures 2019 of ₹ 1,00,000 each fully paid up The debentures vide s.no (i) is secured by way of (a) charge on the completed unsold units of company's project Ashiana Town, Bhiwadi and its cashflows and (b) charge on Company's cashflows of its project Ashiana Anmol, Gurgaon The debentures vide s.no (ii) to (iv) are secured by first pari passu charge by way of mortgage on the Company's projects - Ashiana Umang at Jaipur and Ashiana Aangan at Neemrana including Land and Unsold Inventory and charge on all receivable of such projects.	-	498	
b Term Loan From Bank Project Loan - From AXIS Bank Limited Secured by way of exclusive mortgage on project land at Lavasa, Pune (Maharashtra) alongwith construction thereon and exclusive charge by way of hypothecation over all the tangible moveable assets of the project - Ashiana Utsav, Lavasa and exclusive charge on the receivables, escrow accounts, DSRA account of the project Ashiana Utsav at Lavasa. Terms of Repayment : In quarterly installments of ₹ 2 Crores each commencing from 28-02-2019	200	1,000	
c Overdraft Facilities From State Bank of India: Secured by way of equitable mortgage on "TreeHouse" Hotel and retail mall at Village Centre, Bhiwadi. Terms of Repayment : Limit of ₹ 50 Crores (includes limit of ₹ 10 Crores subject to creation of additional security), which limit shall exhaust in 7 annual stipulated installments over a period of 96 months, including initial moratorium of 18 months from December 2015.	2,001	1,502	
d Vehicle Loan i) From Banks: ii) From Others: Secured against hypothecation of vehicles financed by them. Terms of Repayment: ₹ 98 Lacs/- Under 37 EMI Scheme ₹ 19 Lacs/- Under 36 EMI Scheme	114 3	144 13	
Unsecured			
a Debentures 1874 Unsecured Non-Convertible Debentures of ₹ 100,000/- each fully paid-up The debentures carry a coupon rate of 8% per annum with a reset option and are redeemable at par and/or premium within 20 years from the date of allotment (i.e. 28-09-2018) out of the distributable surplus of the company's project "Ashiana Daksh" at Jaipur	1,847	1,841	
	12,353	15,989	
Less : Current Maturity (Refer Note No. 7.1.3)	1,976	1,715	
	10,377	14,274	

Notes to the Accounts

6.1 FINANCIAL LIABILITIES - NON CURRENT (Contd..)

6.1.2 OTHER FINANCIAL LIABILITIES

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Security Deposit	201	201
Lease Liabilities	987	-
Deposit from customers	2,486	2,321
	3,674	2,522

6.2 NON-CURRENT PROVISIONS

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Provision for Employee Benefits:		
- Gratuity	449	374
- Leave Pay	3	5
	452	379

7.1 FINANCIAL LIABILITIES - CURRENT

7.1.1 BORROWINGS

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Overdraft Facilities		
i From HDFC Bank:	17	274
Secured by way of lien on fixed deposits		
Terms of Repayment : Repayable on demand		
ii From State Bank of India:	2	24
Secured by way of lien on certain fixed deposits		
Terms of Repayment : Repayable on demand		
	19	298

7.1.2 TRADE PAYABLES

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Dues of micro and small enterprises	139	169
Dues of creditors other than micro and small enterprises	2,186	1,226
	2,326	1,395

Disclosures pursuant to Schedule III of Companies Act, 2013 in relation to trade payables falling under the category of Micro and Small enterprises as defined under Micro, Small and Medium Enterprises Development Act, 2006 are as follows:

Particulars	₹ in Lakhs	
	2019-20	2018-19
(a) Principal amount due to such suppliers	139	169
(b) Interest accrued and due to such suppliers on above (a) amount	-	-
(c) Amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day	-	-
(d) Amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	0	0
(e) Interest accrued and remaining unpaid at the end of the accounting year	-	-
(f) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the company.

Notes to the Accounts

7.1 FINANCIAL LIABILITIES - CURRENT (Contd..)

7.1.3 OTHER FINANCIAL LIABILITIES

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Current maturities of long-term borrowings	1,976	1,715
Interest accrued but not due on borrowings	281	291
Unclaimed Dividends	128	146
Security deposits	350	372
Lease Liabilities	290	-
Other liabilities	1,568	948
Maintenance Fund	199	228
	4,793	3,699

7.2 OTHER CURRENT LIABILITIES

7.2.1 ADVANCE FROM CUSTOMERS

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Customer Advance	18,246	16,355
	18,246	16,355

7.2.2 OTHER CURRENT LIABILITIES

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Statutory Dues	515	263
Water Supply Infrastructure Fund	1,734	1,700
	2,248	1,963

7.3 CURRENT PROVISIONS

Particulars	₹ in Lakhs	
	AS AT 31.03.2020	AS AT 31.03.2019
Provision for Employee Benefits:		
- Gratuity	137	97
- Leave Pay	0	0
	137	97

8.1 REVENUE FROM OPERATIONS

Particulars	₹ in Lakhs	
	2019-20	2018-19
Real Estate:		
Completed Units	24,915	28,138
Real Estate Support Operations	4,047	3,890
Hotel & club:		
Rooms, Restaurant, Banquets and other services	888	951
	29,851	32,978

8.2 INCOME FROM PARTNERSHIP

Particulars	₹ in Lakhs	
	2019-20	2018-19
Share of Profit from:		
Partnership Firms	532	775
	532	775

Notes to the Accounts

8.3 OTHER INCOME

Particulars	₹ in Lakhs	
	2019-20	2018-19
Interest	473	478
Income from Investments:		
Rent	210	246
Interest on Bonds/Debentures	-	44
Dividend from others	-	1
Profit on sale of investments	208	99
Profit/(Loss) on sale of Fixed Assets (Net)	(3)	10
Miscellaneous Income	383	363
Liabilities Written Back	102	68
	1,373	1,309

9.1 PURCHASES

Particulars	₹ in Lakhs	
	2019-20	2018-19
Land / Development Rights	4,055	5,781
Flat	29	-
	4,085	5,781

9.2 PROJECT EXPENSES

Particulars	₹ in Lakhs	
	2019-20	2018-19
Consumption of construction materials (Indigenous)	6,574	5,003
Wages	288	321
PRW Charges	1,530	1,371
Other Direct Construction Expenses	1,770	1,658
Power & Fuel	188	189
Architects' Fee & Consultancy Charges	328	205
Employee Benefit Expenses	852	768
Rent and Hire Charges	22	17
Insurance	23	11
Repair & Maintenance		
To Machineries	30	1
To Others	78	27
Professional & Consultancy charges	85	43
Financial Cost	347	178
Statutory Levies and Taxes	225	132
GST Credit Reversals	341	349
Approvals	534	337
Unrealized cost from EWS/LIG	290	32
Miscellaneous project expenses	645	598
	14,148*	11,242
*Includes project - post completion expenses	119	116

Notes to the Accounts

9.3 CHANGES IN INVENTORIES

Particulars	₹ in Lakhs	
	2019-20	2018-19
Opening Stock :		
Work-in-progress :		
- Land/Development Rights	5,910	4,826
- Project development	12,720	11,508
Completed units	14,175	25,324
Future projects :		
- Land/ Development rights	18,409	14,880
- Project development	10,483	6,373
	61,697	62,911
Less: Transfer to EWS/LIG units	142	-
	61,555	62,911
Less: Closing Stock:		
Work-in-progress :		
- Land/ Development rights	6,145	5,910
- Project development	12,641	12,720
Completed units	17,792	14,175
Future projects :		
- Land/ Development rights	15,606	18,409
- Project development	8,643	10,483
	60,826	61,697
	728	1,214

9.4 HOTEL & CLUB EXPENSES

Particulars	₹ in Lakhs	
	2019-20	2018-19
Consumables (indigenous)	240	257
Personnel	122	121
Management Fee	36	35
Power & fuel	143	153
Other running expenses	206	210
	748	776

9.5 REAL ESTATE SUPPORT OPERATIONS EXPENSES

Particulars	₹ in Lakhs	
	2019-20	2018-19
Consumption of Maintenance Materials (Indigenous)	247	215
Work Charges	1,305	1,087
Power & Fuel (net)	254	204
Repairs and Maintenance	424	487
Security charges	613	530
Other Maintenance Expenses	279	187
	3,122	2,711

9.6 EMPLOYEE BENEFIT EXPENSES

Particulars	₹ in Lakhs	
	2019-20	2018-19
Salary and allowances	3,008	2,848
Directors' Remuneration	215	452
Contribution to Provident & Other Funds	113	115
Staff welfare expenses	296	292
	3,633	3,707

Notes to the Accounts

The disclosures required under Ind-AS -19, Employee Benefits, notified in the Companies (Accounting Standard) Rules, 2015 are given below, based on the Actuarial Report certified by a Practicing Actuary.

Particulars	₹ in Lakhs	
	2019-20	2018-19
Defined Contribution Plan		
Contribution to Defined Contribution Plan, charged off for the year are as under:		
Employer's Contribution to Provident & Pension Fund	148.33	142.72

Defined Benefit Plan

The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

Particulars	Leave Pay (Unfunded)		Gratuity (funded)	
	2019-20	2018-19	2019-20	2018-19
a. Movement in present value of defined benefit obligations				
Present value of obligation at the beginning of the year	5.58	10.76	688.74	660.43
Service Cost	0.78	1.35	98.21	82.71
Interest Cost	0.45	0.66	53.62	50.98
Remeasurements - Actuarial (gains)/losses	(1.71)	(5.27)	63.21	(54.90)
Benefits paid	(2.72)	(1.92)	(68.14)	(50.49)
Present value of obligation at the end of the year	2.37	5.58	835.63	688.74
b. Movement in Fair value of Plan Asset				
Fair Value of Plan Asset Beginning of the year	-	-	217.58	84.79
Interest Income	-	-	16.92	6.52
Actual contribution	-	-	81.48	175.12
Actuarial Gain/Losses	-	-	2.06	1.64
Benefits paid	-	-	(68.14)	(50.49)
Fair Value of Plan Asset End of the year	-	-	249.90	217.58
c. Reconciliation of fair value of assets and obligations				
Present value of obligation at the end of the year	2.37	5.58	835.63	688.74
Fair Value of Plan assets as at the end of the year	-	-	249.92	84.79
Net liability recognised in Balance Sheet	2.37	5.58	585.71	603.95
d. Amount recognised in the Statement of Profit and Loss under Employee Benefit Expenses				
Service Cost	0.78	1.35	98.21	82.71
Interest Cost	0.45	0.66	53.62	50.98
Expected return on plan assets	-	-	(16.93)	-
Net expenses recognised in the statement of Profit and Loss	1.23	2.01	134.91	133.69
e. Amount recognised in the other comprehensive income				
Return on plan assets	-	-	(2.07)	-
Actuarial (gains)/losses arising from change in demographic assumptions	-	-	-	-
Actuarial (gains)/losses arising from change in financial assumptions	0.31	-	76.67	(18.35)
Actuarial (gains)/losses arising from experience adjustments	(2.02)	5.72	(13.46)	30.14
Net expenses recognised in the other comprehensive income	(1.71)	5.72	61.14	11.79

f. The weighted-average assumptions used to determine net periodic benefit cost are set out below:

Particulars	2012-14		2006-08	
	2012-14	2006-08	2012-14	2006-08
Mortality Table [L.I.C.]				
Interest rate for discounting	6.76%	7.78%	6.76%	7.78%
Rate of escalation in salary (per annum)	5.00%	5.00%	5.00%	5.00%
Weighted average duration of defined benefit obligation	3 Years	3 Years	15 Years	15 Years

Notes to the Accounts

₹ in Lakhs

Particulars	Leave Pay (Unfunded)		Gratuity (funded)	
	2019-20	2018-19	2019-20	2018-19
Sensitivity Analysis				
Defined Benefit Obligation Discount Rate + 100 basis points	(0.29)	(0.43)	(75.35)	(56.18)
Defined Benefit Obligation Discount Rate - 100 basis points	0.30	0.49	76.85	65.22
Defined Benefit Obligation Salary Escalation Rate + 100 basis points	0.36	0.56	71.03	50.74
Defined Benefit Obligation Salary Escalation Rate - 100 basis points	(0.31)	(0.48)	(68.78)	(43.48)

Sensitivity for significant actuarial assumptions is computed by varying one actuarial assumption used for the valuation of the defined benefit obligation by one percentage, keeping all other actuarial assumptions constant.

₹ in Lakhs

Particulars	Gratuity
With in 1 year	141.23
1-2 Year	32.90
2-3 Year	26.95
3-4 Year	61.13
4-5 Year	38.34
above 5 years	1516.00
	1,816.55

9.7 FINANCE COSTS

₹ in Lakhs

Particulars	2019-20	2018-19
Interest :		
- On Debentures	1,381	1,269
- Others	163	384
Finance cost on Lease Liabilities	154	-
Loan Processing & Other Financial Charges	4	41
	1,703	1,695
Less: Ongoing projects related finance cost	347	178
	1,356	1,517

9.8 DEPRECIATION & AMORTIZATION EXPENSES

₹ in Lakhs

Particulars	2019-20	2018-19
Relating to :		
- Property, plant & equipment	600	739
- Investment property	40	39
- Other intangible assets	28	36
- Leased Assets	247	-
	915	815

Notes to the Accounts

9.9 OTHER EXPENSES

Particulars	₹ in Lakhs	
	2019-20	2018-19
Rent	91	171
Rates and Taxes	50	33
Insurance	10	15
Travelling and Conveyance	307	319
Legal and Professional Expenses	349	196
Repairs and Maintenance :		
To Machineries	12	12
To Building	60	160
To Others	259	206
Corporate Social Responsibility Expenses	99	126
Miscellaneous Expenses	875	846
Contribution to Political Parties	100	-
GST on Cross charge and others	58	140
Items relating to previous year	10	15
Provision for Doubtful Debts (Net)	29	1
Irrecoverable Balances Written off	53	95
Fixed Assets written off	28	12
	2,391	2,346

(i) Corporate Social Responsibility Expenditure

Particulars	₹ in Lakhs	
	2019-20	2018-19
Amount required to be spent as per Section 135 of the Act	111	190
Amount spent during the year		
- Actual Expenditure	99	126
- Qualifying Expenditure	99	126

9.10 EXCEPTIONAL ITEM

Particulars	₹ in Lakhs	
	2019-20	2018-19
Selling expenses	1,739	-
	1,739	-

10 TAX EXPENSES

Particulars	₹ in Lakhs	
	2019-20	2018-19
Current tax		
Income Tax	-	935
Mat Credit Entitlement foregone	397	-
Tax Adjustments	(1)	3
	396	938
Deferred Tax		
Deferred Tax	(1,310)	79
	(915)	1,017

Notes to the Accounts

(i) The major components of tax expense for the years ended 31st March, 2020 and 31st March, 2019 are:

Particulars	2019-20	2018-19
₹ in Lakhs		
Current Tax:		
Current tax expenses for current year	-	935
MAT Credit Entitlement foregone	397	-
Current tax expenses pertaining to prior periods	(1)	3
	396	938
Deferred tax obligations	(1,310)	79
Total tax expense reported in the statement of profit or loss	(915)	1,017

(ii) The reconciliation of estimated income tax expense at statutory income tax rate to income tax expenses reported in statement of profit and loss is as follows:

Particulars	2019-20	2018-19
₹ in Lakhs		
Profit before income taxes	(3,939)	2,395
At statutory income tax rate	25.17%	34.94%
Expected Income Tax expenses	(991)	837
Tax effects of adjustments to reconcile expected income tax expense to reported income tax expense		
Income exempt from tax	(106)	(379)
Non deductible expenses for tax purposes	93	61
Income under other heads	78	235
Deduction for preliminary expenses u/s 35D of Income Tax Act	(21)	(30)
Tax pertaining to prior periods	(1)	3
Others (Net)	34	290
Total Income Tax expenses	(915)	1,017

(iii) Significant components of net deferred tax assets and liabilities for the year ended on 31st March, 2020 is as follows:

Particulars	Opening Balance	Recognised/ reversed through Profit and Loss	Recognised/ reversed in other comprehensive income	Closing Balance
₹ in Lakhs				
Deferred Tax Assets/(Liabilities) in relation to:				
Property, plant and equipment and intangible assets	(407)	171	-	(236)
Investment Property	193	59	-	253
Financial assets measured at fair value	(212)	170	(70)	(113)
Employee Benefits	167	(27)	16	156
Fiscal Allowance of unabsorbed losses	-	901	-	901
Others	29	37	-	66
Net Deferred Tax Assets/(Liabilities)	(231)	1,310	(54)	1,025

Significant components of net deferred tax assets and liabilities for the year ended on 31st March, 2019 is as follows:

Particulars	Opening Balance	Recognised/ reversed through Profit and Loss	Recognised/ reversed in other comprehensive income	Closing Balance
₹ in Lakhs				
Deferred Tax Assets/(Liabilities) in relation to:				
Property, plant and equipment and intangible assets	(486)	78	-	(407)
Investment Property	281	(88)	-	193
Financial assets measured at fair value	(239)	(31)	58	(212)
Employee Benefits	166	20	(20)	167
Others	88	(59)	-	29
Net Deferred Tax Assets/(Liabilities)	(190)	(79)	38	(231)

Notes to the Accounts

11 EARNINGS PER SHARE

The earnings per share has been calculated as specified in Ind-AS 33 on "Earnings Per Share" prescribed by Companies (Accounting Standards) Rules, 2015 and related disclosures are as below :

Particulars	₹ in Lakhs	
	2019-20	2018-19
For Calculating Basic and Diluted earnings per share		
a) Profits attributable to equity holders of the company (₹)	(2,895)	1,910
b) Weighted average number of equity shares used as the denominator in calculating EPS (Nos.)	102,352,099	102,352,099
c) Basic and Diluted EPS [a/b]	(2.83)	1.87

12 COMMITMENTS AND CONTINGENCIES

a. Real Estate commitments

(i) Company's following projects are being developed under Development Agreement with respective land owners on revenue sharing/ area sharing basis :

- Ashiana Sehar , Jamshedpur
- Ashiana Aditya, Jamshedpur
- Ashiana Amantaran , Jaipur
- Ashiana Dwarka, Jodhpur
- Ashiana Shubham, Chennai
- Ashiana Anmol, Sohna
- Ashiana Maitri, Uttarpur (Kolkata)

(ii) In terms of the Real Estate (Regulation and Development) Act 2016 (RERA) the Company is under an obligation to rectify structural defect or defect in workmanship within 30 days if brought to notice of the promoter by allottee within 5 years from the date of handing over possession.

c. Other Commitments

Estimated amount of contracts remaining to be executed on capital account and not provided for amounts to ₹ 4.05 Lakhs (P.Y. ₹ Nil); against which the company has given advance of ₹ Nil (P.Y. ₹ Nil Lacs).

d. Gurantees

The contingencies in respect of various gurantees at the end of the reporting period are as follows:

Particulars	₹ in Lakhs	
	2019-20	2018-19
Bank Gurantees	517	512
Corporate Gurantee given	Nil	248

e. Contingent liabilities

Contingent Liability (not provided for) in respect of the following claims/demands:

Particulars	₹ in Lakhs	
	2019-20	2018-19
Cess - Sonari land	8	8
Service Tax	13	133
Income Tax	106	226
Provident Fund	236	185
Commercial Tax	58	18
Employee State Insurance Corporation	Nil	4
Completion Certificate Charges	13	13

Notes to the Accounts

12 COMMITMENTS AND CONTINGENCIES (Contd..)

- f. The Company filed a writ petition against Jamshedpur Notified Area Committee's (JNAC) order stopping construction work in company's commercial project Marine Plaza in Sonari, Jamshedpur, which was allowed by the Hon'ble High Court of Jharkhand, by its Order dated 17.12.2014. Consequently, the Company was allowed to carry out construction and marketing of the project and the State Government was directed by the Court to complete their enquiry, if any, in the matter on or before 30.06.2015. The Company has received a communication from Additional Deputy Commissioner, East Singhbhum, Jamshedpur through Tata Steel Ltd. that a Committee of the State Government has completed its enquiry and submitted its report to the State Government. However, any report or order in respect of the outcome of the enquiry has not been received by the company till date. Due to uncertainty and absence of any directions from the Government, the Company has stopped construction work at Marine Plaza Site. The company has again filed a writ petition against the State of Jharkhand and Tata Steel Ltd. in January 2019 for final outcome of the enquiry. A sum of ₹ 2288.22 Lakhs has been incurred by the Company on this project till the close of this year.
- g. Pursuant to Order of the Haryana Authority for Advance Ruling, Goods and Service Tax (GST) on External Development Charges and Infrastructure Development Charges estimated at ₹ 60.02 Lakhs is recoverable from the customers of company's project "Ashiana Anmol" at Sohna, Gurgaon against which the company has decided to file an appeal before the relevant Appellate Authority. Pending finality, such GST is being collected from the customers and deposited with the authorities under protest and accordingly presented as liabilities and assets respectively in these accounts
- h. Company's land at Milakpur Gujar, Bhiwadi, District Alwar (Rajasthan) admeasuring 15.02 hectares, appearing in these accounts at book value of ₹ 338.97 Lakhs, is under acquisition, 12.834 hectares for residential purposes and 2.186 hectares for development of road, by the Government of Rajasthan. The Company has filed a Writ Petition before the Hon'ble High Court of Rajasthan against acquisition of land admeasuring 12.834 hectares challenging the entire acquisition proceeding against which the Hon'ble High Court has given stay. A compensation of ₹ 3712.75 Lakhs has been declared by the Government which and interest thereon ₹ 2640.74 Lakhs approx as at the close of the year shall be considered in the accounts on finality and receipt.

13 SEGMENT INFORMATION

A. Basis of Segmentation

Factors used to identify the entity's reportable segments, including the basis of organisation For management purposes, the Company has only one reportable segments namely, Development of real estate property. The Board of Directors of the Company acts as the Chief Operating Decision Maker ("CODM"). The CODM evaluates the Company's performance and allocates resources based on an analysis of various performance indicators.

B. Geographical Information

The geographic information analyses the Company's revenue and Non-Current Assets by the Company's country of domicile and other countries. As the Company is engaged in Development of Real Estate property in India, it has only one reportable geographical segment.

C. Information about major customers

None of the customers for the years ended 31st March, 2020 and 31st March, 2019 constituted 10% or more of the total revenue of the Company.

Notes to the Accounts

14 FINANCIAL INSTRUMENTS

14.1 Financial Instruments by category

The carrying value of financial instruments by categories as on 31st March, 2020 were as follows:

						₹ in Lakhs
Particulars	Note Reference	Fair Value through Profit & Loss	Fair Value through OCI	Amortised Cost	Total carrying value	Total Fair Value
Financial Assets						
Investments						
- Equity Instruments (other than subsidiary, Joint ventures)	3.6.1	-	3	-	3	3
- Mutual Funds	4.2.2	-	2,892	-	2,892	2,892
- Government Securities	3.6.1	-	-	1	1	1
Non Current Deposits with Banks	3.6.2	-	-	3,216	3,216	3,216
Trade Receivables	4.2.3	-	-	3,199	3,199	3,199
Cash & Cash Equivalents	4.2.4	-	-	7,465	7,465	7,465
Other Bank Balances	4.2.5	-	-	1,827	1,827	1,827
Other Deposits	4.2.6	-	-	439	439	439
Other financial assets	4.2.6 & 3.6.3	-	-	5,562	5,562	5,562
Total Financial Assets		-	2,895	21,710	24,605	
Financial Liabilities						
Borrowings	6.1.1 & 7.1.1	-	-	10,395	10,395	10,395
Trade Payables	7.1.2	-	-	2,326	2,326	2,326
Other financial liabilities	6.1.2 & 7.1.3	-	-	8,467	8,467	8,467
Total Financial Liabilities		-	-	21,188	21,188	

The carrying value of financial instruments by categories as on 31st March, 2019 were as follows:

						₹ in Lakhs
Particulars	Note Reference	Fair Value through Profit & Loss	Fair Value through OCI	Amortised Cost	Total carrying value	Total Fair Value
Financial Assets						
Investments						
- Equity Instruments (other than subsidiary, Joint ventures)	3.6.1	-	3	-	3	3
- Mutual Funds	4.2.2	-	8,729	-	8,729	8,729
- Government Securities	3.6.1	-	-	1	1	1
Non Current Deposits with Banks	3.6.2	-	-	2,718	2,718	2,718
Trade Receivables	4.2.3	-	-	2,278	2,278	2,278
Cash & Cash Equivalents	4.2.4	-	-	5,294	5,294	5,294
Other Bank Balances	4.2.5	-	-	1,088	1,088	1,088
Other Deposits	4.2.6	-	-	650	650	650
Other financial assets	4.2.6 & 3.6.3	-	-	5,309	5,309	5,309
Total Financial Assets		-	8,731	17,338	26,069	
Financial Liabilities						
Borrowings	6.1.1 & 7.1.1	-	-	14,572	14,572	14,572
Trade Payables	7.1.2	-	-	1,395	1,395	1,395
Other financial liabilities	6.1.2 & 7.1.3	-	-	6,222	6,222	6,222
Total Financial Liabilities		-	-	22,189	22,189	

Notes to the Accounts

14 FINANCIAL INSTRUMENTS (Contd..)

14.1 Financial Instruments by category (Contd..)

Management estimations and assumptions

- a) The management assessed that cash and cash equivalents, trade receivables, trade payables, bank overdrafts and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- b) The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:
 - (i) The fair values of the quoted bonds and debentures and unquoted mutual funds are based on price quotations/NAVs at the reporting date.
 - (ii) The fair values of the unquoted equity shares have been determined based on certifications from valuers who have used Net Asset Value approach for determining the fair values.

14.2 Fair value hierarchy

The following table presents the fair value hierarchy of assets and liabilities measured at fair value on a recurring basis :

₹ in Lakhs

Particulars	Note Reference	Fair value measurement at end of the reporting period/year using			
		Level 1	Level 2	Level 3	Total
As on 31st March, 2020					
Financial Assets					
Mutual funds	4.2.2	2,892	-	-	2,892
Equity Instruments (other than subsidiary, Joint ventures)	3.6.1	-	-	3	3
As on 31st March, 2019					
Financial Assets					
Mutual funds	4.2.2	8,729	-	-	8,729
Equity Instruments (other than subsidiary, Joint ventures)	3.6.1	-	-	3	3

Level 1: Quoted Prices in active markets for identical assets or liabilities.

Level 2 : Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The company's policy is to recognize transfers in and the transfers out of fair value hierarchy levels as at the end of the reporting period. There are no transfers between level 1 and level 2 during the end of the reported periods.

14.3 Financial Risk Management

The Company's principal financial liabilities comprise loans and borrowings, trade payables and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, trade receivables and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company's activities expose it to various financial risks: market risk, credit risk and liquidity risk. The company tries to foresee the unpredictable nature of financial markets and seek to minimise potential adverse impact on its financial performance. The senior management of the company oversees the management of these risks. It is supported by a risk management committee that advises on financial risks and the appropriate financial risk governance framework for the Company. The risk management committee provides assurance to the Company's senior management that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Audit Committee has additional oversight in the area of financial risks and controls. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken.

Notes to the Accounts

14 FINANCIAL INSTRUMENTS (Contd..)

14.3 Financial Risk Management (Contd..)

The senior management of the company oversees the management of these risks. It is supported by a risk management committee that advises on financial risks and the appropriate financial risk governance framework for the Company. The risk management committee provides assurance to the Company's senior management that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Audit Committee has additional oversight in the area of financial risks and controls. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken.

15 CAPITAL MANAGEMENT

The company believes that maintaining a sound capital base is imperative to ensure continued confidence of its stakeholders like investors, creditors, etc.

The following are the objectives of Capital management policy of the company:

- (i) Safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and
- (ii) Maintain an optimal capital structure to reduce the cost of capital

The company manages its capital structure and makes adjustment after considering changes in economic conditions and requirements of the financial covenants.

As a part of capital management strategy, the company may adjust the amount of dividends paid to shareholders, issue new shares, raise debt capital or sell assets to reduce debt. The company monitors capital basis a gearing ratio which is calculated by dividing the total borrowings by total equity. The company's strategy is to maintain a gearing ratio lower than 30%. In order to achieve this overall objective, the company ensures to meet its financial covenants attached to the interest bearing borrowings. There have never been any breaches in financial covenants of any interest bearing borrowings in the past and also in the current period.

16 REVENUE FROM CONTRACTS WITH CUSTOMERS

The disclosure pursuant to INDAS 115 "Revenue from Contracts with Customers" are given herein below:

A. Customer Contracts

(i) Revenue

Particulars	₹ in Lakhs	
	For the year ended March 31, 2020	For the year ended March 31, 2019
(a) Revenue from contract with customers		
Real Estate	24,915	28,138
Hotel & club	888	951
Real Estate Support Operations	4,047	3,890
(b) Income from investment activities/ others		
Other income	1,905	2,085
Total	31,755	35,063

(ii) Disaggregated revenue information

Set out below is the disaggregation of the Company's revenue from contracts with customers:

Type of goods/services	₹ in Lakhs	
	For the year ended March 31, 2020	For the year ended March 31, 2019
Real Estate	24,915	28,138
Hotel & club	888	951
Real Estate Support Operations	4,047	3,890
Other income	1,905	2,085
Total revenue from contracts with customers	31,755	35,063

Notes to the Accounts

16 REVENUE FROM CONTRACTS WITH CUSTOMERS (Contd..)

A. Customer Contracts (Contd..)

(iii) Contract balances

Particulars	Sub heading	₹ in Lakhs	
		As at 31 March 2020	As at 31 March 2019
Contract Assets	Trade Receivables	3,199	2,278
Contract liabilities	Advance from Customers	18,246	16,355

(v) Performance obligations

Information about the Company's performance obligations for material contracts are as summarised below:

The satisfaction of performance obligation and the control thereof is transferred from the company to the buyer upon possession or upon issuance of letter for offer of possession ("deemed date of possession"), whichever is earlier, subject to certainty of realisation.

The customer makes the payment of contracted price as per the installment stipulated in Builder Buyer's agreement.

The Company is under an obligation to comply with the following In terms of the Real Estate (Regulation and Development) Act 2016 (RERA)

- Obligation to keep 70% of the amounts realized from real estate project from allottees from time to time, in a separate account in a scheduled bank
- To enable formation of the association or society of allottees
- Liability to rectify structural defect or defect in workmanship within 30 days if brought to notice of the company by allottee within 5 years from the date of handing over possession

17 LEASE

The disclosure pursuant to INDAS 116 "Leases" are given herein below:

- The Company's lease asset primarily consist of leases for land and buildings for branch offices having the various lease terms. Effective April 1, 2019, the Company adopted Ind AS 116 "Leases" and applied the standard to all lease contracts existing on April 1, 2019 using the modified retrospective method. Consequently, the Company recorded the lease liability at the present value of the remaining lease payments discounted at the incremental borrowing rate as on the date of transition and has measured right of use asset at an amount equal to lease liability adjusted for any related prepaid and accrued lease payments previously recognised.
- The following is the summary of practical expedients elected on initial application:
 - Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date
 - Applied the exemption not to recognize right-of-use assets and liabilities for leases with less than 12 months of lease term on the date of initial application
 - Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application
 - Applied the practical expedient by not reassessing whether a contract is, or contains, a lease at the date of initial application. Instead applied the standards only to contracts that were previously identified as leases under Ind AS 17.
 - Used hindsight in determining the lease term where the contract contained options to extend or terminate the lease.

Notes to the Accounts

17 LEASE (Contd..)

- (iii) Following is carrying value of right of use assets recognised on date of transition and the movements thereof during the year ended 31st March, 2020

Particulars	₹ in Lakhs
	Right to use - Building
Balance as at April 1, 2019	
Transition impact on account of adoption of Ind AS 116 "Leases"	1,404
Reclassified from property, plant and equipment on account of adoption of Ind AS 116 "Leases"	-
Total Right of Use on the date of transition	1,404
Additions during the year	-
Deletion during the year	-
Depreciation of Right of use assets	214
Balance as at March 31, 2020	1,190

- (iv) The following is the carrying value of lease liability on the date of transition and movement thereof during the year ended 31st March, 2020:

Particulars	₹ in Lacs
Transition impact on account of adoption of Ind AS 116 "Leases"	1,404
Additions during the year	-
Finance cost accrued during the year	154
Deletions	-
Payment of lease liabilities	281
Balance as at March 31, 2020	1,277
Current maturities of Lease liability	290
Non-Current Lease Liability	987

- (v) The adoption of the new standard has resulted in decrease in profit before tax for the year by ₹ 87.39 Lacs (Increase in Depreciation expense and finance cost by ₹ 368.55 Lacs respectively with corresponding decrease in rent expense by ₹ 281.16 Lacs). The effect of this adoption is insignificant on earnings per share.

The adoption of the new standard has resulted in an increase in cash inflows from operating activities and an increase in cash outflows from financing activities on account of lease payments by ₹ 281.16 Lacs each. Total Deferred tax expense and deferred tax liabilities are decreased by ₹ 18.76 Lacs.

- (vi) The maturity analysis of lease liabilities are as follows :-

Particulars	₹ in Lakhs
	31.03.2020
Within one year	161
After one year but not more than five years	898
More than five years	218
	1277

- (vii) The weighted average incremental borrowing rate applied to lease liabilities as at April 1, 2019 is 11 %
- (viii) Rental expense recorded for short-term leases was ₹ 90.60 Lacs for the year ended 31st March, 2020.
- (ix) The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

Notes to the Accounts

18 RELATED PARTY TRANSACTIONS

Related parties and transactions with them as specified in the Ind-AS 24 on "Related Parties Disclosures" prescribed under Companies (Accounting Standards) Rules, 2015 has been identified and given below on the basis of information available with the company and the same has been relied upon by the auditors.

a) List of Joint Ventures	Country
Vista Housing	India
Ashiana Greenwood Developers	India
Megha Colonizers	India
Ashiana Manglam Developers (Retired w.e.f 31.03.2020)	India
Ashiana Manglam Builders	India
Ashiana Manglam Builders- Extension Land	India
b) Other related parties	
(i) Key management personnel and their relatives	Relationship
Mr. Vishal Gupta	Managing Director
Mr. Ankur Gupta	Jt. Managing Director
Mr. Varun Gupta	Whole-time Director
Mr. Hemant Kaul	Independent Director
Mr. Abhishek Dalmia	Independent Director
Ms. Piyul Mukherjee	Independent Director
Mr. Anand Narayan	Independent Director
Ms. Sonal Mattoo	Independent Director
Mr. Vikash Dugar	Chief Financial Officer
Mr. Nitin Sharma	Company Secretary
Ms. Beila Gupta	Relative of Key management personnel
(ii) Others	Country
OPG Realtors Limited	India
BG Estates Private Limited	India
Karma Hospitality LLP	India

Nature of Transactions	For the year ended 31 st March, 2020		For the year ended 31 st March, 2019	
	Joint Venture	Other related parties	Joint Venture	Other related parties
₹ in Lakhs				
Income				
Maintenance Charges Received	32	-	40	-
Commission	1	-	-	-
Establishment Charges	-	-	1	1
Recovery of Branch office Expenses	495	-	504	-
Sale of Assets	72	-	-	-
Sale of Materials	5	-	-	-
Referral Income	-	-	24	-
Expenses				
Purchase of Assets	196	2	3	64
Purchase of Material	0	124	7	112
Maintenance charges	32	-	-	-
Remuneration	-	259	-	368
Rent	4	149	4	147
Management Fee	-	28	-	25
Other Expenses	-	82	-	4

Notes to the Accounts

18 RELATED PARTY TRANSACTIONS (Contd..)

₹ in Lakhs

Nature of Transactions	For the year ended 31 st March, 2020		For the year ended 31 st March, 2019	
	Joint Venture	Other related parties	Joint Venture	Other related parties
Year End Receivable				
Trade Receivable	59	15	-	7
Year End Payable				
Advance from Customers	-	170	-	120
Other Liabilities	-	35	-	84

The table below describes the compensation to key managerial personnel:

₹ in Lakhs

Particulars	Year Ended 31 March, 2020	Year Ended 31 March, 2019
Short term employee benefits	258.83	362.43
Post employment benefits	-	-
Defined contribution plan	-	-
Defined benefit plan	132.81	106.01
Other long term benefit	-	-
Total	391.64	468.44

19. ASSETS SECURED FOR BORROWINGS

The carrying amounts of assets secured for current and non current borrowings is given in the following table:

₹ in Lakhs

Particulars	Notes	31 st March, 2020	31 st March, 2019
Non Current Assets			
Property, Plant and Equipments	3.1	1,706	1,754
Investment Properties	3.2	817	832
Deposits with banks	3.6.2	3,022	2,351
Total		5,545	4,937
Current Assets			
Trade Receivables	4.2.3	1,069	376
Cash and Cash Equivalents	4.2.4	0	14
Other bank Balances	4.2.5	-	445
Inventories	4.1	26,535	18,216
		27,603	19,051
Total		33,149	23,988

20. Company's project "Ashiana Navrang" at Halol, Gujarat, being developed under Development Agreement model, has been called off during the year due to excessive slowdown in sales in recent years and lack of future prospects. The company has till date developed approximately 50% of the planned area and as per the settlement with the landowner, balance undeveloped land has been handed back to them. As a result, project development inventory under future projects amounting to ₹ 482 Lakhs and irrecoverable advance to landowner ₹ 18 Lakhs under the settlement, has been charged to Statement of Profit and Loss in these accounts.

21. Exceptional Item represents abnormal selling costs which, in the view of the management, are in excess of the standard cost in the present market scenario and does not have enduring benefit to the company in terms of future sales and hence, has been charged off to the Statement of Profit and Loss.

Notes to the Accounts

22. Impact of Covid19

The outbreak of COVID-19 pandemic has adversely impacted our company also like other entities. The company suspended operations in all the ongoing projects in compliance with lockdown instructions issued by the Central and State governments. However, the company resumed operations in a phased manner in line with subsequent guidelines of the government. Construction at all our sites started from 3rd May, 2020.

The management is actively monitoring effects of this pandemic on its operations including construction, supplies and workforce and financial condition including liquidity, inventories, receivables, investments and other assets/liabilities. The company has used the principles of prudence in applying judgements, estimates and assumptions in assessing its liquidity position and carrying value of its assets. We expect Covid-19 to negatively impact bookings and collections in the short term. The stoppage in construction work would also delay deliveries and handing overs in various projects. However, the company has sufficient liquidity and strong cashflow visibility due to good bookings in FY 19-20. We are better positioned than most of the real estate industry with low leverage, good liquidity, and cashflow visibility, and we expect to benefit from reduced competitive intensity in the long term. These times also present opportunities for acquiring lands and to enter into joint development agreements for new projects. The company will continue to monitor developments in future to identify any possible uncertainties and accordingly take actions.

23. Additional information as required by Paragraph 2 of the General Instructions to the Schedule III of Companies Act, 2013 for Preparation of Consolidated Financial Statements are as follows:

₹ in Lakhs

Name of the entity	Net Assets, i.e. total assets minus total liabilities		Share in Profit or Loss	
	As % of consolidated Net assets	Amount	As % of consolidated profit or loss	Amount
Parent - Indian				
Ashiana Housing Limited	94.81%	71,088	114.48%	(3,314)
Subsidiaries - Indian				
Ashiana Maintenance Services Limited	0.22%	167	3.75%	(109)
Latest Developers Advisory Ltd	0.00%	2	0.05%	(1)
Topwell Projects Consultants Ltd.	0.02%	12	0.02%	(1)
Kairav Developers Limited	0.00%	5	0.02%	(0)
Ashiana Amar Developers	0.01%	10	0.06%	(2)
Associates and Joint Ventures				
Ashiana Greenwood Developers	0.13%	89	0.01%	(1)
Vista Housing	2.98%	2,238	-3.62%	105
Megha Colonizers	0.61%	461	-0.64%	18
Ashiana Manglam Developers (Retired w.e.f 31.03.2020)	0.00%	-	-0.63%	18
Ashiana Manglam Builders	0.81%	606	-13.49%	390
Ashiana Manglam Builders Extension	0.40%	300	-0.02%	1
Non-Controlling Interest	0.00%	2	0.01%	(0)
TOTAL	100.00%	74,979	100.00%	(2,895)

24. The Disclosures related to Subsidiary and joint ventures as required by Ind AS 112 disclosures of Interests in other entities are as under:

a) Subsidiaries

Name of the Subsidiaries	Country of Incorporation/ Formation	Business Activity	Percentage of voting power/ Profit sharing as at 31 st March, 2020	Percentage of voting power/ Profit sharing as at 31 st March, 2019
Ashiana Maintenance Services LLP	India	Real Estate Support Operations	99.70%	99.70%
Latest Developers Advisory Ltd	India	Real Estate Developers	100%	100%
Topwell Projects Consultants Ltd.	India	Real Estate Developers	100%	100%
Kairav Developers Limited	India	Real Estate Developers	100%	100%
Ashiana Amar Developers	India	Real Estate Developers	100%*	100%*

*5% Held by Ashiana Maintenance Services LLP.

Notes to the Accounts

b) Joint Ventures

Name of the Subsidiaries	Country of Incorporation/ Formation	Business Activity	Percentage of voting power/ Profit sharing as at 31 st March, 2020	Percentage of voting power/ Profit sharing as at 31 st March, 2019
Ashiana Manglam Developers (Retired w.e.f 31.03.2020)	India	Real Estate Developers	65%	65%
Ashiana Greenwood Developers	India	Real Estate Developers	50%	50%
Megha Colonizers	India	Real Estate Developers	50%	50%
Ashiana Manglam Builders	India	Real Estate Developers	50%	50%
Ashiana Manglam Builders- Extension Land	India	Real Estate Developers	50%	50%
Vista Housing	India	Real Estate Developers	50%	50%

c) The non controlling interest in subsidiaries is not material and hence not disclosed.

d) Summarised Financial information for Joint ventures

The table below provides summarised financial information for those Joint ventures that are material to the group. The information disclosed reflects the amounts presented in the financial statements of the relevant joint ventures and not Ashiana Housing's share of those amounts.

₹ in Lakhs

Summarised Balance Sheet	Ashiana Manglam Developers		Megha Colonizers	
	As At	As At	As At	As At
	31.03.2020	31.03.2019	31.03.2020	31.03.2019
Non Current Assets	-	88	-	-
Current Assets				
Cash & Cash Equivalents	7	1	57	18
Others assets	7	78	931	943
Total Assets	14	168	988	961
Non Current Liabilities				
Current Liabilities				
Advance from customers	-	-	-	-
Trade Payables	-	1	9	4
Others	4	0	57	71
Total Liabilities	4	2	66	76
Net Assets	10	166	922	885

₹ in Lakhs

Summarised Balance Sheet	Ashiana Manglam Builders		Vista Housing	
	As At	As At	As At	As At
	31.03.2020	31.03.2019	31.03.2020	31.03.2019
Non Current Assets	90	104	263	216
Current Assets				
Cash & Cash Equivalents	209	376	339	651
Others assets	1,757	2,723	9,405	5,835
Total Assets	2,055	3,202	10,007	6,701
Non Current Liabilities	-	-	-	248
Current Liabilities				
Advance from customers	719	1,756	6,615	2,713
Trade Payables	53	77	463	187
Others	128	109	533	101
Total Liabilities	900	1,942	7,611	3,249
Net Assets	1,155	1,261	2,395	3,452

Notes to the Accounts

d) Summarised Financial information for Joint ventures (Contd..)

₹ in Lakhs

Summarised Statement of Profit & Loss	Ashiana Manglam Developers		Megha Colonizers		Ashiana Manglam Builders		Vista Housing	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
Revenue from operations	-	-	90	1	3,538	2,507	990	4,216
Other Income	114	4	42	37	32	33	40	18
Project Expenses	-	-	63	23	2,157	1,382	489	2,400
Depreciation	2	2	-	-	-	-	-	-
Other Expenses	72	4	3	-	210	124	79	205
Tax Expenses	13	-	30	19	422	362	163	579
Profit for the year	28	(2)	37	(4)	781	671	300	1,051
Other Comprehensive Income	-	-	-	-	-	-	-	-
Total Comprehensive income	28	(2)	37	(4)	781	671	300	1,051

25. Payments to Auditors

₹ in Lakhs

Particulars	2019-20	2018-19
For Statutory Audit	29.00	36.69
For Internal Audit	20.66	18.97
For Tax Audit	4.75	6.00
For Other Services	12.23	4.94
For Reimbursement of Expenses	7.18	7.66

26. EXPENDITURE IN FOREIGN CURRENCY:

₹ in Lakhs

Particulars	2019-20	2018-19
Travelling Expenses	88.49	89.50
Consultant/Professionals Fee (including reimbursement)	66.15	26.81
Conference and Meeting expenses	35.66	23.69

27. On the basis of physical verification of assets, as specified in IND AS - 36 and cash generation capacity of those assets, in the management perception there is no impairment of such assets as appearing in the balance sheet as on 31.03.2020.

28. Previous years figure have been regrouped/rearranged, wherever found necessary.

Signed for Identification

For **VMSS & ASSOCIATES**

Chartered Accountants

Firm Registration No: 328952E

Vishal Gupta
(Managing Director)
DIN 00097939

Varun Gupta
(Whole-time Director)
DIN 00097939

Hemant Kaul
(Independent Director)
DIN 00551588

Mahendra Jain

Partner

Membership No: 413904

Nitin Sharma
(Company Secretary)

Vikash Dugar
(CFO)

Place: New Delhi

Date: 16th June, 2020

NOTES



OM PRAKASH GUPTA

1947-2013

Founder-Ashiana Housing Limited

As a visionary, you enhanced the quality of life for everyone. You gave middle income housing a unique stature in India; Pioneered retirement housing that went beyond security and comfort; created free training centres for unskilled and semi-skilled workers. Your concern and affection for customers, residents, vendors and staff members was always evident in your perspective, queries and insightful actions.

You will continue to inspire us with your vision, mission & principles. We pledge to build upon what you started.

Cautionary Statement

This Report may contain certain forward-looking statements relating to the future business, development and economic performance. Such Statements may be subject to a number of risks, uncertainties and other important factors, such as but not limited to (1) competitive pressure; (2) legislative and regulatory developments; (3) global, macro economic and political trends; (4) fluctuations in currency exchange rates and general market conditions; (5) delay or inability in obtaining approvals from authorities; (6) technical developments; (7) litigations; (8) adverse publicity and news coverage, which could cause actual developments and results to differ materially from the statements made in this presentation. Ashiana Housing Limited assumes no obligation to update or alter forward-looking statements whether as a result of new information, future events or otherwise



Ashiana Housing Limited

Head Office: 304, Ph: 011 4265 4265 | Fax: 011 4265 4200

Regd. Office: 11G, Everest, 46/C, Chowringhee Road, Kolkata-700 071

CIN: L70109WB1986PLC040864

Email: investorrelations@ashianahousing.com

Web: www.ashianahousing.com

