

Tolia & Associates

Chartered Accountants

B/7, Madhu Parag, Road 4, 69 Swastik Society, JVPD Scheme, Vile Parle (West), Mumbai 400056.

Independent Auditors' Report

To The members of,
Farewell Real Estates Private Limited,

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Farewell Real Estates Private Limited ('the Company') which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss and Statement of cash flows for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020 and profit, and its cash flows for the year ended on that date.

Basis for opinion

We conducted our audit of standalone financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the standalone 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 Companies Act, 2013 and the Rules there under, 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 on the Standalone financial statements.

Emphasis of Matter

We draw attention to Note 13 of the accompanying standalone financial statements, which describes the management's evaluation of impact of uncertainties related to COVID-19 and its consequential effects on the operations of the Company.

Our opinion is not modified in respect of this matter.

Key audit matters

Reporting of key audit matters as per SA 701, Key Audit Matters are not applicable to the Company as it is an unlisted company.



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Information Other than the Standalone Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report 2019-20, but does not include the Standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for 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 and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act as amended. 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 the 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, 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 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 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.



Farewell Real Estates Private Limited			
CIN: U70200MH1994PTC081027			
Balance Sheet as at March 31, 2020			
Particulars	Note	As at March 31, 2020	As at March 31, 2019
		Rs.	Rs.
A EQUITY AND LIABILITIES			
1 Shareholders' funds			
Share capital	3	6,91,00,000	6,91,00,000
Reserves and surplus	4	(8,24,666)	(8,69,592)
		6,82,75,334	6,82,30,408
2 Current liabilities			
Short term borrowings	5	3,74,23,121	3,73,58,121
Trade payables			
total outstanding dues of micro and small enterprises	6	-	-
total outstanding dues of creditors other than micro and small enterprises		11,800	26,800
Other current liabilities-Statutory dues		8,000	-
		3,74,42,921	3,73,84,921
Total		10,57,18,255	10,56,15,329
B ASSETS			
1 Non-current asset			
Other non current assets			
-Unsecured, considered good-fixed deposit-bank		25,89,000	25,89,000
		25,89,000	25,89,000
2 Current assets			
Inventories	7	10,20,16,104	10,20,16,104
Cash and bank balances	8	6,16,465	6,63,990
Short-term loans and advances	9	42,725	51,798
Other current assets-interest accrued on fixed deposits		4,53,961	2,94,437
		10,31,29,255	10,30,26,329
Total		10,57,18,255	10,56,15,329

Notes 1 to 16 referred above form an integral part of the financial statements

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In terms of our report attached
For Tolia & Associates
Chartered Accountants
Firm Registration Number:111017W



Kiran P. Tolia
Proprietor
Membership Number: 043637
UDIN:20043637AAAAFY2797

Date : September 23, 2020



For and on behalf of the Board of Directors of
Farewell Real Estates Private Limited



Nilesch Modi
Director
DIN : 02213007



Jatin Mehta
Director
DIN :07285526



Date : September 23, 2020

Farewell Real Estates Private Limited			
CIN: U70200MH1994PTC081027			
Statement of Profit and Loss for the year ended March 31, 2020			
Particulars	Note	For the year	For the year
		2019-20	2018-19
		Rs.	Rs.
A Income			
Revenue from operations		-	-
Other income:			
-interest on fixed deposit/income tax refund		1,77,921	1,68,693
Total revenue		1,77,921	1,68,693
B Expenses			
Payment to employees-salary		-	60,000
Cost of revenue	10	-	-
Other expenses	11	1,22,995	1,12,839
Total expenses		1,22,995	1,72,839
Profit/(loss) before tax		54,926	(4,146)
Tax expenses			
Current tax		10,000	-
Profit for the year		44,926	(4,146)
Earnings per equity share [Nominal value of shares Rs.10(Previous Year Rs.10)]			
Weighted number of shares used for calculating earnings per share		6,91,00,000	1,79,984
Basic and diluted		0.00	(0.02)

Notes 1 to 16 referred above form an integral part of the financial statements

In terms of my Report attached.

For **Tolia & Associates**
Chartered Accountants
Firm Registration Number:111017W

Kiran P. Tolia

Kiran P. Tolia
Proprietor
Membership Number: 043637
UDIN:20043637AAAAFY2797

Place : Mumbai
Date : September 23, 2020



For and on behalf of the Board of Directors of
Farewell Real Estates Private Limited

Nilesh Modi

Nilesh Modi
Director
DIN : 02213007

Jatin Mehta

Jatin Mehta
Director
DIN :07285526



Place : Mumbai
Date : September 23, 2020

Farewell Real Estates Private Limited

CIN: U70200MH1994PTC081027

Cash Flow Statement for the year ended March 31, 2020

	For the year ended	For the year ended
	March 31, 2020	March 31, 2019
	Rs.	Rs.
A Cash flow from operating activities		
Net (loss) before taxation	54,926	(4,146)
Adjustments for:		
Interest income	(1,77,921)	(1,68,693)
Operating profit before working capital changes	(1,22,995)	(1,72,839)
Adjustments for:		
Decrease in the value of inventories	-	-
Increase/(decrease) in value of trade and other payables	(7,000)	6,800
Cash generated from/(used in) operations	(1,29,995)	(1,66,039)
Taxes paid (net of refunds, if any)	9,073	(879)
Net cash (used in) operating activities	(1,20,922)	(1,66,918)
B Cash flow from financing activities		
Proceeds of short term borrowings	65,000	1,50,000
Net cash generated from financing activities	65,000	1,50,000
C Cash flow from investing activities		
Interest income	18,397	17,519
Net cash from investing activities	18,397	17,519
Net increase/(decrease) in cash and cash equivalents	(37,525)	601
Cash and cash equivalents (opening)	6,63,990	6,63,389
Cash and cash equivalents (closing)	6,16,465	6,63,990
Net increase/(decrease) as disclosed above	(47,525)	601
Notes:		
1 Brackets indicate a cash outflow or deduction.	-10,000.16	
2 (closing):		
	As at	As at
	March 31, 2020	March 31, 2019
	Rs.	Rs.
Cash on hand	1,969	1,969
Bank balances:		
With banks on - Current accounts	6,14,496	6,62,021
Cash and cash equivalents as shown above	6,16,465	6,63,990
The accompanying notes 1 to 16 are an integral part of the Financial Statements		

In terms of our report attached

For **Tolia & Associates**
Chartered Accountants
Firm Registration Number:111017W

Kiran P. Tolia
Kiran P. Tolia
Proprietor
Membership Number: 043637
UDIN:20043637AAAAFY2797

Place: Mumbai
Date : September 23, 2020



For and on behalf of the Board of Directors of
Farewell Real Estates Private Limited

N. Himachal *J. Y. Mehta*
Nilesh Modi **Jatin Mehta**
Director Director
DIN : 02213007 DIN :07285526

Place: Mumbai
Date : September 23, 2020



Farewell Real Estates Private Limited

Notes forming part of the financial statements for the year ended March 31, 2020

1 Background and nature of operations

Farewell Estates Private Limited (the 'Company') was incorporated in Mumbai, India on September 12, 1994 as a private limited company under the 'Companies Act, 1956' (the 'Act') and its business activity is that of real estate development.

2 Accounting policies

Significant accounting policies are summarised below:

2.1 Basis of accounting and preparation of financial statements

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

2.2 Use of estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

2.3 Revenue recognition

Revenue from operations is recognized to the extent that it is probable that the economic benefits will flow to the Company and it can be reliably measured.

2.4 Inventories

Real estate project under development is stated at lower of cost and net realisable value.

2.5 Investments

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. If an investment is acquired in exchange for another asset, the acquisition is determined by reference to the fair value of the asset given up or by reference to the fair value of the investment acquired, whichever is more clearly evident.

Investments, which are intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

Current investments are stated at lower of cost and market / fair value.



Farewell Real Estates Private Limited

Notes forming part of the financial statements for the year ended March 31, 2020

Long-term investments are stated at cost. When there is a diminution, other than temporary, in the value of long-term investment, a provision is made to recognize such diminution in the carrying amount on an individual investment basis. On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the Statement of Profit and Loss.



Farewell Real Estates Private Limited

Notes forming part of the financial statements for the year ended March 31, 2020

2.6 Taxes on income

Current tax

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

In the year in which the MAT credit becomes eligible to be recognised as an asset in accordance with the recommendations contained in Guidance Note issued by the ICAI, the said asset is created by way of a credit to the Statement of Profit and Loss and shown as MAT Credit Entitlement in the Balance Sheet.

Deferred tax

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised only if there is virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.

2.7 Earnings per share

The basic earnings per share is computed by dividing the net profit or loss attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders (after deducting attributable taxes) and the weighted average number of equity shares outstanding during the year are adjusted for effects of all dilutive potential equity shares, except where the results are anti-dilutive as on the balance sheet date.



Farewell Real Estates Private Limited

Notes forming part of the financial statements for the year ended March 31, 2020

Note 3 : Share capital

Particulars	As at March 31, 2020		As at March 31, 2019	
	Number of shares	Rs.	Number of shares	Rs.
Authorised:				
Equity shares of Rs.10 (Rs.10) each	69,10,000	6,91,00,000	69,10,000	6,91,00,000
Issued, subscribed and fully paid up:				
Equity shares of ₹ 10 (₹ 10) each	69,10,000	6,91,00,000	69,10,000	6,91,00,000
Total	69,10,000	6,91,00,000	69,10,000	6,91,00,000

Terms/rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the distribution of net assets to equity holders will be in proportion to the number of equity shares held by the shareholders.

Reconciliation of equity shares outstanding at the beginning and at the end of the reporting year's is set out below:

Particulars	As at March 31, 2020		As at March 31, 2019	
	Number of shares held	Rs.	Number of shares held	Rs.
Outstanding at the beginning of the year	69,10,000	6,91,00,000	69,10,000	6,91,00,000
Outstanding at the end of the year	69,10,000	6,91,00,000	69,10,000	6,91,00,000

Shareholders holding more than 5% of the paid up equity share capital of the Company:

Particulars	As at March 31, 2020		As at March 31, 2019	
	Number of shares held	% of holding	Number of shares held	% of holding
Mukesh Maganlal Doshi	69,05,000	99.93%	69,05,000	99.93%



Farewell Real Estates Private Limited

Notes forming part of the financial statements for the year ended March 31, 2020

Note 4 : Reserves and surplus:

Particulars	As at March 31, 2020	As at March 31, 2019
	Rs.	Rs.
(Deficit) in statement of profit and loss		
Opening balance	(8,69,592)	(8,65,446)
Add: Profit/(loss) for the year	44,926	(4,146)
Closing balance	(8,24,666)	(8,69,592)
Total	(8,24,666)	(8,69,592)

Note 5 : Short term borrowings

Particulars	As at March 31, 2020	As at March 31, 2019
	Rs.	Rs.
Unsecured		
Intercompany deposit (interest free and repayable on demand)	3,74,23,121	3,73,58,121
Total	3,74,23,121	3,73,58,121

Note 6 : Trade payables:

Particulars	As at March 31, 2020	As at March 31, 2019
	Rs.	Rs.
Total outstanding dues of micro and small enterprises(Refer Note 6.1)	-	-
Total outstanding of creditors other than micro and small enterprises	11,800	26,800
Total	11,800	26,800

Note 6.1: Disclosure under the Micro ,Small and Medium Enterprises Development Act, 2006 :

Particulars	As at March 31, 2020	As at March 31, 2019
	Rs.	Rs.
the principal amount remaining unpaid to any supplier at the end of the accounting year.	-	-
Interest due thereon remaining unpaid to any supplier as at the end of the accounting year.	-	-
the amount of interest paid along with the amount of the payment made to the supplier beyond the appointed day.	-	-
the amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
the amount of interest accrued and remaining unpaid; and	-	-
the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid.	-	-



Farewell Real Estates Private Limited

Notes forming part of the financial statements for the year ended March 31, 2020

Note 7 : Inventories:

Particulars	As at March 31, 2020	As at March 31, 2019
	Rs.	Rs.
Real estate project under development	10,20,16,104	10,20,16,104
Total	10,20,16,104	10,20,16,104

Note 8 : Cash and bank balances:

Particulars	As at March 31, 2020	As at March 31, 2019
	Rs.	Rs.
Cash and cash equivalents		
Cash in hand	1,969	1,969
Balances with banks:		
- In current accounts	6,14,496	6,62,021
Total	6,16,465	6,63,990

Note 9 : Short-term loans and advances:

Particulars	As at March 31, 2020	As at March 31, 2019
	Rs.	Rs.
Unsecured, considered good		
Sundry deposits	35,000	35,000
Tax deducted at source	7,725	16,798
Total	42,725	51,798

Note 10 : Cost of revenue:

Particulars	For the year 2019	For the year 2018
	20	19
	Rs.	Rs.
Costs incurred during the year (a)	-	-
(Increase) in real estate project under development		
Opening inventory	-	10,20,16,104
Closing inventory	-	10,20,16,104
(b)	-	-
Total (a+b)	-	-

Note 11 : Other expenses

Particulars	For the year 2019	For the year 2018
	20	19
	Rs.	Rs.
Miscellaneous expenses	10,195	83,039
Professional fees	1,01,000	18,000
Payment to auditors for Statutory audit	11,800	11,800
Total	1,22,995	1,12,839



Farewell Real Estates Private Limited

Notes forming part of the financial statements for the year ended March 31, 2020

12 Related party transactions :

a Details of related parties:

Description of relationship	Names of related parties
Key management personnel (KMP)	Nilesh Modi
Directors	Dilip Thakur (upto 13.4.19) , Swapnil Kulkarni (upto 13.4.19), Nilesh Modi, Jatin Mehta (from 28.3.19)
Shareholders having substantial interest	Harsha Doshi , Mukesh Doshi
Company in which shareholders having substantial interest can exercise significant influence	Crystal City Mall Private Limited

There are various entities under control/significant influence of parties stated above since there are no transactions by/with company the same are not reported.

b Transactions with related parties:

Particulars	2019-20	2018-19
	Rs.	Rs.
Short term borrowings		
Company in which shareholders having substantial interest can exercise significant influence	65,000	1,50,000
Short term loans given now received back/repaid		
Entity in which shareholders having substantial interest can exercise significant influence	-	4,00,000

c Amounts outstanding for related parties:

Particulars	As at March 31, 2020 (Rs.)	As at March 31, 2019 (Rs.)
Short term borrowings		
Company in which shareholders having substantial interest can exercise significant influence	3,74,23,121	3,73,58,121

- 13 The outbreak of Coronavirus (COVID-19) pandemic is causing disturbance and slowdown of economic activity throughout the world and is impacting operations of the businesses. The Company has considered the possible effects that may result from the pandemic relating to COVID-19. According to the management, there will not be any impact on these financial statements and/or on the business of the company.
- 14 In absence of virtual certainty of future taxable profits of the Company, no deferred tax asset is recognised on the un-absorbed losses of the Company.
- 15 Previous year's figures are regrouped/ restated, wherever necessary.
- 16 The Company is entitled to MAT credit as per provisions of section 115 (JAA) of the Income Tax Act, 1961 of earlier years. The same will be accounted as and when availed.

In terms of our report attached

For Tolia & Associates
Chartered Accountants
Firm Registration Number:111017W

Kiran P. Tolia
Proprietor
Membership Number: 043637
UDIN:20043637AAAAFY2797

Place : Mumbai
Date : September 23, 2020



For and on behalf of the Board of Directors of
Farewell Real Estates Private Limited

Nilesh Modi
Director
DIN : 02213007

Jatin Mehta
Director
DIN :07285526

Place : Mumbai
Date : September 23, 2020

