

**SPL ESTATES PRIVATE LIMITED**  
|CIN: U70109TN2014PTC094836|  
|Email: companysecretary@shriramproperties.com|  
Regd. Off: Lakshmi Neela Rite Choice Chamber, New No.9 - Bazulla Road, T.Nagar, Chennai - 600017

## BOARDS' REPORT

**To the Members,**

Your Directors have pleasure in presenting the 9<sup>th</sup> Annual Report of the Company on the business and operations of the Company, together with the Audited Financial Statements for the year ended March 31, 2023.

### 1. FINANCIAL SUMMARY OR HIGHLIGHTS / PERFORMANCE OF THE COMPANY:

(All amounts in ₹ millions, unless otherwise stated)

	2022-23	2021-22
Revenue from operations	57.56	27.84
Other Income	34.87	30.28
<b>Total Income</b>	<b>92.43</b>	<b>58.12</b>
Total Expenditure	154.92	290.25
Profit before tax/(Loss)	(62.49)	(232.13)
Provision for taxation	-	-
MAT Credit Entitlement	-	-
Add/ (Less): Deferred Tax	-	-
<b>Profit after tax &amp; extraordinary items/(Loss)</b>	<b>(62.49)</b>	<b>(232.13)</b>

### Review of Operations and overview

The Company has made a turnover of Rs. 57.56 Mn as on March 31, 2023 and has made a Loss of Rs. 63.49 Mn, when compared to previous year the turnover of Rs. 27.84 Mn and made a Loss of Rs. 232.13 Mn.

### 2. DIVIDEND:

The Board of Directors of your company has decided that it would be prudent, not to recommend any Dividend for the financial year 2022-2023.

### 3. TRANSFER TO RESERVES:

The Board of Directors of your company has decided not to transfer any amount to the Reserves for the year.

**4. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND**

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

**5. MATERIAL CHANGES AND COMMITMENTS FROM THE END OF THE FINANCIAL YEAR TILL THE DATE OF THIS REPORT, IF ANY:**

There have been no material changes and commitments affecting the financial position of your Company which has occurred between March 31, 2023, and the date of this Board's Report.

**6. ANNUAL RETURN:**

The provisions of Section 134 (3) (a) of the Companies Act 2013 prescribes the Company to mention the web address, if any, where the Annual Return referred to in sub section (3) of Section 92 of the Act has been placed.

Since the Company did not have any website, the extract of the annual return for the year ended March 31, 2023, has been annexed to this report.

**7. NATURE OF BUSINESS ACTIVITIES AND CHANGES THEREOF:**

During the year, there has been no change in the nature of Business of the Company.

**8. CHANGES IN SHARE CAPITAL:**

During the year, there has been no change in the Share Capital of the Company.

The Company has not issued any equity shares with differential rights during the year and hence no information as per provisions of Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

The Company has not issued any sweat equity shares during the year and hence no information as per provisions of Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

The Company has not issued any Employee Stock Options Scheme during the year and hence no information as per provisions of Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 is furnished.

**9. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:**

The Company does not have any subsidiary, joint venture or associate companies.

#### **10. DEPOSITS:**

During the year, your Company neither accepted any deposits nor there were any amounts outstanding at the beginning of the year which were classified as 'Deposits' in terms of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules, 2014 and hence, the requirement for furnishing of details of deposits which are not in compliance with the Chapter V of the Companies Act, 2013 is not applicable.

#### **11. DIRECTOR'S AND KEY MANAGERIAL PERSONNEL (KMPs):**

During the Financial year, appointment of Mr. Ram Shankar Venkataraman (DIN: 05106486) as Director was regularized at the Annual General Meeting held on September 30, 2022. Other than this, there were no changes in Directors and Key Managerial Personnel during the said period.

#### **12. DIRECTORS RETIRING BY ROTATION:**

During the year, Mr. K. R. Ramesh (DIN: 02058969) retires by rotation. Mr. K. R. Ramesh being eligible has offered himself for re-appointment. The Board recommends his re-appointment as Director of the Company as set out in the notice calling Annual General Meeting.

#### **13. MEETINGS OF THE BOARD OF DIRECTORS:**

There were 8 (Eight) Meetings of the Board of Directors held during the Financial Year 2022-23 i.e., on April 22, 2022, May 27, 2022, August 11, 2022, September 16, 2022, November 12, 2022, November 25, 2022, December 22, 2022, and on February 13, 2023, in compliance with the requirements of the Companies Act, 2013 & SS -1 (Secretarial Standards on Board Meetings) issued by The Institute of Company Secretaries of India (ICSI).

#### **14. DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to the provisions contained in sub-sections (3)(c) and (5) of Section 134 of the Companies Act, 2013, the Directors of your Company confirm that: -

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanations relating to material departures, wherever applicable;
- b) the directors had selected such accounting policies have been selected and applied consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2023, and of the losses of the Company for the year ended on that date;
- c) the directors have taken proper and sufficient care was taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the annual accounts of the Company have been prepared on a going concern basis;

- e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**15. REMUNERATION OF DIRECTORS AND EMPLOYEES OF COMPANIES:**

There are no employees drawing remuneration more than the limits prescribed under Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

**16. PARTICULARS OF LOANS, GUARANTEES, OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013:**

The details of the loans borrowed, guarantees provided and investments made by the Company during the year are provided under notes to accounts to the Financial Statements.

**17. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

The related party transactions undertaken during the financial year are detailed in Notes to Accounts of the Financial Statements.

**18. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE**

There are no significant and material orders passed by the Regulators / Courts / Tribunals which would impact the going concern status of the Company and its future operations.

There is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

There was no instance of one-time settlement with any Bank or Financial Institution.

**19. CORPORATE SOCIAL RESPONSIBILITY:**

The provisions of Section 135 of the Companies Act, 2013 is not applicable to the Company, hence the Company was not required to spend under CSR during the financial year.

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

The Company has not actively engaged in the consumption of energy or absorption of technology. The Company is however aware of its responsibilities and has at every available opportunity used and implemented such measures so as to enable energy conservation.

**(A) CONSERVATION OF ENERGY**

**(i) Steps taken or impact on conservation of energy:**

The Company lays great emphasis on savings in the cost of energy consumption. Therefore, achieving reduction in per unit consumption of energy is an ongoing exercise in the Company. The effective measures like education, training, publicity, messaging through use of social media have been taken to minimize the loss of energy as far as possible.

The Company does not have any internal generation of power (captive, surplus or otherwise) and the amount spent during the financial year 2022-23 is Nil.

**(ii) Steps taken by the Company for utilizing alternate sources of energy:**

Presently, the Company does not have any alternate sources of energy for internal generation of power (captive, surplus or otherwise). However, the management of the Company is exploring an alternative source of energy like solar, wind, thermal or otherwise for internal generation of power for captive purposes.

**(iii) Capital investment on energy conservation equipment:**

The Company has not made any capital investment on energy conservation equipment/s.

**(B) TECHNOLOGY ABSORPTION, RESEARCH AND DEVELOPMENT**

**(i) The efforts made towards technology absorption:**

The Company is always in pursuit of finding the ways and means to improve the performance, quality and cost effectiveness of its services. The technology used by the Company is updated as a matter of continuous exercise.

**(ii) The benefits derived like product improvement, cost reduction, product development or import substitution:**

The Company has not derived any material benefits in cost reduction against technology absorption.

**(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):**

The Company has not imported any technology during the last three years reckoned from the beginning of the financial year.

**(iv) The expenditure incurred on Research and Development:**

The Company does not have a separate independent research and development activity. As such, no material amount of expenditure was incurred on research and development activity of the Company.

**(C) FOREIGN EXCHANGE EARNINGS / OUTGO**

During the financial year, the total Foreign Exchange Inflow and Outflow during the year is as follows:

(in INR)

Particulars	As on 31.03.2023	As on 31.03.2022
Income in Foreign Currency	Nil	Nil
Expenditure in Foreign Currency	Nil	Nil

**21. INTERNAL FINANCIAL CONTROL:**

The Company has in place the policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the 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 disclosures.

**22. STATUTORY AUDITORS:**

M/s. Abarna & Ananthan, Chartered Accountants, Bangalore (Firm Registration Number 000003S) were re-appointed as the Statutory Auditors of the Company in the Annual General Meeting held on September 30, 2020, to hold office till the conclusion of the Annual General Meeting to be held for the financial year 2024-25.

There are no qualifications, reservations, adverse remarks and disclaimers of the Statutory Auditors in their report on Financial Statements for the Financial Year ended March 31, 2023.

**23. FRAUD REPORTING:**

During the Financial Year 2022-23, the Statutory Auditors have not reported any incident of fraud to the Board of Directors of the Company pursuant to provisions of Section 143(12) of the Companies Act, 2013.

**24. SEXUAL HARASSMENT OF WOMEN AT WORKPLACE**

The Company does not have any employees, hence the provision of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 is not applicable.

**25. SECRETARIAL STANDARDS:**

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") as may be amended from time to time.

**26. MAINTENANCE OF COST RECORDS:**

During the Financial Year 2022-23, the Company was not required to maintain any cost records and to appoint any Cost Auditor as Section 148(1) of the Companies Act, 2013 and Companies (Cost Records and Audit) Rules, 2014 were not applicable to the Company.

**27. RISK MANAGEMENT POLICY:**

The Company has developed and implemented a risk management framework detailing the various risks faced by the Company and methods and procedures for identification, monitoring and mitigation of such risks. The risk management function is complimentary to the internal control mechanism of the Company and supplements the audit function.

**28. ADDITIONAL INFORMATION:**

The additional information required to be given under the Companies Act, 2013 and the Rules made thereunder, has been laid out in the Notes attached to and forming part of the Financial Statements. The Notes to the Financial Statements referred to the Auditors' Report are self-explanatory and therefore do not call for any further explanation.

**29. ACKNOWLEDGMENTS:**

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from the banks, government authorities, customers, vendors and members during the year. Your directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff and workers.

**For and on behalf of SPL Estates Private Limited**

Sd-/  
\_\_\_\_\_

Sd-/  
\_\_\_\_\_

Date: September 1, 2023

Place: Bengaluru

K R Ramesh

Director

DIN: 02058969

Gopalakrishnan J

Director

DIN: 02354467

## ANNEXURE TO BOARD REPORT

<b>FORM NO. MGT 9</b>
<b>EXTRACT OF ANNUAL RETURN</b>
<b>as on financial year ended on 31.03.2023</b>
<b>Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management &amp; Administration ) Rules, 2014.</b>

**I REGISTRATION & OTHER DETAILS:**

i	CIN	U70109TN2014PTC094836
ii	Registration Date	04/02/2014
iii	Name of the Company	SPL Estates Private Limited
iv	Category/Sub-category of the Company	Company limited by shares
v	Address of the Registered office & contact details	Lakshmi Neela Rite Choice Chamber, New No.9 - Bazulla Road, T.Nagar, Chennai -600017
vi	Whether listed company	No
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	Kfin Technologies Ltd

**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 & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Construction development of townships, housing, built up infrastructures	41001- As per NIC Code 2008	100%

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

SL NO	NAME & ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	Bengal Shriram Hitech City Private Limited	U45203KA2006PTC040975	Holding	100	2



Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>(2) Non Institutions</b>									
a) Bodies corporates									
i) Indian									
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs									
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs									
c) Others (specify)									
<b>SUB TOTAL (B)(2):</b>									
<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>									
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>									
<b>Grand Total (A+B+C)</b>	0	10000	10000	100	10000	0	10000	100	

(ii) **SHARE HOLDING OF PROMOTERS**

Sl No.	Shareholders 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	Bengal Shriram Hitech City Private Limited *	10000	100	100	10000	100	100	100
	Total	10000	100		10000	100	100	

\* Includes 1 share held by Mr. Ravindra Kumar Pandey as Nominee holder

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

Sl. No.		Share holding at the beginning of the		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
Bengal Shriram Hitech City Private Limited	At the beginning of the year	10000	100	10000	100
	Transfers				
	At the end of the year	10000	100	10000	100

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

Sl. No	For Each of the Top 10 Shareholders	Shareholding at the		Cumulative Shareholding	
		No.of shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year	Nil	Nil	Nil	Nil

	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	Nil	Nil	Nil	Nil
	At the end of the year (or on the date of separation, if separated during the year)	Nil	Nil	Nil	Nil

(v) **Shareholding of Directors & KMP**

Sl. No	For Each of the Directors & KMP	Shareholding at the		Cumulative Shareholding	
		No.of shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year	0	0	0	0
	Transfer during the year	0	0	0	0
	<b>At the end of the year</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

V INDEBTEDNESS

Rs. In Millions

Indebtedness of the Company including interest outstanding/accrued but not due for payment					
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness	
<b>Indebtedness at the beginning of the financial year</b>					
i) Principal Amount	470.91	212.44	-	683.35	
ii) Interest due but not paid					
iii) Interest accrued but not due					
<b>Total (i+ii+iii)</b>	<b>470.91</b>	<b>212.44</b>	<b>-</b>	<b>683.35</b>	
<b>Change in Indebtedness during the financial year</b>					
Additions	11.29	-	-	11.29	
Reduction	-	62.07	-	62.07	
<b>Net Change</b>	<b>11.29</b>	<b>-62.07</b>	<b>-</b>	<b>-50.78</b>	
<b>Indebtedness at the end of the financial year</b>					
i) Principal Amount	482.20	150.37	-	632.57	
ii) Interest due but not paid	-	-	-	-	
iii) Interest accrued but not due	-	-	-	-	
<b>Total (i+ii+iii)</b>	<b>482.20</b>	<b>150.37</b>	<b>-</b>	<b>632.57</b>	

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl.No	Particulars of Remuneration	Name of the MD/WTD/Manager	Total Amount
1	<b>Gross salary</b>		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax - 1961		
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961		
2	Stock option		
3	Sweat Equity		
4	Commission		
	as % of profit		
	others (specify)		
5	Others, please specify		
	<b>Total (A)</b>		
	<b>Ceiling as per the Act</b>		

**B. Remuneration to other directors:**

Sl.No	Particulars of Remuneration	Name of the Directors			Total Amount	
1	Independent Directors					
	(a) Fee for attending board committee meetings					
	(b) Commission					
	(c) Others, please specify					
	<b>Total (1)</b>					
2	Other Non Executive Directors					
	(a) Fee for attending board committee meetings					
	(b) Commission					
	(c) Others, please specify.					
	<b>Total (2)</b>					
	<b>Total (B)=(1+2)</b>					
	<b>Total Managerial Remuneration</b>					
	<b>Overall Ceiling as per the Act.</b>					

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

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

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority (RD/NCLT/Court)	Appeall made if any (give details)
<b>A. COMPANY</b>					
Penalty					
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					

For and on Behalf of the Board of Directors  
SPL Estates Private Limited

Sd-/  
K R Ramesh  
Director  
(DIN:02058969)

Sd-/  
Gopalakrishnan J  
Director  
(DIN: 02354467)

Place:Bengaluru  
Date: 01/09/2023

## **INDEPENDENT AUDITOR'S REPORT**

**To the Members of SPL Estates Private Limited**

**Report on the Audit of the Standalone Financial Statements**

### **Opinion**

We have audited the accompanying standalone financial statements of **SPL Estates Private Limited** ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March 2023, and its loss (including other comprehensive income), changes in equity and its cash flows 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act, 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.

### **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 Board's Report but does not include the standalone financial statements and our auditor's report thereon. The Board's Report is expected to be made available to us after the date of this auditor's report.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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**Head Office: #521, 3<sup>rd</sup> Main, 6<sup>th</sup> Block, 2<sup>nd</sup> Phase, BSK 3<sup>rd</sup> Stage, Bangalore 560 085**

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**Branch at : Chennai**

**✉ : [audit@abarna-ananthan.com](mailto:audit@abarna-ananthan.com)**

In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above and when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the Board's Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

### **Responsibilities of Management 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 standalone financial statements that give a true and fair view of the financial position, 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 Indian Accounting Standards 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 accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the management 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 management 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 the Standalone 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 SAs 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 standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone 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 Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system 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 standalone 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

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**Head Office: #521, 3<sup>rd</sup> Main, 6<sup>th</sup> Block, 2<sup>nd</sup> Phase, BSK 3<sup>rd</sup> Stage, Bangalore 560 085**

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**Branch at : Chennai**

**✉ : [audit@abarna-ananthan.com](mailto:audit@abarna-ananthan.com)**

**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid 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 31st March 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2023 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) In our opinion and to the best of our information and according to the explanations given to us the Company has not paid any remuneration to its directors during the year, hence the reporting requirement under section 197(16) of the Act is not applicable.
  - 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, in our opinion and to the best of our information and according to the explanations given to us:
    - i. the Company does not have any pending litigations which would impact its financial position.

- ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv.
  - a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the note 39 to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediaries shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in the note 39 to the standalone financial statements, no funds have been received by the Company from any person or entity, including foreign entity (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. the Company has not declared or paid any dividend during the year.

- vi. As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the Company only with effect from April 1, 2023, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable.

For **Abarna & Ananthan**  
**Chartered Accountants**  
Firm Registration No: 000003S

Sd-/  
S Ananthan  
**Partner**  
Membership No: 026379

UDIN: 23026379BGXDAT5683  
Place: Bangalore  
Date: 27/05/2023

---

Head Office: #521, 3<sup>rd</sup> Main, 6<sup>th</sup> Block, 2<sup>nd</sup> Phase, BSK 3<sup>rd</sup> Stage, Bangalore 560 085

 : +91 8880097322 / +91 80 26426022  : 2672 7430

Branch at : Chennai

 : [audit@abarna-ananthan.com](mailto:audit@abarna-ananthan.com)

**ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT**

**(Referred to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of the Company of even date)**

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The Company has does not own any intangible asset. Accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable.
- (b) The Property, Plant and Equipment have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification of the Property, Plant and Equipment is reasonable having regard to the size of the Company and the nature of its assets.
- (c) The Company does not hold any Immovable property in the nature of Property, Plant and Equipment. Accordingly reporting under Clause 3(i)(c) of the Order is not applicable.
- (d) The Company has not revalued any of its Property, Plant and Equipment and intangible assets during the year.
- (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) The Company holds inventory in the form of properties held for development. The management has conducted physical verification of inventory by way of verification of title deeds, site visits and certification of extent of work completion by competent persons, at reasonable intervals during the year. In our opinion the coverage and the procedure of such verification by the management is appropriate and no material discrepancies were noticed on such physical verification.
- (b) The Company has not been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and accordingly, reporting under clause 3(ii)(b) of the Order is not applicable.

- (iii) Based on our examination of records and according to the information and explanation given to us, the Company has not made investment, provided any guarantee or granted any loans or advances in the nature of loans, secured or unsecured, to Companies, Firms, Limited Liability Partnerships or any Other Parties. Accordingly, reporting under clause 3(iii) of the Order is not applicable.
- (iv) According to information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any loan or made any investments or given any guarantee or security in respect of which the provisions of the Sections 185 and 186 of the Act are applicable. Accordingly, reporting under clause 3(iv) of the Order is not applicable.
- (v) In our opinion, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) As informed to us, the maintenance of cost records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the Company. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.
- (vii) (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees State Insurance, Income Tax, Goods and Service Tax, Custom Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.
- According to the information and explanations given to us there were no undisputed amounts payable in respect of Provident Fund, Employees State Insurance, Income Tax, Goods and Service Tax, Custom Duty, Cess and other material statutory dues in arrears as at 31st March 2023 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 Provident Fund, Employees State Insurance, Income Tax, Goods and Service Tax, Custom Duty, Cess which have not been deposited with the appropriate authorities on account of any dispute.
- (viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (ix) (a) The Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) The Company has not been declared willful defaulter by any bank or financial institution or other lender.

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**Branch at : Chennai**

**✉ : [audit@abarna-ananthan.com](mailto:audit@abarna-ananthan.com)**

- (c) In our opinion and according to the information and explanation given to us, the Company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained.
- (d) The Company did not raise any funds on short term basis during the year. Accordingly, reporting under clause 3(ix)(d) of the Order is not applicable.
- (e) The Company does not hold any investment in any subsidiaries, associates or joint ventures. Accordingly, reporting on funds taken from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures under clause 3(ix)(e) of the Order is not applicable.
- (f) The Company does not hold any investment in any subsidiaries, associates or joint ventures. Accordingly, reporting on loans raised during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies under clause 3(ix)(f) of the Order is not applicable.
- (x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments). Hence, reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally convertible) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- (xi) (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and upto the date of report.
- (xii) The Company is not a Nidhi Company as defined in Section 406 of the Act. Hence, reporting under clause 3(xii) of the Order is not applicable.
- (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 Section 188 of the Act, where applicable, and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards. Further, in our opinion, the Company is not required to constitute audit committee under Section 177 of the Act.

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- (xiv) In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per provisions of the Act.
- (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 them. Hence, reporting under clause 3(xv) of the Order is not applicable.
- (xvi) (a) The provisions of Section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company. Accordingly, reporting under clause (xvi)(a) of the Order is not applicable.
- (b) The Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, reporting under clause (xvi)(b) of the Order is not applicable.
- (c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, reporting under clause 3(xvi)(c) of the Order is not applicable.
- (d) There is no Core Investment Company as a part of the Group. Accordingly, reporting under clause 3(xvi)(d) of the Order is not applicable.
- (xvii) The Company has incurred cash losses amounting to Rs. 67.44 million and Rs 133.88 million during the financial year and the immediately preceding financial year respectively.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year, hence reporting under clause 3(xviii) of the Order is not applicable.
- (xix) On the basis of the financial ratios disclosed in note 37 to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

**CHARTERED ACCOUNTANTS**  
**ABARNA & ANANTHAN**

(xx) In our opinion and according to the information and explanations given to us, the provisions of Section 135 are not applicable to the Company. Hence, reporting under clause 3(xx) of the Order is not applicable.

For **Abarna & Ananthan Chartered Accountants** Firm Registration No:  
000003S

Sd-/  
S Ananthan  
**Partner**  
Membership No: 026379

UDIN: 23026379BGXDAT5683  
Place: Bangalore  
Date: 27/05/2023

---

Head Office: #521, 3<sup>rd</sup> Main, 6<sup>th</sup> Block, 2<sup>nd</sup> Phase, BSK 3<sup>rd</sup> Stage, Bangalore 560 085

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**ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT**

**(Referred to in paragraph 2 (f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of the Company of even date)**

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (‘the Act’)**

We have audited the internal financial controls over financial reporting of **SPL Estates Private Limited** (“the Company”) as of 31<sup>st</sup> March 2023 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 (‘Guidance Note’) 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 the Company’s business, including adherence to the 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 Act.

**Auditor’s Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the ‘Guidance Note’) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 over financial reporting and their operating effectiveness. Our audit of Internal financial controls over financial reporting included obtaining an understanding of Internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

---

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### **Meaning of Internal Financial Controls over Financial Reporting**

A Company's Internal financial controls over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's Internal financial controls over financial reporting include 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 standalone 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 standalone financial statements.

### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

### **Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, adequate internal financial controls over financial reporting and such controls were operating effectively as at 31st March 2023, based on the internal controls over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Abarna & Ananthan**

**Chartered Accountants**

Firm Registration No: 000003S

Sd-/

S Ananthan

**Partner**

Membership No: 026379

UDIN: 23026379BGXDAT5683

Place: Bangalore

Date: 27/05/2023

---

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**Branch at : Chennai**

**✉ : [audit@abarna-ananthan.com](mailto:audit@abarna-ananthan.com)**

**SPL Estates Private Limited**  
**Regd. Off: Lakshmi Neela Rite Choice Chamber New No.9 - Bazulla Road, T.Nagar, Chennai - 600017**  
**Email ID: companysecretary@shriramproperties.com**  
**CIN :U70109TN2014PTC094836**

**SPL Estates Private Limited**  
**Balance Sheet as at 31 March 2023**  
**(All amounts in ₹ millions, unless otherwise specified)**

	Note	As at 31 March 2023	As at 31 March 2022
<b>I. ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, plant and equipment	2	115.85	111.79
(b) Other intangible assets		-	
(c) Non current tax assets	3	0.11	0.27
<b>Total Non current assets</b>		<b>115.96</b>	<b>112.06</b>
<b>Current assets</b>			
(a) Inventories	4	1,532.47	1,196.42
(b) Financial Assets			
(i) Trade Receivables	5	89.56	33.05
(ii) Cash and cash equivalents	6	79.75	132.64
(iii) Other financial assets	7	264.79	233.20
(c) Other current assets	8	108.59	90.93
<b>Total current assets</b>		<b>2,075.16</b>	<b>1,686.24</b>
<b>Total assets</b>		<b>2,191.12</b>	<b>1,798.30</b>
<b>II. EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	9	0.10	0.10
(b) Other equity	10	(589.45)	(526.96)
<b>Total equity</b>		<b>(589.35)</b>	<b>(526.86)</b>
<b>Liabilities</b>			
<b>Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	11	632.57	683.35
(ii) Trade payables	12		
(a) total outstanding dues of micro and small enterprises		5.53	3.19
(b) total outstanding dues of creditors other than (ii) (a) above		75.89	50.78
(iii) Other financial liabilities	13	201.24	185.26
(b) Other current liabilities	14	1,865.24	1,402.58
<b>Total current liabilities</b>		<b>2,780.47</b>	<b>2,325.16</b>
<b>Total equity and liabilities</b>		<b>2,191.12</b>	<b>1,798.30</b>

**Significant accounting policies**

1.2

The accompanying notes referred to above form an integral part of the financial statements

As per report of even date

for **Abarna & Ananthan**  
Chartered Accountants  
Firm registration number: 0000035

For and on behalf of the Board of Directors of  
**SPL Estates Private Limited**

sd/-  
**S Ananthan**  
**Partner**  
Membership No.: 026379

Bengaluru  
27 May 2023

sd/-  
**Gopalakrishnan J**  
**Director**  
DIN: 02354467

Bengaluru  
27 May 2023

sd/-  
**Ramesh K R**  
**Director**  
DIN: 02058969

Bengaluru  
27 May 2023

**SPL Estates Private Limited**  
**Statement of profit and loss for the year ended 31 March 2023**  
**(All amounts in ₹ millions, unless otherwise specified)**

		Year ended 31 March 2023	Year ended 31 March 2022
<b>Revenue</b>			
Revenue from operations	15	57.56	27.84
Other income	16	34.87	30.28
<b>Total Revenue</b>		<b>92.43</b>	<b>58.12</b>
<b>Expenses</b>			
Land Cost		-	205.04
Material and Construction cost		302.91	98.76
Changes in Inventories	17	(336.05)	(295.40)
Depreciation	2	23.84	5.65
Finance cost	18	104.50	41.78
Other expenses	19	59.72	234.42
<b>Total Expenses</b>		<b>154.92</b>	<b>290.25</b>
<b>Loss before tax</b>		<b>(62.49)</b>	<b>(232.13)</b>
<b>Tax expense:</b>	20		
- Current tax		-	-
- Deferred tax		-	-
<b>Loss after tax</b>		<b>(62.49)</b>	<b>(232.13)</b>
<b>Loss per equity share</b>	21		
Basic (₹)		(6,248.72)	(23,213.00)
Diluted (₹)		(6,248.72)	(23,213.00)

**Significant accounting policies**

The accompanying notes referred to above form an integral part of the financial statements

As per report of even date

for **Abarna & Ananthan**  
Chartered Accountants  
Firm registration number: 0000035

For and on behalf of the Board of Directors of  
**SPL Estates Private Limited**

sd/-  
**S Ananthan**  
**Partner**  
Membership No.: 026379

sd/-  
**Gopalakrishnan J**  
**Director**  
DIN: 02354467

sd/-  
**Ramesh K R**  
**Director**  
DIN: 02058969

Bengaluru  
27 May 2023

Bengaluru  
27 May 2023

Bengaluru  
27 May 2023

**SPL Estates Private Limited**  
**Cash flow statements for the year ended 31 March 2023**  
**(All amounts in ₹ millions, unless otherwise specified)**

	Year ended 31 March 2023	Year ended 31 March 2022
<b>A. Cash flows from operating activities:</b>		
Loss before taxation	(62.49)	(232.13)
<b>Adjustments to reconcile profit before tax to net cash flows</b>		
Depreciation	23.84	5.65
Finance Expense	104.50	41.78
Fair value loss on financial instruments at FVTPL	-	112.41
Measurement of below market rate financials liability at fair value	-	9.63
<b>Working capital changes:</b>		
Increase in Inventories	(336.05)	(295.40)
Increase in other current assets	(105.76)	(72.56)
Increase in current liabilities	598.00	493.20
Decrease in loans and other assets	0.16	-
<b>Cash from operating activities</b>	<b>222.20</b>	<b>62.58</b>
Income taxes paid (Net)	-	-
<b>Net cash generated from operating activities</b>	<b>222.20</b>	<b>62.58</b>
<b>B. Cash flows from investing activities</b>		-
Purchase of Property, Plant and Equipment	(27.90)	(117.29)
<b>Net cash (used in) investing activities</b>	<b>(27.90)</b>	<b>(117.29)</b>
<b>C. Cash flows from financing activities</b>		
Repayment of term loan from others	(80.62)	(125.92)
Loans from holding company (net)	(62.07)	108.79
Finance charges paid	(104.50)	(41.78)
<b>Net cash (used in) financing activities</b>	<b>(247.19)</b>	<b>(58.91)</b>
Net decrease in cash and cash equivalents	(52.89)	(113.62)
Cash and cash equivalents at the beginning of the year	132.64	246.26
<b>Cash and cash equivalents at the end of the year</b>	<b>79.75</b>	<b>132.64</b>

for **Abarna & Ananthan**  
Chartered Accountants  
Firm registration number: 000003S

sd/-  
**S Ananthan**  
**Partner**  
Membership No.: 026379

Bengaluru  
27 May 2023

**For and on behalf of the Board of Directors of  
SPL Estates Private Limited**

sd/-  
**Gopalakrishnan J**  
**Director**  
DIN: 02354467

sd/-  
**Ramesh K R**  
**Director**  
DIN: 02058969

Bengaluru  
27 May 2023

Bengaluru  
27 May 2023

SPL Estates Private Limited  
Statement of changes in equity for the year ended 31 March 2023  
(All amounts in ₹ millions, unless otherwise specified)

**A. Equity share capital**

Particulars	Amount
<b>Balance as at 01 April 2021</b>	<b>0.10</b>
Change in equity share capital during the year	-
Change in equity share capital due to prior period errors	-
<b>Balance as at 31 March 2022</b>	<b>0.10</b>
Change in equity share capital during the year	-
Change in equity share capital due to prior period errors	-
<b>Balance as at 31 March 2023</b>	<b>0.10</b>

**B. Other equity**

Particulars	Reserves & Surplus		
	Retained Earnings	Measurement of below market rate financials liability at fair value (*)	Total
<b>Balance as at 01 April 2021</b>	<b>(315.26)</b>	<b>10.79</b>	<b>(304.47)</b>
Loss for the year	(232.13)	-	(232.13)
Measurement of below market rate financials liability at fair value		9.64	9.64
<b>Balance as at 31 March 2022</b>	<b>(547.39)</b>	<b>20.43</b>	<b>(526.96)</b>
Loss for the year	(62.49)		(62.49)
Measurement of below market rate financials liability at fair value		0.00	0.00
<b>Balance as at 31 March 2023</b>	<b>(609.88)</b>	<b>20.43</b>	<b>(589.45)</b>

(\*) Represents Corporate guarantee provided by holding company

As per report of even date

for **Abarna & Ananthan**  
Chartered Accountants  
Firm registration number: 000003S

For and on behalf of the Board of Directors of  
SPL Estates Private Limited

sd/-  
**S Ananthan**  
Partner  
Membership No.: 026379

sd/-  
**Gopalakrishnan J**  
Director  
DIN: 02354467

sd/-  
**Ramesh K R**  
Director  
DIN: 02058969

Bengaluru  
27 May 2023

Bengaluru  
27 May 2023

Bengaluru  
27 May 2023

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## **1 Company overview and significant accounting policies**

### **1.1 Company overview**

SPL Estates Private Limited ('the Company'), was incorporated on 04 February 2014 under Companies Act, 1956. The registered office of the Company is located at Lakshmi Neela Rite Choice Chamber New No.9 - Bazulla Road, T.Nagar, Chennai- 600017. The Company is engaged in the business of development of real estate projects. The Company is wholly owned subsidiary of Bengal Shriram Hitech City Private Limited.

### **1.2 Significant accounting policies**

#### **a. Statement of compliance**

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind-AS) as per Companies (Indian Accounting Standards) Rules 2015 notified under section 133 of the Companies Act, 2013 (the 'Act') and other relevant provisions of the Act.

The financial statements for the year ended 31 March 2023 were authorized and approved for issue by the Board of Directors on 27th May 2023.

#### **b. Overall considerations**

The financial statements have been prepared using the significant accounting policies and measurement bases that are in effect as at 31 March 2023, as summarized below.

#### **c. Basis of preparation of financial statements**

The financial statements have been prepared on going concern basis under the historical cost basis except for certain financial assets and liabilities which are measured at fair value.

##### **Going Concern**

During the year ended 31 March 2023, the Company has continued to incur losses and has incurred a net loss of ₹ 62.49 million and at that date, the Company's accumulated losses aggregated to ₹ 609.88 million. The Company will generate positive cash flows from their operations and based on the long term strategy and future business plan duly approved by the Board. Accordingly, these accompanying financial statements have been prepared on a going concern basis as the management is satisfied that there are no events or conditions that may cast a significant doubt on the ability of the Company to continue as a going concern and hence the assets and liabilities have been recorded in the financial statements on the basis that the Company will be able to realize its assets and discharge its liabilities, in the normal course of business.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share based payment transactions that are within the scope of Ind AS 102, 'Share-based Payment', leasing transactions that are within the scope of Ind AS 116, 'Leases', and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 'Inventories', or value in use in Ind AS 36 'Impairment of assets'.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety, which are described as follows:

Level 1: Quoted prices (unadjusted) in active markets for financial instruments.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data rely as little as possible on entity specific estimates.

Level 3: Inputs for the assets or liabilities that are not based on the observable market data (unobservable inputs)

#### **d. Functional and presentation currency**

The financial statements are presented in Indian Rupee ('₹') which is also the functional and presentation currency of the Company.

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**SPL Estates Private Limited**  
**Notes forming part of Financial Statements**

**1.2 Significant accounting policies (continued)**

**e. Use of estimates**

The preparation of financial statements is in conformity with generally accepted accounting principles which require the management of the Company to make judgements, estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future period. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Application of accounting policies that require significant accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed in note 1.3 and 1.4.

**f. Current versus non-current classification**

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

(i) An asset is classified as current when it is:

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

(ii) All other assets are classified as non-current.

(iii) A liability is classified as 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

(iv) All other liabilities are classified as non-current.

(v) Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Based on the nature of service and the time between the acquisition of assets for development and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as four years for the purpose of current and non-current classification of assets and liabilities which pertain to the project and for all other assets and liabilities the Company has considered twelve months.

**g. Foreign currency transactions**

(a) Initial recognition

Foreign currency transactions are recorded in the functional currency, by applying to the exchange rate between the functional currency and the foreign currency at the date of the transaction.

(b) Conversion

Foreign currency monetary items are converted to functional currency using the closing rate. Non-monetary items denominated in a foreign currency which are carried at historical cost are reported using the exchange rate at the date of the transaction; and non-monetary items which are carried at fair value or any other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

Exchange differences arising on monetary items on settlement, or restatement as at reporting date, at rates different from those at which they were initially recorded, are recognized in the statement of profit and loss in the year in which they arise.

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**SPL Estates Private Limited**

**Notes forming part of Financial Statements**

**1.2 Significant accounting policies (continued)**

**h. Revenue recognition**

**Revenue from projects**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured based on the transaction price which is consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes and duty. The Company assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in most of its revenue arrangements.

Revenue is recognised on satisfaction of performance obligation upon transfer of control of residential units to customers in an amount that reflects the consideration the Company expects to receive in exchange for those residential units, unless:

1. The customer simultaneously receives and consumes the benefits provided by the Company's performance as the Company performs; or
2. The Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
3. The Company's performance does not create an asset with an alternative use to the Company and the entity has an enforceable right to payment for performance completed to date.

**Revenue from contracts with customers**

In case, revenue is recognised over the time, it is being recognised from the financial year in which the registration of sale deed is executed. In respect of 'over the period of time', the revenue is recognised based on the percentage-of-completion method ('POC method') of accounting with cost of project incurred (input method) for the respective projects determining the degree of completion of the performance obligation.

The period over which revenue is recognised is based on entity's right to payment for performance completed.

The revenue recognition of real estate property under development requires forecasts to be made of total budgeted costs with the outcomes of underlying construction contracts, which further require assessments and judgments to be made on changes in work scopes and other payments to the extent they are probable and they are capable of being reliably measured. In case, where the total project cost is estimated to exceed total revenues from the project, the loss is recognised immediately in the Statement of Profit and Loss

For projects executed through joint development arrangements, the land owner provides land and the Company undertakes to develop the project on such land. The Company has agreed to transfer a certain percentage of constructed area or certain percentage of the revenue proceeds in lieu of land owner providing land. As the Company cannot reasonably estimate the fair value of the consideration received, revenue from the development and transfer of constructed area/ revenue sharing arrangement and its corresponding project cost is being accounted based on the stand-alone selling price of the construction services provided by the Company to such land owners.

Unbilled revenue disclosed under other financial assets represents revenue recognised over and above the amount due as per payment plans agreed with the customers. Progress billings which exceed the costs and recognised profits to date on projects under construction are disclosed under other current liabilities. Any billed amount that has not been collected is disclosed under trade receivables and is net of any provisions for amounts doubtful of recovery.

**Dividend income**

Income from dividends are recognized when the Company's right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

**Interest income**

For all debt instruments measured either at amortized cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss. The expected cash flows are revisited on a yearly basis.

Interest on delayed receipts, cancellation/forfeiture income and transfer fees from customers are recognized on accrual basis except in cases where ultimate collection is considered doubtful.

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**SPL Estates Private Limited**  
**Notes forming part of Financial Statements**

**1.2 Significant accounting policies (continued)**

**i. Inventories**

**Properties under development**

Properties under development represents construction work in progress which are stated at the lower of cost and net realizable value. This comprises of cost of land, construction related overhead expenditure, borrowing costs and other net costs incurred during the period of development.

**Properties held for sale**

Completed properties held for sale are stated at the lower of cost and net realizable value. Cost includes cost of land, construction related overhead expenditure, borrowing costs and other costs incurred during the period of development.

Net realizable value is the estimated selling price in the ordinary course of business less estimated costs of completion and estimated costs necessary to make the sale.

**j. Property, Plant and Equipment (PPE)**

**Recognition and initial measurement**

Properties plant and equipment are stated at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalization criteria are met, any expected costs of decommissioning and any directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted while arriving at the purchase price.

**Subsequent measurement**

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company. All other repair and maintenance costs are recognized in Statement of Profit and Loss as incurred.

**Depreciation and useful lives**

Depreciation/amortization on Property, Plant and Equipment is provided on the straight-line method, based on the useful life of asset specified in Schedule II to the Companies Act, 2013. The Management estimates the useful lives of the assets as per the indicative useful life prescribed in Schedule II to the Companies Act, 2013. Residual values, useful lives and method of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate.

Office equipments	5 years
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Computers	3 years
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Shuttering Materials	5 years
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Cost of assets not ready for use at the balance sheet date are disclosed under capital work-in-progress.

**De-recognition**

An item of property, plant and equipment and any significant part initially recognized is derecognized 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 (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss when the asset is derecognized.

**k. Investment Properties**

Investment properties are properties held to earn rentals or for capital appreciation, or both. Investment properties are measured initially at their cost of acquisition. Cost comprises the purchase price and any cost attributable to bringing the asset to its working condition for its intended use.

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. All other repair and maintenance costs are recognised in the Statement of Profit and Loss as incurred.

**l. Borrowing cost**

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use, are added to the cost of those assets, until such time the assets are substantially ready for their intended use.

All other borrowing costs are recognized in the Statement of Profit and Loss in the period in which they are incurred.

The Company determines the amount of borrowing costs eligible for capitalisation as the actual costs incurred on that borrowing during the period less any interest income earned on temporary investment from that borrowings, to the extent that an entity borrows funds specifically for the purpose of obtaining a qualifying asset. In case if the Company borrows generally and uses the funds for obtaining a qualifying asset, borrowing costs eligible for capitalisation are determined by applying a capitalization rate to the expenditure incurred on that asset.

The Company suspends capitalisation of borrowing costs during extended periods in which it suspends active development of a qualifying asset.

**m. Cash and cash equivalents**

Cash and cash equivalent in the Balance Sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to insignificant risk of changes in value.

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**SPL Estates Private Limited**  
**Notes forming part of Financial Statements**

**1.2 Significant accounting policies (continued)**

**n. Tax expense**

**Income taxes**

Income tax expense represents the sum of the tax currently payable and deferred tax

**Current tax**

Current tax is the amount of tax payable based on the taxable profit for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws in the countries where the Company operates and generates taxable income.

Current tax assets and current tax liabilities are offset only if there is legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

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

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting year.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

**Current and deferred tax for the year**

Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or in equity.

**o. Earnings per share**

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events including a bonus issue.

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

**p. Provisions**

Provisions are recognized when the Company has a present obligation (legal or constructive), as a result of past events, and it is probable that an outflow of resources, that can be reliably estimated, will be required to settle such an obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

**q. Cash flow statement**

Cash flows are reported using the indirect method, whereby profit for the year is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash from operating, investing and financing activities of the Company are segregated.

The loan from/to related party is in nature of current accounts. Accordingly, receipts and payments from/to related parties have been shown on a net basis in the cash flow statement.

**r. Rounding of amounts**

All amounts disclosed in the financial statements are reported in million as per the requirement of Schedule III, except share and per share data, unless otherwise stated. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentages may not precisely reflect the absolute figures.

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## 1.2 Significant accounting policies (continued)

### s. Financial instruments

#### Financial assets

##### *Initial recognition and measurement*

All financial assets are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition of financial assets which are not at fair value through profit or loss, are added to the fair value on initial recognition.

##### *Subsequent measurement*

##### *Debt Instruments*

##### *Debt instruments at amortized cost*

A 'Debt instruments' is subsequently measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the profit or loss. The losses arising from impairment are recognized in the statement of profit and loss.

##### *Debt Instruments at fair value through other comprehensive income (FVTOCI)*

A debt instrument is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Fair value movements are recognized in other comprehensive income (OCI).

##### *Debt instruments at Fair value through profit and loss (FVTPL)*

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

##### *Equity investments*

All equity investments in the scope of Ind AS 109, 'Financial Instruments', are measured at fair value. Equity instruments which are held for trading and contingent consideration has been recognized by an acquirer in a business combination to which Ind AS 103, 'Business Combinations' applies, are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in OCI with subsequent changes in the fair value.

The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVOCI, then all fair value changes on the instrument, excluding dividends, impairment gains or losses and foreign exchange gains and losses, are recognized in the OCI.

There is no recycling of the amounts from OCI to the statement of profit and loss, even on sale of investment.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

##### *De-recognition of financial assets*

A financial asset is primarily de-recognized when the rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset.

### t. Financial liabilities

#### *Initial recognition*

All financial liabilities are recognized initially at fair value and transaction cost that is attributable to the acquisition of the financial liabilities is also adjusted. These liabilities are classified as amortized cost.

#### *Subsequent measurement*

These liabilities include borrowings and deposits. Subsequent to initial recognition, these liabilities are measured at amortized cost using the effective interest method.

#### *De-recognition of financial liabilities*

A financial liability is de-recognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit and loss.

#### *Offsetting of financial instruments*

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

### u. Impairment of financial assets

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the twelve month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in the statement of profit and loss.

## 1.2 Significant accounting policies (continued)

### v. Impairment of non-financial assets

At the end of each reporting year, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs to sell and value in use. 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 for which the estimates of future cash flows have not been adjusted.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in the Statement of Profit and Loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in the statement of profit and loss.

### w. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Company is engaged in the business of construction, development and sale of all or any part of housing project which is the only reportable segment. The Company operates in India and there is no other significant geographical segment.

### x. Amendments to the existing Standards issued by MCA

#### Companies (Indian Accounting Standards) Amendment Rules, 2023

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, as below:

#### Ind AS 1 - Presentation of Financial Statements

This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and the impact of the amendment is insignificant in the standalone financial statements.

#### Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors

This amendment has introduced a definition of 'accounting estimates' and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its standalone financial statements.

#### Ind AS 12 - Income Taxes

This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its standalone financial statement.

## 1.3 Significant estimates in applying accounting policies

- a. Revenue from contracts with customers - The Company has applied judgements as detailed in note 1.2(k) that significantly affect the determination of the amount and timing of revenue from contracts with customers.
- b. Net realizable value of inventory - The determination of net realisable value of inventory involves estimates based on prevailing market conditions, current prices and expected date of commencement and completion of the project, the estimated future selling price, cost to complete projects and selling cost.
- c. Recoverability of advances/receivables – At each balance sheet date, based on historical default rates observed over expected life, the management assesses the expected credit loss on outstanding receivables and advances.
- d. Useful lives of depreciable/amortizable assets – Management reviews its estimate of the useful lives of depreciable/amortizable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of certain software and other assets.
- e. Fair value measurements – Management applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available) and non-financial assets. This involves developing estimates and assumptions consistent with how market participants would price the instrument. Management uses the best information available. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

## 1.4 Critical judgements in applying accounting policies

- a. Recognition of deferred tax assets – The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the Company's future taxable income against which the deferred tax assets can be utilized. In addition, significant judgement is required in assessing the impact of any legal or economic limits or uncertainties in various tax jurisdictions.
- b. Evaluation of indicators for impairment of assets – The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.
- c. Provisions – At each balance sheet date the management's judgement, changes in facts and legal aspects; and the Company assesses the requirement of provisions against the outstanding warranties and guarantees. However the actual future outcome may be different from this judgement.

**SPL Estates Private Limited**  
**Notes forming part of Financial Statements**  
**(All amounts in ₹ millions, unless otherwise specified)**

**2 Property, plant and equipment**

Details of the Company's property, plant and equipment and reconciliation of their carrying amounts from beginning to end of reporting year is as follows:

Particulars	Office equipments	Shuttering Materials (*)	Computers	Total
<b>At 1 April 2021</b>	<b>0.08</b>	-	<b>0.13</b>	<b>0.21</b>
Additions	-	117.29	-	<b>117.29</b>
Disposals/Adjustments	-	-	-	-
<b>At 31 March 2022</b>	<b>0.08</b>	<b>117.29</b>	<b>0.13</b>	<b>117.50</b>
Additions	-	27.90	-	<b>27.90</b>
Disposals/Adjustments	-	-	-	-
<b>At 31 March 2023</b>	<b>0.08</b>	<b>145.19</b>	<b>0.13</b>	<b>145.40</b>
<b>Accumulated depreciation</b>				
<b>Upto 31 March 2021</b>	<b>0.01</b>	-	<b>0.05</b>	<b>0.06</b>
Charge for the year	0.02	5.59	0.04	<b>5.65</b>
Adjustments for disposals	-	-	-	-
<b>Upto 31 March 2022</b>	<b>0.03</b>	<b>5.59</b>	<b>0.09</b>	<b>5.71</b>
Charge for the year	0.02	23.79	0.03	<b>23.84</b>
Adjustments for disposals	-	-	-	-
<b>Upto 31 March 2023</b>	<b>0.05</b>	<b>29.38</b>	<b>0.12</b>	<b>29.55</b>
<b>Net block</b>				
<b>As at 31 March 2022</b>	<b>0.05</b>	<b>111.70</b>	<b>0.04</b>	<b>111.79</b>
<b>As at 31 March 2023</b>	<b>0.03</b>	<b>115.81</b>	<b>0.01</b>	<b>115.85</b>

(\*) Includes depreciation inventorized amounting to ₹ 11.76 million (31 March 2022: ₹ 5.59 million)

**a. Contractual obligations**

There are no contractual commitments pending for the acquisition of property, plant and equipment as at balance sheet date.

**b. Property, plant and equipment pledged as security**

There is no property, plant and equipment pledged as security at the balance sheet date.

c. The Company has not revalued its Property, Plant and Equipment as at the balance sheet date.

d. The Company doesn't have capital work in progress and intangibles under development as at the balance sheet date.

e. The Company doesn't have title deeds which are held other than in the Company's name as at the balance sheet date.

SPL Estates Private Limited  
Notes forming part of Financial Statements  
(All amounts in ₹ millions, unless otherwise specified)

**3 Non Current Tax assets**

Particulars	31 March 2023	31 March 2022
Advance income tax, including tax deducted at source	0.11	0.27
	<b>0.11</b>	<b>0.27</b>

**4 Inventory (\*)**

Particulars	31 March 2023	31 March 2022
Project Under Development	1,532.47	1,196.42
	<b>1,532.47</b>	<b>1,196.42</b>

(\*) Details of assets pledged are given under note no. 22

**5 Trade Receivables (\*)**

Particulars	31 March 2023	31 March 2022
Trade Receivables	89.56	33.05
	89.56	33.05
Less : Allowance for doubtful debts	-	-
	<b>89.56</b>	<b>33.05</b>
<b>Break up of security details</b>		
Trade receivables considered good - Secured	89.56	33.05
Trade receivables considered good - Unsecured	-	-
Trade Receivables which have significant increase in credit risk	-	-
	<b>89.56</b>	<b>33.05</b>

(\*) Details of assets pledged are given under note no. 22

**For the year ended 31 March 2023**

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables- considered good	27.35	17.02	22.27	15.51	7.41	<b>89.56</b>

**For the year ended 31 March 2022**

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables- considered good	23.31	3.55	6.08	0.11	-	<b>33.05</b>

**6 Cash and cash equivalents**

Particulars	31 March 2023	31 March 2022
Cash in hand	0.01	0.04
Cheques in Hand	8.51	7.59
<b>Balances with banks:</b>		
In Fixed Deposits (*)	11.21	10.22
In Current accounts	60.02	114.79
	<b>79.75</b>	<b>132.64</b>

(\*) Details of assets pledged are given under note no. 22

**7 Other financial assets**

Particulars	31 March 2023	31 March 2022
Other receivables	0.56	0.40
Advances towards joint development agreement	264.23	232.80
	<b>264.79</b>	<b>233.20</b>

SPL Estates Private Limited  
Notes forming part of Financial Statements  
(All amounts in ₹ millions, unless otherwise specified)

8 Other current assets

Particulars	31 March 2023	31 March 2022
Trade Advances	51.12	57.09
Prepaid Expenses	57.47	33.84
	<b>108.59</b>	<b>90.93</b>

9 Equity share capital

	31 March 2023		31 March 2022	
	Number	Amount	Number	Amount
<b>Authorised</b>				
50,000 equity shares of Rs 10 each	50,000	0.50	50,000	0.50
	<b>50,000</b>	<b>0.50</b>	<b>50,000</b>	<b>0.50</b>
<b>Issued, subscribed and fully paid up</b>				
10,000 equity shares of Rs 10 each, fully paid-up	10,000	0.10	10,000	0.10
	<b>10,000</b>	<b>0.10</b>	<b>10,000</b>	<b>0.10</b>

a. Reconciliation of number of equity shares outstanding at the beginning and at the end of the year

	31 March 2023		31 March 2022	
	Number	Amount	Number	Amount
<b>Equity shares</b>				
Balance at the beginning of the year	10,000	0.10	10,000	0.10
Add: Issued during the year	-	-	-	-
Less: Redeemed during the year	-	-	-	-
<b>Balance at the end of the year</b>	<b>10,000</b>	<b>0.10</b>	<b>10,000</b>	<b>0.10</b>

b. Details of shareholder holding more than 5% share capital

	31 March 2023		31 March 2022	
	Number of shares	% holding in the class	Number of shares	% holding in the class
<b>Name of the equity shareholder</b>				
<b>Equity shares</b>				
Bengal Shriram Hitech City Private Limited*	10,000	100.00	10,000	100%

\* includes 1 equity share held by a nominee of Bengal Shriram Hitech City Private Limited

c. Rights attached to the equity shares:

The Company has only one class of equity shares having par value of Rs 10 each. All equity shares carry similar voting rights of 1:1 and similar dividend rights.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the 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.

d. Buy back of equity shares, shares allotted by way of bonus shares

There have been no buy back of equity shares, issue of shares by way of bonus share or issue of share pursuant to contract without payment being received in cash since inception.

e. Details of share holding by promoters

Promoter's name	Number	% of holding	% change during the year
<b>31 March 2023</b>			
<b>Equity shares</b>			
Bengal Shriram Hitech City Private Limited (Holding Company) (^)	10,000	100%	0%
<b>31 March 2022</b>			
<b>Equity shares</b>			
Bengal Shriram Hitech City Private Limited (Holding Company) (^)	10,000	100%	0%

(^) includes 1 equity share held by a nominee of Bengal Shriram Hitech City Private Limited

10 Other equity

Particulars	31 March 2023	31 March 2022
<b>Retained earnings</b>		
Opening balance	(547.39)	(315.26)
Add: Loss for the year	(62.49)	(232.13)
Closing balance	<b>(609.88)</b>	<b>(547.39)</b>
Measurement of below market rate financial liabilities at fair value	20.43	20.43
	<b>20.43</b>	<b>20.43</b>
	<b>(589.45)</b>	<b>(526.96)</b>

SPL Estates Private Limited  
Notes forming part of Financial Statements  
(All amounts in ₹ millions, unless otherwise specified)

**11 Borrowings**

Particulars	31 March 2023	31 March 2022
<b>Current</b>		
<b>Term loans (Secured)</b>		
From others	482.20	470.91
	<b>482.20</b>	<b>470.91</b>
<b>Unsecured loans</b>		
Loan from related parties (refer note 29)	150.37	212.44
	<b>632.57</b>	<b>683.35</b>

**Note:**

- The Company has utilized the borrowings from financial institutions for the specific purpose for which it was taken at the balance sheet date.
- The quarterly returns/statements of current assets filed by the Company with financial institutions in relation to secured borrowings wherever applicable, are in agreement with the books of accounts.
- The Company has not been declared as a 'Wilful Defaulter' by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.
- The Company does not have any charge which is yet to be registered with Registrar of Companies (ROC) beyond the statutory period.

**12 Trade Payables**

Particulars	31 March 2023	31 March 2022
Dues to micro and small enterprises	5.53	3.19
Dues to creditors other than micro enterprises and small enterprises	75.89	50.78
	<b>81.42</b>	<b>53.97</b>

Particulars	31 March 2023	31 March 2022
i) the principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting period;	5.53	3.19
ii) the amount of interest paid by the buyer in terms of section 16, along with the amounts of the payment made to the supplier beyond the appointed day during each accounting period;	-	-
iii) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under this Act;	-	-
iv) the amount of interest accrued and remaining unpaid at the end of each accounting period; and	-	-
v) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23.	-	-

The above information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company.

**Of the amounts mentioned in the above note, the following is the breakup specifying the amounts due for payment as on 31 March 2023:**

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	5.24	0.14	0.11	0.04	5.53
Others	73.60	2.29	-	-	75.89
Disputed dues MSME	-	-	-	-	-
Disputed dues Others	-	-	-	-	-

**Of the amounts mentioned in the above note, the following is the breakup specifying the amounts due for payment as on 31 March 2022:**

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	3.05	0.10	0.04	-	3.19
Others	49.46	1.32	-	-	50.78
Disputed dues MSME	-	-	-	-	-
Disputed dues Others	-	-	-	-	-

**13 Other financial liabilities**

Particulars	31 March 2023	31 March 2022
for other expenses	28.28	85.98
Payable to Land owner	169.33	95.34
for Duties & Taxes	3.63	3.94
	<b>201.24</b>	<b>185.26</b>

**14 Other current liabilities**

Particulars	31 March 2023	31 March 2022
Advance from customers	1,172.80	652.58
Payable to Land owner	692.44	750.00
	<b>1,865.24</b>	<b>1,402.58</b>

SPL Estates Private Limited  
Notes forming part of Financial Statements  
(All amounts in ₹ millions, unless otherwise specified)

11 Borrowings (continued)  
A Note on security

Sl.No	Particulars	Nature of security	Repayment details	Effective Interest rate	31 March 2023	31 March 2022
<b>Short term borrowings</b>						
<b>Secured Unlisted Unrated Redeemable Non Convertible Debentures</b>						
<b>Term loan from others</b>						
1	<b>Arka Fincap Limited</b>	a. First and exclusive charge by way of mortgage over the Project Property b. First and exclusive charge by way of hypothecation over the Project receivables (both present and future) of all phases c. First and exclusive charge and right of lien and set off over the collection accounts, Escrow accounts for the all phases of the project d. First and exclusive charge by way of hypothecation of ISRA	To be repaid within 14 Quarters from the date of first drawdown, after a moratorium period of 2 quarters	12.25%	305.15	500.00
	<b>Tourism Finance Corporation of India</b>	Same rights as above in take over ratio		12.25%	212.57	-
	Prepaid Processing fees				(28.91)	(19.84)
	Prepaid Expenses (Guarantee Premium)				(6.61)	(9.25)
					<b>482.20</b>	<b>470.91</b>
2	<b>Loan from related Parties</b>					
	Shriram Properties Limited	Unsecured	Repayable on demand	15%	6.92	6.64
	Bengal Shriram Hitech City Private Limited	Unsecured	Repayable on demand	15%	143.45	205.80
					<b>150.37</b>	<b>212.44</b>
	<b>Total</b>				<b>632.57</b>	<b>683.35</b>

**SPL Estates Private Limited**  
**Notes forming part of Financial Statements**  
**(All amounts in ₹ millions, unless otherwise specified)**

**15 Revenue from operations**

Particulars	31 March 2023	31 March 2022
Sale of flats	57.56	27.84
	<b>57.56</b>	<b>27.84</b>

**Disaggregated revenue information**

Set out below is the disaggregation of the company's revenue from contracts with customers by timing of transfer of goods or services

Revenue recognised at a point of time	-	-
Revenue recognised over period of time	57.56	27.84
	<b>57.56</b>	<b>27.84</b>

**16 Other Income**

Particulars	31 March 2023	31 March 2022
Other Income	3.44	2.59
Interest on Refundable Deposit (*)	31.43	27.69
	<b>34.87</b>	<b>30.28</b>

(\*) Includes the loss due recognised on account of change in the terms of receipt of Refundable security deposit receivable from the land owner.

**17 Changes in Inventory**

Particulars	31 March 2023	31 March 2022
Inventory at the beginning of the year	1,196.42	901.02
Inventory at the end of the year	1,532.47	1,196.42
	<b>(336.05)</b>	<b>(295.40)</b>

**18 Finance Cost (\*)**

Particulars	31 March 2023	31 March 2022
Interest on Term Loan	58.61	8.52
Interest on loan from related parties	26.77	24.13
Guarantee commission expenses	2.64	7.87
Loan Arranger's Fees - Term Loan	3.24	0.45
Loan Processing Fees - Term Loan	5.74	0.36
Other Finance cost	7.50	0.45
	<b>104.50</b>	<b>41.78</b>

(\*) Includes finance expense capitalized amounting to ₹ 104.50 millions (31 March 2022 - ₹ 34.30 millions) for the year ended 31 March 2023.

**19 Other expenses**

Particulars	31 March 2023	31 March 2022
Legal and professional charges (*)	4.02	2.15
Bank Charges	0.86	0.54
Fair value loss on financial instruments at FVTPL	-	112.41
Printing and Stationery	0.06	0.02
Rates and taxes	0.41	0.17
Admin Fees	-	49.77
Marketing Expenses	48.64	63.01
Repairs & Maintenances	0.03	0.02
Travelling & Conveyances	5.20	6.07
Miscellaneous expenses	0.50	0.26
	<b>59.72</b>	<b>234.42</b>

**(\*) Details of payment to auditors (excluding taxes)**

**As auditor:**

Audit fee	0.31	0.12
	<b>0.31</b>	<b>0.12</b>

**20 Tax Expense**

**Deferred tax**

Deferred tax assets ('DTA') is recognized to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences and carried forward tax losses can be utilised. Due to lack of convincing evidence, the company has not recorded DTA on deductible temporary differences which primarily include the carry forward business losses and unabsorbed depreciation.

**SPL Estates Private Limited****Notes forming part of Financial Statements****(All amounts in ₹ millions, unless otherwise specified)****21 Loss per share (EPS)**

<b>Particulars</b>	<b>31 March 2023</b>	<b>31 March 2022</b>
Weighted average number of shares outstanding during the year	10,000	10,000
Add: Dilutive effect of stock options	-	-
Weighted average number of shares used to compute diluted EPS	<b>10,000</b>	<b>10,000</b>
Net loss after tax attributable to equity shareholders	(62.49)	(232.13)
Loss per share		
Basic (₹)	(6,248.72)	(23,213.00)
Diluted (₹)	(6,248.72)	(23,213.00)

Nominal value - per equity share in rupees (₹) 10 per Equity Share

**22 Assets pledged as security**

The carrying amounts of assets pledged as security for current borrowings are:

<b>Particulars</b>	<b>31 March 2023</b>	<b>31 March 2022</b>
<b>Current</b>		
<b>Financial assets</b>		
<b>First charge</b>		
Trade receivables	89.56	33.05
Fixed Deposits	11.21	10.22
Balances with Banks	59.72	111.51
<b>Non-financial assets</b>		
<b>First charge</b>		
Inventories	1,532.47	1,196.42
<b>Total current assets pledged as securities</b>	<b>1,692.96</b>	<b>1,351.20</b>

SPL Estates Private Limited  
Notes forming part of Financial Statements  
(All amounts in ₹ millions, unless otherwise specified)

23 Financial instruments

Financial instruments by category

The carrying value and fair value of financial instruments by categories as at 31 March 2023 were as follows :

Particulars	Note	Amortized cost	FVTPL	Total carrying value	Total fair value
<b>Financial assets :</b>					
Cash and cash equivalents	6	79.75	-	79.75	79.75
Trade Receivable	5	89.56	-	89.56	89.56
Other financial assets	7	264.79	-	264.79	264.79
<b>Total financial assets</b>		<b>434.10</b>	<b>-</b>	<b>434.10</b>	<b>434.10</b>
<b>Financial liabilities :</b>					
Borrowings	11	632.57	-	632.57	632.57
Trade Payables	12	81.42	-	81.42	81.42
Other financial liabilities	13	201.24	-	201.24	201.24
<b>Total financial liabilities</b>		<b>915.23</b>	<b>-</b>	<b>915.23</b>	<b>915.23</b>

The carrying value and fair value of financial instruments by categories as at 31 March 2022 were as follows :

Particulars	Note	Amortized cost	FVTPL	Total carrying value	Total fair value
<b>Financial assets :</b>					
Cash and cash equivalents	6	132.64	-	132.64	132.64
Trade Receivable	5	33.05	-	33.05	33.05
Other financial assets	7	233.20	-	233.20	233.20
<b>Total financial assets</b>		<b>398.89</b>	<b>-</b>	<b>398.89</b>	<b>398.89</b>
<b>Financial liabilities :</b>					
Borrowings	11	212.44	-	212.44	212.44
Trade Payables	12	53.97	-	53.97	53.97
Other financial liabilities	13	185.26	-	185.26	185.26
<b>Total financial liabilities</b>		<b>451.67</b>	<b>-</b>	<b>451.67</b>	<b>451.67</b>

Notes to financial instruments

- i. The management has assessed that the fair value of financial assets and other financial liabilities will approximate to the carrying amount largely due to short-term maturity of these instruments.
- ii. The fair value of the financial assets and liabilities is estimated as the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

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**SPL Estates Private Limited**  
**Notes forming part of Financial Statements**  
**(All amounts in ₹ millions, unless otherwise specified)**

**23 Financial instruments(continued)**

**i) Fair value hierarchy**

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three Levels of a fair value hierarchy. The three Levels are defined based on the observability of significant inputs to the measurement, as follows:

**Level 1:** Quoted prices (unadjusted) in active markets for financial instruments.

**Level 2:** The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity specific estimates.

**Level 3:** Inputs for the assets or liabilities that are not based on the observable market data (unobservable inputs)

**ii) Financial instruments measured at fair value as at 31 March 2023**

Particulars	Level 1	Level 2	Level 3	Total
<b>Financial liabilities</b>				-
Redeemable non-convertible debentures	-	-	-	-
<b>Total financial liabilities</b>	-	-	-	-

As at 31 March 2022	Level 1	Level 2	Level 3	Total
<b>Financial liabilities</b>				-
Redeemable non-convertible debentures	-	-	-	-
<b>Total financial liabilities</b>	-	-	-	-

**iii) The following table presents the changes in level 3 items for the year ended 31 March 2023**

Particulars	Redeemable non-convertible debentures
<b>As at 01 April 2021</b>	<b>278.56</b>
Issued during the year	-
Fair value loss on financial instruments at FVTPL	112.41
Prepaid Expenses (Guarantee Premium)	1.54
<b>As at 01 April 2022</b>	<b>392.51</b>
Fair value loss on financial instruments at FVTPL	-
Redeemed during the year	(392.51)
<b>As at 31 March 2023</b>	<b>-</b>

*(this space has been intentionally left blank)*

**24 Financial risk management**  
**Financial risk factors**

The Company's activities expose it to market risk, liquidity risk and credit risk. This note explains the sources of risk to which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

Risk	Exposure arising from	Measurement
Credit risk	Cash equivalents and Other financial assets	Ageing Analysis
Liquidity risk	Borrowings and other financial liabilities	Rolling cash flow forecasts
Market risk – Interest rate	Long-term borrowings at variable rates	Sensitivity analysis

**a. Credit risk**

Credit risk arises from trade receivables and investments.

*Credit risk management*

The company assesses and manages credit risk of financial assets based on the following categories arrived on the basis of assumptions, inputs and factors specific to the class of financial assets.

The Company provides for

Asset group	Description	Provision for expenses credit loss (*)	31 March 2023	31 March 2022
Low credit risk	Cash equivalents and Other financial assets	12 months expected credit loss/life time expected credit loss	434.10	398.89
High credit risk		Life time expected credit loss or fully provided for	-	-

(\*) A default on a financial asset is when the counterparty fails to make contractual payments when they fall due. This definition of default is determined by considering the business environment in which entity operates and other macro-economic factors.

The company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an on-going basis throughout each reporting period. In general, it is presumed that credit risk has significantly increased since initial recognition if the payments are more than 30 days past due.

**Credit risk exposure**

**Provision for expected credit losses**

The company provides for expected credit loss based on 12 month and lifetime expected credit loss basis for following financial assets:

**31 March 2023**

Particulars	Estimated gross carrying amount at default	Expected credit losses	Carrying amount net of impairment provision
Cash equivalents	79.75	-	79.75
Trade Receivables	89.56	-	89.56
Other financial assets	264.79	-	264.79

**31 March 2022**

Particulars	Estimated gross carrying amount at default	Expected credit losses	Carrying amount net of impairment provision
Cash equivalents	132.64	-	132.64
Trade Receivables	33.05	-	33.05
Other financial assets	233.20	-	233.20

The finance function of the Company assesses and manages credit risk based on internal credit rating system. Internal credit rating is performed for each class of financial instruments with different characteristics.

**Expected credit loss for trade receivables under simplified approach**

Trade receivables are secured in the form that the registration of sold residential /commercial units is not processed till the time the company does not receive the entire payment. Hence as the company does not have significant credit risk, it does not present the information related to the ageing pattern.

**SPL Estates Private Limited**  
**Notes forming part of Financial Statements**  
**(All amounts in ₹ millions, unless otherwise specified)**

**b. Liquidity risk**

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by ensuring availability under committed facilities.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the entity operates.

**Maturities of financial liabilities**

The tables below analyse the Company's financial liabilities into relevant maturity groups based on their contractual maturities for all financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows.

Particulars	Less than 1 year	1 year to 5 years	5 years and above	Total	Carrying Amount
<b>31 March 2023</b>					
<b>Non-derivatives</b>					
Borrowings	349.74	388.05	-	737.80	632.57
Trade Payables	78.84	2.57	-	81.41	81.41
Other financial liabilities	105.90	95.34	-	201.24	201.24
<b>Total</b>	<b>534.49</b>	<b>485.97</b>	<b>-</b>	<b>1,020.45</b>	<b>915.22</b>
<b>31 March 2022</b>					
<b>Non-derivatives</b>					
Borrowings	330.15	490.76	-	820.91	683.35
Trade Payables	52.51	1.46	-	53.97	53.97
Other financial liabilities	185.26	-	-	185.26	185.26
<b>Total</b>	<b>567.92</b>	<b>492.22</b>	<b>-</b>	<b>1,060.14</b>	<b>922.58</b>

**c. Interest rate risk**

The Company's fixed rate borrowings are carried at amortized cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, 'Financial Instruments - Disclosures', since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

The Company's variable rate borrowing is subject to interest rate. Below is the overall exposure of the borrowing:

Particulars	31 March 2023	31 March 2022
Fixed rate borrowing	632.57	683.35
	<b>632.57</b>	<b>683.35</b>

**25 Corporate social responsibility expenses**

Since the Company does not meet the criteria specified in Section 135 of the Companies Act, 2013, the Company is not required to spend any amount on activities related to corporate social responsibility for the year ended 31 March 2023 and 31 March 2022.

**26 Segment reporting**

The Company is engaged in the development and construction of residential properties which is considered to be the only reportable business segment as per Ind AS 108, 'Segment Reporting'. The Company operates primarily in India and there is no other significant geographical segment.

**27 Capital Management**

The Company's objectives when managing capital are to:

Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Company monitors its capital using gearing ratio, which is net debt divided by total equity. Net debt includes long term borrowings, short term borrowings, current maturities of long term borrowings less cash and cash equivalents and other bank balances.

Particulars	31 March 2023	31 March 2022
Short term borrowings	632.57	683.35
Less: Cash and cash equivalents	79.75	132.64
Net debt	552.82	550.71
Total equity	(589.35)	(526.86)
Gearing ratio	(0.94)	(1.05)

Note:

(i) Equity includes all capital and reserves of the Company that are managed as capital

(ii) Debt is defined long term and short term borrowings

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately recall loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current year.

No changes were made in the objectives, policies or processes for managing capital during the year ended 31 March 2023 and March 2022.

**28 Additional disclosures as required under Ind AS 115**

**A Contract balances**

The following table provides information about receivables and contract liabilities from contract with customers:

Particulars	31 March 2023	31 March 2022
<b>Contract liabilities</b>		
Advance from customers	1,172.80	652.58
Share of built-up area payable to land owners	861.77	845.34
Deferred revenue	-	-
Unearned revenue	-	-
<b>Total contract liabilities</b>	<b>2,034.57</b>	<b>1,497.92</b>
<b>Receivables</b>		
Trade receivables	89.56	33.05
Revenue share receivable	-	-
<b>Total receivables</b>	<b>89.56</b>	<b>33.05</b>

Contract asset is the right to consideration that is conditional upon factors other than the passage of time. Contract assets are initially recognised for revenue earned from property under development rendered. Upon billing of invoice, the amounts recognised as contract assets are reclassified to trade receivables. During the year ended 31 March 2023, the Company does not have any contract assets (conditional upon factors other than passage

Contract liability is the entity's obligation to transfer goods or services to a customer for which the entity has received consideration from the customer in advance. Contract liabilities are recognised as revenue as and when the performance obligation is satisfied. Contract liabilities include amounts received as part payment from customers on conditional exchange of contracts relating to sale of units of property towards the purchase at completion

**B Significant changes in the contract liabilities balances during the year are as follows:**

Particulars	31 March 2023		31 March 2022	
	Contract liabilities		Contract liabilities	
	Advances from customers	Payable to Land owner	Advances from customers	Payable to Land owner
<b>Opening balance</b>	652.58	845.34	422.26	572.80
Addition during the year	520.22	73.99	230.32	300.38
Revenue recognised during the year	-	(57.56)	-	(27.84)
<b>Closing balance</b>	<b>1,172.80</b>	<b>861.77</b>	<b>652.58</b>	<b>845.34</b>

**C Reconciliation of revenue recognised with contract revenue:**

Particulars	31 March 2023	31 March 2022
Contract revenue	57.56	27.84
Adjustment for:		
(a) Subvention cost(*)	-	-
(b) Compensation(#)	-	-
<b>Revenue recognised</b>	<b>57.56</b>	<b>27.84</b>

\* Subvention cost represent the expected cash outflow under the arrangement determined basis time elapsed.

# Compensation is determined as per contractual terms for the year of period in handing over the control of property.

**D The performance obligation of the Company in case of sale of apartments is satisfied once the project is completed and control is transferred to the customers. The customer makes the payment at contract price as per the installment stipulated in the customer's agreement which can be cancelled by the customer at his convenience.**

The transaction price of the remaining performance obligations (unsatisfied or partially unsatisfied) as at 31 March 2023 is ₹3,328.92 million (31 March 2022 is ₹ 2,279.05) million. The same is expected to be recognised within 1 to 4 years.

**SPL Estates Private Limited**  
**Notes forming part of Financial Statements**  
**(All amounts in ₹ millions, unless otherwise specified)**

**29 Related party transactions**

**(i) Parties exercising control**

Bengal Shriram Hitech City Private Limited - Holding Company  
Shriram Properties Limited - Ultimate Holding Company

**(ii) Key Managerial Personnel**

K R Ramesh	Director
Gopalakrishnan Jagadeeswaran	Director
Sundaram Balasubramanian (till 11-02-2022)	Director
Ram Shankar Venkataraman (w.e.f 11-02-2022)	Director

**I Balances with related parties as on date are as follows**

Nature of Transaction	31 March 2023	31 March 2022
<b>Loans taken by company</b>		
Shriram Properties Limited	6.93	6.64
Bengal Shriram Hitech City Private Limited	143.45	205.80
<b>Revenue Share payable to land owners</b>		
Bengal Shriram Hitech City Private Limited	692.44	845.34
<b>Advances towards Joint Development Agreement</b>		
Bengal Shriram Hitech City Private Limited	264.23	232.80

**II The transactions for the year with the related parties are as follows**

Nature of Transaction	31 March 2023	31 March 2022
<b>Loans taken by company</b>		
Shriram Properties Limited	13.97	16.56
Bengal Shriram Hitech City Private Limited	115.24	69.28
<b>Loans repaid by the company</b>		
Shriram Properties Limited	14.51	14.39
Bengal Shriram Hitech City Private Limited	203.54	46.08
<b>Interest Expense</b>		
Shriram Properties Limited	0.82	0.83
Bengal Shriram Hitech City Private Limited	25.95	23.31
<b>Administrative Expense</b>		
Bengal Shriram Hitech City Private Limited	-	49.77
<b>Guarantee Commission Expense</b>		
Bengal Shriram Hitech City Private Limited	2.64	7.87
<b>Advances towards Joint Development Agreement</b>		
Bengal Shriram Hitech City Private Limited	31.43	27.69

*(this space has been intentionally left blank)*

**SPL Estates Private Limited**  
**Notes forming part of Financial Statements**  
**(All amounts in ₹ millions, unless otherwise specified)**

**Additional disclosures as required by Schedule III**

- 30** The Company has used the borrowings from banks and financial institutions for the specific purpose for which it was taken at the balance sheet date.
- 31** The Company does not have Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, that are:  
(a) repayable on demand or  
(b) without specifying any terms or year of repayment
- 32** The proceedings haven't been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder as at the balance sheet date.
- 33** The Company has borrowings from banks or financial institutions on the basis of security of current assets and Quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts
- 34** The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.
- 35** The Company does not have any charges or satisfaction yet to be registered with ROC beyond the statutory year as at the balance sheet date.
- 36** The Company is not a holding company and is not required to comply with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017 as at 31st March 2023.
- 37 Ratios required as per Schedule III requirements**

Ratio Name	Numerator	Denominator	Ratio (2022-23)	Ratio (2021-22)	% of change	Explanation
Current Ratio	Current Assets	Current Liabilities	0.75	0.73	2.91%	NA
Debt Equity Ratio	Total Debt	Shareholder's fund	(1.07)	(1.30)	(17.25%)	NA
Debt Service Coverage Ratio	EBID*	Debt Service#	0.40	1.08	(63.35%)	refer note (a)
Return on Equity Ratio	Net Profit after taxes	Average Shareholder's equity	NA	NA	NA	refer note (b)
Inventory Turnover ratio	Cost of revenue	Average Inventory	NA	NA	NA	refer note (c)
Trade Receivables Turnover Ratio	Revenue from operations	Average trade receivables	NA	NA	NA	refer note (d)
Trade payables Turnover Ratio	Material and construction cost	Average trade Payables	4.47	2.83	58.10%	refer note (e)
Net Capital Turnover Ratio	Revenue from operations	Working capital	(0.08)	(0.04)	(87.32%)	refer note (f)
Net Profit Ratio	Net Profit after taxes	Revenue from operations	(1.09)	(8.34)	86.98%	refer note (g)
Return on Capital Employed	EBIT	Capital Employed (^)	0.97	(1.22)	179.91%	refer note (h)
Return on investment	Interest income on bank deposits	Average Deposits	0.05	0.11	(52.68%)	refer note (i)

\* EBID= Net profit after tax+non cash operating expenditure(Depreciation, Amortization)+Other Adjustments(loss/profit on sale of FA)+interest

# Debt Service=DebtInterest+lease payments +Principal repayments current year maturity

^ Capital Employed= Tangible networth+Total Debt+Deferred Tax Liability

**Note:**

- Debt Service coverage ratio is affected mainly on account of principal repayment of loan
- Return on equity ratio is not applicable due to negative shareholder's fund.
- Inventory turnover ratio is not applicable on account of land owner's share of inventory being Nil.
- Trade receivables turnover ratio is not applicable as there are no trade receivables pertaining to Landowner share of revenue recognition.
- Trade payables Turnover ratio has increased mainly on account of project progress within credit period limit.
- Capital Turnover ratio is impacted due to Landowner share of revenue recognition.
- Improvement in Net profit ratio is due to recognition of higher revenue pertaining to Landowner share
- Increase in Return on capital employed is primarily on account of decrease in operating expenses in the current year
- Reduction in Return on investment is on account of no investments in deposits in current year.

**SPL Estates Private Limited**  
**Notes forming part of Financial Statements**  
**(All amounts in ₹ millions, unless otherwise specified)**

- 38 The Company has not entered into any scheme of Arrangements that has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013 or Section 560 of companies Act, 1956 as at 31st March 2023.
- 39 The Company has neither advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies) , including foreign entities (Intermediaries) nor received with the understanding (whether recorded in writing or otherwise) that the Intermediary shall  
(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company/Funding party (Ultimate Beneficiaries) or  
(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;
- 40 The Company doesn't have any transaction not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- 41 The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year 31st March 2023.
- 42 **Events occurring after the reporting date**  
No adjusting or significant non-adjusting events have occurred between 31 March 2023 and the date of authorization of these financial statements.
- 43 There are no employees in the Company. Hence, disclosures as required under Ind AS 19- 'Employee Benefits' is not applicable to the Company.
- 44 The Company has not incurred any expenditure in foreign currency during the year.
- 45 The Company did not have any imports during the year.
- 46 The Company did not have any earnings in foreign currency during the year.
- 47 During the year ended 31 March 2023, no material foreseeable loss was incurred for any long-term contract including derivative contracts.
- 48 Unhedged foreign currency exposure as at balance sheet date is Nil.
- 49 Previous year figures have been regrouped/rearranged wherever necessary.
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As per our report of even date attached.

**For Abarna & Ananthan**  
*Chartered Accountants*  
Firm registration number: 000003S

sd/-  
**S Ananthan**  
Partner  
Membership No.: 026379

Bengaluru  
27 May 2023

**for and on behalf of the Board of Directors of**  
**SPL Estates Private Limited**

sd/-  
**Gopalakrishnan J**  
Director  
DIN: 02354467

Bengaluru  
27 May 2023

sd/-  
**Ramesh K R**  
Director  
DIN: 02058969

Bengaluru  
27 May 2023