

M H S & Associates

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INDEPENDENT AUDITOR'S REPORT

To the Members of TRUEWIN REALTY LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of TRUEWIN REALTY LIMITED ('the Company'), which comprise the Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013('the Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under Section 133 of the Act, of the state of affairs (financial position) of the Company as at 31st March, 2023, and its loss (financial performance including other comprehensive income), its cash flows and changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ('SAs') specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the 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.

Emphasis of Matter

1. We draw attention to note no. 36 in the statement with regards to exceptional item of Rs.988.85 lakhs with regards to provision towards penal interest and other dues on delay payment of non-convertible debentures. Our opinion is not modified in respect of this matter.
2. We draw attention to note no. 2(I) and note no. 37 in the statement, which describes the basis of accounting. As a result, the financial statements have been prepared on a liquidation basis. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the financial year ended 31st March, 2023. These matters



were addressed in the context of our audit of the financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

For each matter below, our description of how our audit addressed the matter is provided in that context. We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

| Key Audit Matters | How our audit addressed the key audit matter |
|---|--|
| Assessing the carrying value of Inventory (as described in note 6 of the financial statements) | |
| As at 31st March, 2023, the carrying value of the inventory of real estate projects is Rs.1,822.63 lakhs. The inventories are held at the lower of the cost and net realisable value. The cost of the inventory is calculated using actual land acquisition costs, construction costs, development related costs and interest capitalised for eligible projects. We identified the assessment of whether carrying value of inventory were stated at the lower of cost and net realizable value ("NRV") as a key audit matter due to the significance of the balance to the financial statements as a whole and the involvement of estimations in the assessment. The determination of the NRV involves estimates based on prevailing market conditions and taking into account the estimated future selling price, cost to complete projects and selling costs. | <p>Our audit procedures included considering the the Company's accounting policies with respect to valuation of inventories in accordance with Ind AS 2 "Inventories".</p> <p>We performed test of controls over process of valuation of inventory and authorization for inventory write down.</p> <p>We performed the following test of details:</p> <ul style="list-style-type: none"> - Assessed the methods used by the management, in determining the NRV of ongoing and completed real estate projects. - Obtained, read and assessed the management's process in estimating the future costs to completion for stock of ongoing projects. - Discussed with management the life cycle of the project, key project risks, changes to project strategy, current and future estimated sales prices, construction progress and impairment. - Compared the construction costs to the budget and to other the similar projects. - Compared the NRV to recent sales in the project or to the estimated selling price in the nearby properties. |

We have determined that there are no other key audit matters to communicate in our report.



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 Director's Report but does not include the financial statements and our auditor's report thereon.

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

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

The Director's Report is not made available to us at the date of this auditor's report. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The accompanying financial statements have been approved by the Company's Board of Directors. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs (financial position), profit or loss (financial performance including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the management and the Board of Directors are 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 and the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the 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 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 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 financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern;
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements for the financial year ended 31st March, 2023 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be



communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. The Company has not paid or provided for any managerial remuneration during the year. Accordingly, reporting under Section 197(16) of the Act is not applicable.
2. As required by the Companies (Auditor's Report) Order, 2020 ('the Order'), issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the 'Annexure A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
3. Further to our comments in Annexure A, as required by Section 143(3) of the Act, based on our audit, we report, to the extent applicable, 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 of the accompanying financial statements;
 - (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 financial statements dealt with by this report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - (e) On the basis of the written representations received from the directors and 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 with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure B';
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with 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 as at 31st March, 2023;
 - (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31st March, 2023;
 - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31st March, 2023;
 - (iv)
 - a) The management has represented that, to the best of its knowledge and belief, as disclosed in note 43 to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person(s) or entity(ies), including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary 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 ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;

- b) The management has represented that, to the best of its knowledge and belief, as disclosed in note 44 to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('the 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; and
- c) Based on the such audit procedures performed, as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations made in sub clause (a) and (b) contain any material misstatement; and
- (v) The Company has not declared or paid dividend during the year, accordingly reporting under clause (f) of Companies (Audit and Auditors) Amendment Rules, 2021 is not applicable to the Company.

For M H S & Associates
Chartered Accountants
ICAI Firm Reg. No.: 141079W

(Mayur H. Shah)
Partner
Membership No. 147928



Mumbai: 24th May, 2023
UDIN: 23147928BGRYFA9899

Annexure A to the Independent Auditor's Report of even date to the members of TRUEWIN REALTY LIMITED, on the financial statements for the year ended 31st March, 2023

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- (i)
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of its property, plant and equipment and its tangible assets.
 - (b) The Company has a programme of physical verification of its fixed assets under which all fixed assets are verified in a phased manner. In our opinion, the periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed in such verification.
 - (c) The Company does not hold any immovable property as fixed assets. Accordingly, the provisions of paragraph 3(i)(c) of the Order are not applicable.
 - (d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) and intangible assets during the year.
 - (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no proceedings have been initiated against the Company for holding Benami property under the "Benami Transactions (Prohibition) Act, 1988 and Rules made there under.
- (ii)
 - a) The Inventories have been physically verified during the year by the management. In our opinion, the frequency of such verification is reasonable and no material discrepancies between physical inventory and book records were noticed on physical verification.
 - b) During the year, the company did not have working capital limits sanctioned in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets; accordingly the provisions of paragraph 3(ii)(b) of the Order are not applicable to the Company;
- (iii) During the year, the Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnerships or other parties, accordingly the provisions of paragraph 3(iii)(a) to (f) of the Order are not applicable to the Company.
- (iv) In our opinion, the Company has not entered into any transaction covered under Section 185 and 186 of the Act, accordingly the provisions of paragraph 3(iv) of the Order are not applicable to the Company.



- (v) the Company has not accepted any deposits from the public to which the directives issued by the Reserve Bank of India and the provisions of Section 73 to Section 76 or any other relevant provisions of the Act and the rules framed there under apply.
- (vi) The Central Government has prescribed the maintenance of cost records for the products/services of the Company under sub-section (1) of Section 148 of the Act and the rules framed there under. However, as represented by the management of the Company, these records are not required to be made and maintained in case the projects are only residential in nature. Accordingly, the Management has not made and maintained the prescribed accounts and records.
- (vii)
- (a) Undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other material statutory dues, as applicable, have generally been regularly deposited to the appropriate authorities, though there has been slight delay in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.
- (b) There are no dues outstanding in respect of Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess that have not been deposited with the appropriate authorities on account of any dispute.
- (viii) There are no transactions that were not recorded in the books of accounts, which have been surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961.
- (ix)
- (a) The Company has no loans or borrowings from bank and financial institution. The Company has defaulted in the repayment of dues to debenture holders as under:

| Nature of Borrowing including debt securities | Name of lender | Amount not paid on due date | Whether principal or interest | No. of days delay or unpaid | Remarks, if any |
|---|---|-----------------------------|-------------------------------|---|---|
| Debentures | ICICI Prudential Real Estate AIF II & Other certain investors | Rs. 4845.00 lakhs | Principal | Rs.355.82 lakhs paid on 21 st April, 2022 Rs.104 lakhs paid on 16 th December, 2022 Rs.1396 lakhs paid on 7 th February, 2023 Rs.1500 lakhs paid on 23 rd March, 2023 Rs.1489.18 lakhs unpaid w.e.f. 31 st May, 2021 | Refer Note No. 15, 16, 18, 36 & 37 to the financial statements. |



| | | | | | |
|------------|--|-------------------|--|---|---|
| Debentures | ICICI Prudential Real Estate AIF II & Others | Rs. 7458.60 lakhs | Default IRR, Forfeiture Amount etc. (including interest) | Ongoing w.e.f. 30 th September, 2021 | Refer Note No. 15, 16, 18, 36 & 37 to the financial statements. |
|------------|--|-------------------|--|---|---|

- (b) The Company has not been declared as a willful defaulter by any bank or financial institution or other lender.
- (c) Term loans availed by the Company were, applied by the Company during the year for the purposes for which the loans were obtained.
- (d) No funds raised on short-term basis have been used for long-term purposes by the company.
- (e) The Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

(x)

- (a) The company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the provisions of paragraph 3(x)(a) of the Order are not applicable to the Company.
- (b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partly or optionally convertible) during the year. Accordingly, the provisions of paragraph 3(x)(b) of the Order are not applicable to the Company.

(xi)

- (a) No fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (b) No report under sub-section 12 of Section 143 of the Companies Act has been filed by us in Form ADT 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014 with the Central Government.
- (c) As represented to us by the management, there are no whistle blower complaints received by the company during the year.

(xii) In our opinion, the Company is not a Nidhi Company. Accordingly, the provisions of paragraph 3(xii) of the Order are not applicable.

(xiii) In our opinion, all transactions with the related parties are in compliance with Section 177 and Section 188 of the Act, where applicable and requisite details have been disclosed in the financial statements, as required by the applicable Ind AS.

(xiv) In our opinion and based on our examination, though the company is required to have an internal audit system under Section 138 of the Act, it does not have the same established for the year.

(xv) In our opinion during the year the company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of Section 192 of the Companies Act, 2013 are not applicable to the company.



- (xvi) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of paragraph 3(xvi)(b) to (d) of the Order are not applicable to the Company.
- (xvii) In our opinion, the Company has incurred a cash loss of Rs.357.08 lakhs in the current financial year and of Rs.532.70 lakhs in the immediately preceding financial year.
- (xviii) According to the information and explanations given to us and based on our examination of the records of the Company, there has not been any resignation of the statutory auditors of the company during the year.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, 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, in our opinion the 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 further state that our reporting is based on the facts up to the date of the audit report.
- (xx) The Company is not covered under the provisions of section 135(1) of the Companies Act, accordingly the provisions of paragraph 3 (xx) of the Order are not applicable to the Company.
- (xxi) The Company does not have any subsidiaries, associates or joint ventures and is not required to prepare consolidated financial statements, hence the provisions of paragraph 3 (xxi) are not applicable to the Company.

For M H S & Associates

Chartered Accountants

ICAI Firm Registration No. 141079W

(Mayur H. Shah)

Partner

Membership No. 147928



Mumbai: 24th May, 2023

UDIN: 23147928BGRYFA9899

Annexure B to the Independent Auditor's Report of even date to the members of TRUEWIN REALTY LIMITED on the internal financial controls with reference to the financial statements for the year ended 31st March, 2023 under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

In conjunction with our audit of the financial statements of TRUEWIN REALTY LIMITED ('the Company') as of and for the year ended 31st March, 2023, we have audited the internal financial controls with reference to financial statements of the Company as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

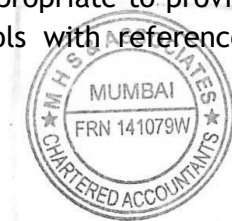
The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 for the Audit of the Internal Financial Controls with Reference to Financial Statements

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India ('ICAI') prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ('the Guidance Note') issued by the ICAI. 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 with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, 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 with reference to financial statements.



Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements 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 financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

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

For M H S & Associates

Chartered Accountants

ICAI Firm's Reg. No.: 141079W

(Mayur H. Shah)

Partner

Membership No.: 147928



Mumbai: 24th May, 2023

UDIN: 23147928BGRYFA9899

TRUEWIN REALTY LIMITED
Balance Sheet as at 31st March 2023

Rs. in Lakhs

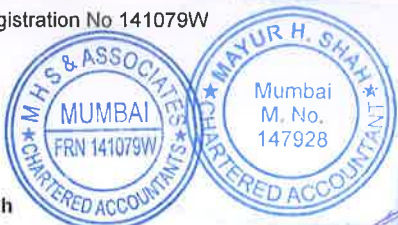
| Particulars | Note No. | As at 31-Mar-23 | As at 31-Mar-22 |
|--|----------|--------------------|--------------------|
| I. ASSETS | | | |
| (1) Non-Current Assets | | | |
| (a) Property, Plant and Equipment | 3 | - | - |
| (b) Financial Assets | | | |
| (i) Other Financial Assets | 4 | 10.00 | 10.00 |
| (c) Non Current Tax Assets | 5 | 17.74 | 27.88 |
| Total Non-Current Assets | | 27.74 | 37.88 |
| (2) Current Assets | | | |
| (a) Inventories | 6 | 1,822.63 | 2,222.55 |
| (b) Financial Assets | | | |
| (i) Trade Receivables | 7 | - | - |
| (ii) Cash and Cash Equivalents | 8 | 130.32 | 830.97 |
| (iii) Other Bank Balances | 9 | 77.19 | 140.79 |
| (iv) Current Investments | 10 | 0.16 | 0.15 |
| (v) Others | 11 | 5.79 | 5.72 |
| (c) Other Current Assets | 12 | 54.02 | 43.23 |
| Total Current Assets | | 2,090.11 | 3,243.41 |
| TOTAL | | 2,117.85 | 3,281.29 |
| II. EQUITY AND LIABILITIES | | | |
| (1) Equity | | | |
| (a) Equity Share Capital | 13 | 10.00 | 10.00 |
| (b) Other Equity | 14 | (19,987.45) | (19,737.71) |
| Total Equity | | (19,977.45) | (19,727.71) |
| (2) Non-Current Liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | 15 | - | - |
| (b) Deferred Tax Liabilities | | 124.99 | 164.84 |
| Total Non Current Liabilities | | 124.99 | 164.84 |
| Current Liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | 16 | 13,117.32 | 14,399.82 |
| (ii) Trade Payables | 17 | | |
| (a) Micro and small enterprises | | 72.07 | 94.59 |
| (b) Other than micro and small enterprises | | 211.50 | 1,150.19 |
| (iii) Other Financial Liabilities | 18 | 7,458.60 | 6,641.50 |
| (b) Other Current Liabilities | 19 | 1,110.82 | 558.06 |
| Total Current Liabilities | | 21,970.31 | 22,844.16 |
| TOTAL | | 2,117.85 | 3,281.29 |
| Summary of Significant Accounting Policies | 2 | | |
| Notes forming part of the financial statements | 24-47 | | |

As Per Our Report of Even Date

For M H S & Associates

Chartered Accountants

ICAI Firm Registration No 141079W



Mayur H Shah

Partner

Membership No. 147928

Mumbai

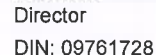
Date : 24th May 2023

For and on behalf of the Board of Directors of

Truewin Realty Limited


Prashant K Desai
Director

DIN: 09761728


Kishor Oza

Chief Financial Officer


Vishal Menon

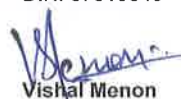
Company Secretary

Mumbai

Date : 24th May 2023


Rakesh Bajaj
Director

DIN: 07619649


Vishal Menon

Company Secretary

Mumbai

Date : 24th May 2023



TRUEWIN REALTY LIMITED
Statement of Profit & Loss For The Year Ended 31st March 2023

Rs in Lakhs

| Particulars | Note. No. | Year Ended | Year Ended |
|---|--------------|-----------------|-------------------|
| | | 31-Mar-23 | 31-Mar-22 |
| Income: | | | |
| Revenue from Operations | 20 | 992.60 | 1,508.06 |
| Other Income | 21 | 390.81 | 76.83 |
| Total Revenue | | 1,383.41 | 1,584.89 |
| Expenses: | | | |
| Realty Cost Incurred | | - | - |
| Change in Realty Inventories | 29 | 392.60 | 1,491.30 |
| Finance Costs | 22 | 273.75 | 608.64 |
| Depreciation and Amortization Expense | 3 | - | - |
| Other Expenses | 23 | 17.80 | 432.74 |
| Total Expenses | | 684.15 | 2,532.68 |
| Profit/(Loss) Before Exceptional Items and Tax | | 699.26 | (947.79) |
| Exceptional Items | 36 | (988.85) | (6,197.32) |
| Profit / (Loss) Before Tax | | (289.59) | (7,145.11) |
| Tax Expenses | | | |
| a. Current Tax | | - | - |
| b. Deferred Tax | | (39.85) | (73.03) |
| c. Tax Adjustment of earlier years | | - | - |
| Total Tax Expenses | | (39.85) | (73.03) |
| Net Profit / (Loss) After Tax | | (249.74) | (7,072.08) |
| Other Comprehensive Income / (Loss) for the year | | - | - |
| Total Comprehensive Income for the year | | (249.74) | (7,072.08) |
| Earnings Per Share (Nominal Value of Rs. 10/- each) | | | |
| - Basic | | (249.74) | (7,072.08) |
| - Diluted | | (249.74) | (7,072.08) |
| Summary of Significant Accounting Policies | 2 | | |
| Notes forming part of the financial statements | 24-47 | | |

As Per Our Report of Even Date
For M H S & Associates
Chartered Accountants
ICAI Firm Registration No 141079W

Mayur H Shah
Partner
Membership No. 147928
Mumbai
Date : 24th May 2023



For and on behalf of the Board of Directors of
Truewin Realty Limited


Prashant K Desai

Director
DIN: 09761728



Rakesh Bajaj
Director
DIN: 07619649



Kishor Oza
Chief Financial Officer



Vishal Menon
Company Secretary

Mumbai
Date : 24th May 2023



TRUEWIN REALTY LIMITED
Cash Flow Statement For the Year Ended 31st March 2023

| | | Rs in Lakhs | |
|--|-------------------------|-------------------------|------------|
| Particulars | Year Ended 31-Mar-23 | Year Ended 31-Mar-22 | |
| | | | |
| I Cash Flow from Operating Activities | | | |
| Net Profit / (Loss) Before Tax | | (289.59) | (7,145.11) |
| Adjustments for: | | | |
| Interest Expenses | 272.43 | | 605.49 |
| Interest income | (7.09) | | (7.58) |
| Writeback of provisions | (982.03) | | - |
| Provision for Financial Liabilities | 988.85 | | 6,197.32 |
| Rates and Taxes | - | | 399.86 |
| Dividend | (0.01) | 272.15 | (0.01) |
| Operating Profit / (Loss) before Working Capital Changes | | (17.43) | 49.98 |
| Adjustments for: | | | |
| (Increase) / Decrease in Inventories | 399.91 | | 1,696.90 |
| (Increase)/Decrease in Other Financial Assets | - | | (10.00) |
| (Increase)/Decrease in Other Current Assets | (14.27) | | 34.50 |
| Increase / (Decrease) in Trade Payables | 24.30 | | (417.46) |
| Increase / (Decrease) in Other Current Liabilities | 552.76 | | (158.36) |
| Increase / (Decrease) in Other Financial Liabilities | - | | (1.04) |
| | | 962.70 | 1,144.54 |
| Cash Generated from / (Used in) Operations | | 945.27 | 1,194.52 |
| Taxes Paid (Net of Refund) | | 10.14 | (11.01) |
| Net Cash Flow From / (Used in) Operating Activities (A) | | 955.41 | 1,183.51 |
| II Cash Flow From Investing Activities | | | |
| Investment in Fixed Deposits / Maturity of Fixed Deposits | | 63.60 | 5.44 |
| Interest Received | | 7.02 | 7.69 |
| Dividend received | | 0.01 | 0.01 |
| Net Cash Flow from Investing Activities (B) | | 70.63 | 13.14 |
| III Cash Flow From Financing Activities | | | |
| (Repayment)/ Proceeds of Borrowings | | 2,073.31 | 263.54 |
| Redemption of Debentures | | (3,355.82) | (665.00) |
| Finance Cost Paid | | (444.18) | (326.58) |
| Net Cash Flow from / (Used in) Financing Activities (C) | | (1,726.69) | (728.04) |
| Increase/ (Decrease) in Cash and Cash Equivalents (D=A+B+C) | | (700.65) | 468.60 |
| Cash & Cash Equivalents as at Beginning of the Year | | 830.97 | 362.37 |
| Cash & Cash Equivalents as at End of the Year | | 130.32 | 830.97 |

Note:

1 The above Cash Flow Statement has been prepared under the 'indirect method' as set out in the Ind AS -7 on Statement of Cash Flow.

2 Components of Cash and Cash Equivalents as at Balance Sheet Date

| Particulars | Rs in Lakhs | |
|----------------------------------|--------------------------|--------------------------|
| | As at 31st March 2023 | As at 31st March 2022 |
| Cash on Hand | 1.04 | 0.60 |
| Bank Balance in Current Accounts | 129.28 | 830.37 |
| Total | 130.32 | 830.97 |

3 Changes in Liabilities arising from Financing activities as per IND AS 107

| For the year ended 31st March 2023 | | | | Rs in Lakhs |
|------------------------------------|-----------------|-------------------|-----------------------------|-----------------|
| Particulars | Opening Balance | Cash flow changes | Other Non Cash flow changes | Closing Balance |
| Short Term Borrowings | 5,964.81 | 2,073.31 | - | 8,038.13 |

| For the year ended 31st March 2022 | | | | Rs in Lakhs |
|------------------------------------|-----------------|-------------------|-----------------------------|-----------------|
| Particulars | Opening Balance | Cash flow changes | Other Non Cash flow changes | Closing Balance |
| Short Term Borrowings | 5,701.27 | 263.54 | - | 5,964.81 |

As Per Our Report of Even Date

For M H S & Associates
Chartered Accountants
ICAI Firm Registration No 141079W

Mayur H Shah
Partner
Membership No. 147928

Mumbai
Date : 24th May 2023

**For and on behalf of the Board of Directors of
Truewin Realty Limited**

Prashant K Desai
Director
DIN: 09761728

Kishor Oza
Chief Financial Officer

Mumbai
Date : 24th May 2023

Rakesh Bajaj
Director
DIN: 07619649

Vishal Mehta
Company Secretary



Truewin Realty Limited
Statement of Changes in Equity For The Year Ended 31st March 2023
Rs in Lakhs

A. Equity Share Capital

| Particulars | 31-Mar-23 | 31-Mar-22 |
|---|-----------|-----------|
| Balance at the beginning of the reporting year | 10.00 | 10.00 |
| Changes in equity share capital during the year | - | - |
| Balance at the end of the reporting year | 10.00 | 10.00 |

Rs in Lakhs

B. Other Equity

| Particulars | Retained Earnings | Deemed Equity | Total |
|------------------------------------|--------------------|-----------------|--------------------|
| Balance as at 31st March 21 | (13,780.76) | 1,115.13 | (12,665.63) |
| Loss for the year | (7,072.08) | - | (7,072.08) |
| Balance as at 31st March 22 | (20,852.84) | 1,115.13 | (19,737.71) |
| Loss for the period | (249.74) | - | (249.74) |
| Balance as at 31st March 23 | (21,102.58) | 1,115.13 | (19,987.45) |

As Per Our Report of Even Date
For M H S & Associates
Chartered Accountants
ICAI Firm Registration No 141079W



Mayur H Shah
Partner
Membership No. 147928



Mumbai
Date : 24th May 2023

For and on behalf of the Board of Directors of
Truewin Realty Limited

Prashant K Desai

Prashant K Desai
Director
DIN: 09761728

Rakesh Bajaj

Rakesh Bajaj
Director
DIN: 07619649

Kishor Oza

Kishor Oza
Chief Financial Officer

Vishal Menon

Vishal Menon
Company Secretary



Mumbai
Date : 24th May 2023

TRUEWIN REALTY LIMITED

Notes forming part of the Financial Statements.

1 Company Overview

Truewin Realty Limited ("the Company") is a Public Limited Company engaged primarily in the business of real estate development and is domiciled in India. The registered office of the Company is located at 503 Peninsula Tower, Peninsula Corporate Park, G K Marg, Lower Parel, Mumbai 400013. The Company is registered with Ministry of Corporate Affairs U70102MH2008PLC186455.

2 Significant Accounting Policies

I Basis of Preparation of Financial Statements

- a. The Financial Statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) as notified under section 133 of the Companies Act read with the Companies (Indian Accounting Standards) Rules 2015 (as amended from time to time).
- b. The Company changed the basis of preparing its financial statements from going concern to liquidation effective September 30, 2021. As a result these financial statements have been prepared using the liquidation basis of accounting. Under liquidation basis of accounting, all assets and liabilities are measured at their net realizable values.

II Current / Non Current Classification

The Company presents assets and liabilities in the Balance Sheet based on current / non-current classification. An asset is treated as current when it is:

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

All other assets are classified as non-current.

A liability is treated as current when it is:

- Expected to be settled in normal operating cycle
- Held primarily for the purpose of trading
- Due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer its settlement for atleast twelve months after the reporting period.

All other liabilities are classified as non-current.



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

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The normal operating cycle in respect of a real estate project under development depends on various factors like signing of sale agreements, size of the project, phasing of the project, type of development, project-specific complexities, technical and engineering factors, statutory approvals needed and the realization of the project receivables into cash & cash equivalents. Based on these factors, the normal operating cycle is generally in the range of 3 to 7 years. Accordingly project related assets & liabilities are classified as current and non-current based on operating cycle of the respective projects. All other assets and liabilities are classified as current or non-current based on an operating cycle of twelve months.

III Functional and Presentation Currency

These Financial Statements are presented in Indian rupees, which is also the functional currency of the Company. All financial information presented in Indian rupees has been rounded off to two decimals in lakhs.

IV Use of Accounting Judgments, Assumptions and Estimates

The preparation of Financial Statements in conformity with recognition and measurement principles of Ind AS requires the management to make judgements, assumptions and estimates that affect the reported amounts of revenues, expenses, assets and liabilities and accompanying disclosures and the disclosure of contingent liabilities. They are based on historical experience and other factors, including expectations of future events that may have financial impact on the Company and are believed to be prudent and reasonable. Further, the Company bases its assumptions and estimates on parameters available when the financial statements are prepared. Existing circumstances and assumptions about future developments however may change due to market changes or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions and estimates as and when they occur. Uncertainty about the assumptions and estimates could result in outcomes that require material adjustments in future periods to the carrying amount of assets and liabilities and the results of future periods could be affected due to changes in these assumptions and estimates. The differences between the actual results and the estimates are recognized in the periods in which the results are known or materialize.

Following are the key areas of judgments, assumptions and estimates which have significant effect on the amounts recognized in the Financial Statements:

a. Revenue from Contracts with Customers

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 at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.



The Company recognizes revenue from contracts with customers based on principles set out in Ind AS 115.

Revenue is measured at the fair value of the 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 all of its revenue arrangements. The Company generates revenue from Real estate construction contracts. The sale of completed property is generally expected to be the only performance obligation and the Company has determined that it will be satisfied at the point in time when control transfers.

Interest income is accounted on an accrual basis at effective interest rate (EIR method).

b. Estimation of Net Realisable Value (NRV) for inventory property

Inventory property is stated at the lower of cost and net realizable value (NRV).

NRV of completed or developed inventory property is assessed by reference to market conditions, prices and trends existing at the reporting date and is determined by the company based on comparable transactions observed /identified for similar properties in the same geographical market serving the same real estate segment.

NRV in respect of inventory property under development is assessed with reference to market prices and trends existing at the reporting date for similar completed property, less the estimated cost to complete construction and an estimate of the time value of money to the date of completion.

c. Impairment of Non Financial Assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash generating unit's fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or cash generating unit exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and the risk specific to the asset. In determining fair value less cost of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples or other available fair value indicators.

d. Impairment of Financial Assets

The impairment provisions for financial assets are based on assumptions about the risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on



Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

e. Useful life and residual value of Property, Plant and Equipment and Intangible Assets

Useful lives of tangible assets are based on the life prescribed in Schedule II of the Companies Act, 2013. In cases, where the useful lives are different from that prescribed in Schedule II, they are based on technical advice. Assumptions also need to be made, when the Company assesses, whether an asset may be capitalised and which components of the cost of the asset may be capitalised.

f. Fair Value Measurement of Financial Instruments

When the fair values of the financial assets and liabilities recorded in the Balance Sheet cannot be measured based on the quoted market prices in active markets, their fair value is measured using valuation technique. The inputs to these models are taken from the observable market wherever possible, but where this is not feasible, a review of judgment is required in establishing fair values. Any changes in assumptions could affect the fair value relating of financial instruments.

V Measurement of Fair Values

The Company's accounting policies and disclosures require the measurement of fair values for financial instruments.

The Company has an established control framework with respect to the measurement of fair values. The Management regularly reviews significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values, then the Management assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of a financial asset or a financial liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

Level 1 Quoted prices in active markets for identical assets or liabilities.

Level 2 Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 Inputs for the asset or liability that are not based on observable market data.

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.



VI Property, Plant and Equipment & Depreciation

a. Recognition and Measurement

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. The cost of an item of property, plant and equipment comprises:

- i. its purchase price, including import duties and non refundable purchase taxes, after deducting trade discounts and rebates.
- ii. any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by Management.
- iii. the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which the Company incurs either when the item is acquired or as a consequence of having used the item during a particular period for purposes other than to produce inventories during that period.

Income and expenses related to the incidental operations, not necessary to bring the item to the location and condition necessary for it to be capable of operating in the manner intended by Management, are recognised in Statement of Profit and Loss. If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

b. Subsequent Expenditure

Subsequent expenditure related to an item of fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing fixed assets, including repair and maintenance expenditure and cost of replacing parts, are charged to the Statement of Profit and Loss for the period during which such expenses are incurred.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in the Statement of Profit and Loss of the Company in the year of disposal.

Expenses incurred for acquisition of capital assets excluding advances paid towards the acquisition of fixed assets outstanding at each Balance Sheet date are disclosed under Capital Work in Progress.

Capital Work in Progress in respect of assets which are not ready for their intended use are carried at cost, comprising of direct costs, related incidental expenses and attributable interest.

c. Depreciation

Depreciation is provided from the date the assets are ready to be put to use, on straight line method as per the useful life of the tangible assets as prescribed under Part C of Schedule II of The Companies Act, 2013.



Depreciation is calculated on a prorata basis from the date of installation / acquisition till the date the assets are sold or disposed.

Depreciable amount for assets is the cost of an asset or amount substituted for cost, less its estimated residual value.

VII Impairment of Assets

The carrying values of assets / cash generating units at each Balance Sheet date are reviewed for impairment if any indication of impairment exists. The following intangible assets are tested for impairment each financial year even if there is no indication that the asset is impaired:

- (a) an intangible asset that is not yet available for use; and
- (b) an intangible asset that is amortised over a period exceeding ten years from the date when the asset is available for use.

If the carrying amount of the assets exceeds the estimated recoverable amount, impairment is recognised for such excess amount. The impairment loss is recognised as an expense in the Statement of Profit and Loss, unless the asset is carried at revalued amount, in which case any impairment loss of the revalued asset is treated as a revaluation decrease to the extent a revaluation reserve is available for that asset.

The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.

Where there is indication that an impairment loss recognised for an asset (other than a revalued asset) in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss. In case of revalued assets, such reversal is not recognised.

VIII Financial Instruments

A Financial Assets

i. Classification

The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

ii. Initial Recognition and Measurement

All Financial Assets (not measured subsequently at fair value through profit or loss) are recognised initially at fair value plus transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.



iii. Subsequent Measurement

For purposes of subsequent measurement financial assets are classified into two broad categories:

- a. Financial asset at fair value
- b. Financial asset at amortised cost

Where assets are measured at fair value, gains and losses are either recognised entirely in the Statement of Profit and Loss (i.e. fair value through profit or loss), or recognised in other comprehensive income (i.e. fair value through other comprehensive income).

B Financial Liabilities

i. Classification

The Company classifies all financial liabilities as subsequently measured at amortised cost or at fair value through Profit and Loss.

ii. Initial Recognition and Measurement

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and financial guarantee contracts.

iii. Loans and Borrowings

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Gains and losses are recognised in the Statement of Profit and Loss when the liabilities are derecognised.

Amortised 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 amortisation is included as finance costs in the Statement of Profit and Loss.

This category generally applies to interest amortised bearing loans and borrowings.

iv. Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is due within 12 months after reporting period. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.



v. Derecognition

A financial liability is derecognised 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 derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

vi. 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 recognised amounts and there is an intention to settle on a net basis to realise the assets and settle the liabilities simultaneously.

C Share Capital

Ordinary Equity Shares

Incremental costs directly attributable to the issue of ordinary equity shares, net of any tax effects, are recognised as a deduction from equity.

IX Inventories

- a. Inventories comprise of: (i) Finished Realty Stock representing unsold premises in completed projects (ii) Realty Work in Progress representing properties under construction / development and (iii) Raw Material representing inventory yet to be consumed.
- b. Inventories other than Raw Material above are valued at lower of cost and net realisable value. Raw Materials are valued at weighted average method.
- c. Cost of Realty construction / development is charged to the Statement of Profit and Loss in proportion to the revenue recognised during the period and the balance cost is carried over under Inventory as part of either Realty Work in Progress or Finished Realty Stock. Cost of Realty construction / development includes all costs directly related to the Project (including finance cost attributable to the project) and other expenditure as identified by the Management which are incurred for the purpose of executing and securing the completion of the Project (net off incidental recoveries / receipts) up to the date of receipt of Occupation Certificate of Project from the relevant authorities.

Construction Work in Progress includes cost of land, premium for development rights, construction costs, allocated interest and expenses incidental to the projects undertaken by the Company.

X Revenue Recognition on Contract with Customers

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 at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

- a. The Company has adopted Ind AS 115 in respect of its contracts with customers for sale of real estate units and applied the same with full retrospective approach in adopting the new standard (for all contracts other than completed contracts). Accordingly revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements because it typically controls the goods or services before transferring them to the customer. Further, pursuant to the adoption of IND AS 115 the following aspects are recognized :
 - i. Brokerage on sales is treated as customer acquisition costs and recognized as revenue only when the related revenue is recognized
- b. Interest income is accounted on an accrual basis at effective interest rate (EIR method).

XI Income Tax

Income Tax expense comprises current and deferred tax. It is recognised in Statement of Profit and Loss except to the extent that it relates to items recognised directly in Equity or in Other Comprehensive Income.

a. Current Tax

Current Tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax also includes any tax arising from dividends.

Current tax assets and liabilities can be offset only if the Company

- (i) has a legally enforceable right to set off the recognised amounts; and
- (ii) intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

b. Deferred Tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes (including those arising from consolidation adjustments such as unrealised profit on inventory etc.).

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer



probable that the related tax benefit will be realised such reductions are reversed when the probability of future taxable profits improves.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse using tax rates enacted or substantively enacted at the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects at the reporting date to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset only if:

- (i) The Company has a legally enforceable right to set off current tax assets against current tax liabilities; and
- (ii) The deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date.

XII Borrowing Cost

Borrowing costs are interest and other costs that the Company incurs in connection with the borrowing of funds and is measured with reference to the effective interest rate applicable to the respective borrowing.

Borrowing costs allocated to qualifying assets pertaining to the period from commencement of activities relating to construction / development of the qualifying asset upto the time all the activities necessary to prepare the qualifying asset for its intended use or sale are complete.

All other borrowing costs are recognised as an expense in the period which they are incurred.

XIII 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 an insignificant risk of changes in value.

XIV Earnings per Share

Basic earnings per share are computed by dividing the profit / (loss) after tax 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 the events for bonus issue, bonus element in a rights issue to existing



shareholders, share split and reverse share split (consolidation of shares). Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on conversion of all dilutive potential equity shares.

XV Cash Flow Statement

Cash Flow Statement is prepared under the "Indirect Method" as prescribed under the Indian Accounting Standard (Ind AS) 7 –Statement of Cash Flows.

Cash and Cash equivalents for the purpose of cash flow statement comprise of cash at bank and in hand and short term investments with original maturity of three months or less.

XVI Provisions and Contingent Liabilities

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

Contingent liabilities are disclosed in the Notes to Account. Contingent liabilities are disclosed for

- (i) possible obligations which will be confirmed only by future events not wholly within the control of the Company or
- (ii) present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each Balance Sheet date.

XVII. Segment Reporting

Based on the "management approach" as defined in Ind As 108 – Operating Segments, one of the Directors is the Chief Operating Decision Maker (CODM) who is assessing the financial performance and position of the Company and makes strategic decisions.

The Chief Operational Decision Maker monitors the operating results of its business segments separately for the purpose of making decisions about resource allocation



and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements. The operating segments have been identified on the basis of nature of product / services.

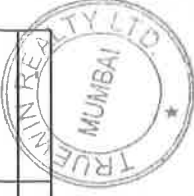


Truewin Realty Limited
Notes to the Financial Statements For The Year Ended 31st March 2023

Note 3

| 2022-23 | | Rs in Lakhs | | | | | | | | | |
|-------------------------------|----------------------------|------------------------|-------------------------------|----------------------------|------------------------------------|-------------------|--------------|-------------------------------|-------------------------------|-----------------------------|--|
| Property, Plant and Equipment | Gross Block | | | Accumulated Depreciation | | | | | Net Block | | |
| | Balance as at 1 April 2022 | Additions/ (Disposals) | Balance as at 31st March 2023 | Balance as at 1 April 2022 | Depreciation charge for the period | Other Adjustments | On disposals | Balance as at 31st March 2023 | Balance as at 31st March 2023 | Balance as at 31 March 2022 | |
| Office Equipment | 6.00 | - | 6.00 | 6.00 | - | - | - | 6.00 | - | - | |
| Computer Software | 2.27 | - | 2.27 | 2.27 | - | - | - | 2.27 | - | - | |
| Grand Total | 8.27 | - | 8.27 | 8.27 | - | - | - | 8.27 | - | - | |

| 2021-22 | | | | | | | | | | Rs in Lakhs | |
|-------------------------------|----------------------------|--|----------------------------|----------------------------------|-------------------|--------------|-----------------------------|-----------------------------|-----------------------------|-------------|--|
| Property, Plant and Equipment | Gross Block | | Accumulated Depreciation | | | | Net Block | | | | |
| | Balance as at 1 April 2021 | Balance as Additions/ (Disposals) at 31 March 2022 | Balance as at 1 April 2021 | Depreciation charge for the year | Other Adjustments | On disposals | Balance as at 31 March 2022 | Balance as at 31 March 2022 | Balance as at 31 March 2021 | | |
| Office Equipment | 6.00 | - | 6.00 | - | - | - | 6.00 | - | - | | |
| Computer Software | 2.27 | - | 2.27 | - | - | - | 2.27 | - | - | | |
| Grand Total | 8.27 | - | 8.27 | - | - | - | 8.27 | - | - | | |



TRUEWIN REALTY LIMITED
Notes to the Financial Statements For The Year Ended 31st March 2023

Rs in Lakhs

| 4 | Other Non Current Financial Assets | 31-Mar-23 | 31-Mar-22 |
|---|---|--------------|--------------|
| | Fixed Deposit having maturity for more than twelve months | 10.00 | 10.00 |
| | Total | 10.00 | 10.00 |

| 5 | Non Current Tax Assets | 31-Mar-23 | 31-Mar-22 |
|---|------------------------|--------------|--------------|
| | Income Tax Receivables | 17.74 | 27.88 |
| | Total | 17.74 | 27.88 |

| 6 | Inventories (Valued at Cost or Net Realisable Value, whichever is lower) | 31-Mar-23 | 31-Mar-22 |
|---|--|-----------------|-----------------|
| a | Stock of Raw material | 69.41 | 76.73 |
| b | Work-in-progress | 1,753.22 | 2,145.82 |
| | Total (a + b) | 1,822.63 | 2,222.55 |

| 7 | Trade Receivables | 31-Mar-23 | 31-Mar-22 |
|---|--|-----------|-----------|
| | Unsecured - Considered Good | - | - |
| | Unsecured - Considered Doubtful | 134.36 | 386.35 |
| | Less: Allowance for expected credit loss | (134.36) | (386.35) |
| | Total | - | - |

| 8 | Cash & Cash Equivalents | 31-Mar-23 | 31-Mar-22 |
|---|------------------------------------|---------------|---------------|
| | Cash & Cash Equivalents | | |
| | Cash on hand | 1.04 | 0.60 |
| | Bank Balance in Current Accounts | 129.28 | 830.37 |
| | Total | 130.32 | 830.97 |

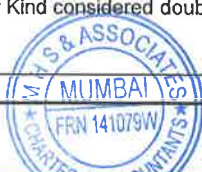
| 9 | Bank Balances Other Than Cash and Cash Equivalents | 31-Mar-23 | 31-Mar-22 |
|---|--|--------------|---------------|
| | Balances with Banks in Deposit Account | | |
| | Fixed Deposits with banks | 0.10 | 67.15 |
| | Balance in Deposit Account as Margin Money * | 77.09 | 73.64 |
| | Total | 77.19 | 140.79 |

* Margin Money kept with banks as Fixed Deposits for issue of bank guarantee

| 10 | Current Investments | 31-Mar-23 | 31-Mar-22 |
|----|---|-------------|-------------|
| | Investments in Mutual Funds | | |
| | ICICI Prudential Floating Interest Fund | 0.16 | 0.15 |
| | Total | 0.16 | 0.15 |

| 11 | Current Financial Assets - Others | 31-Mar-23 | 31-Mar-22 |
|----|---------------------------------------|-------------|-------------|
| | Interest Receivable on Fixed Deposits | 5.79 | 5.72 |
| | Total | 5.79 | 5.72 |

| 12 | Other Current Assets | 31-Mar-23 | 31-Mar-22 |
|----|--|--------------|--------------|
| | Balance with Statutory Authorities | 27.95 | 20.00 |
| | Deposits | 10.36 | 10.36 |
| | Contract Asset Brokerage | 15.48 | 12.64 |
| | Advances Recoverable in Cash or Kind considered good | 0.23 | 0.23 |
| | Advances Recoverable in Cash or Kind considered doubtful | 32.18 | 35.67 |
| | Provision for Doubtful Advances | (32.18) | (35.67) |
| | Total | 54.02 | 43.23 |



TRUEWIN REALTY LIMITED
Notes to the Financial Statements for the year ended 31st March 2023

Rs. in Lakhs

13 Equity Share Capital:

| Particulars | 31-Mar-23 | 31-Mar-22 |
|--|-----------|-----------|
| Authorised Share Capital: | | |
| 100,000 (previous year 100,000) Equity Shares Of Rs.10/- Each | 10.00 | 10.00 |
| 20,000 (previous year 20,000) 2% Non Cumulative Participating Preference Shares of Rs 100 each | 20.00 | 20.00 |
| Total | 30.00 | 30.00 |
| Issued, Subscribed And Fully Paid-Up: | | |
| 100,000 (previous year 100,000) Equity Shares Of Rs.10/- Each | 10.00 | 10.00 |
| Total | 10.00 | 10.00 |

a) Reconciliation of the Shares at the Beginning and at the End of the Reporting Period

| Particulars | Equity Shares | |
|------------------------------------|---------------|-----------|
| | 31-Mar-23 | 31-Mar-22 |
| At the beginning of the year | 1,00,000 | 1,00,000 |
| Issued during the year | - | - |
| Bought back during the year | - | - |
| Outstanding at the end of the year | 1,00,000 | 1,00,000 |

b) Terms / Rights Attached to Equity shares

The company has only one class of equity shares having a par value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian Rupees.

c) Details of Shareholders Holding More Than 5 % Shares in the Company

| Equity Shares | No. of Shares held | |
|--|--------------------|-----------|
| | 31-Mar-23 | 31-Mar-22 |
| Peninsula Holding and Investment Pvt. Ltd. (PHIPL) | 99,994 | 99,994 |

d) Details of Shareholding of the Promoters alongwith changes, if any during the financial year

| Particulars | As at 31st March 2023 | | As at 31st March 2022 | |
|--|-----------------------|---------|-----------------------|---------|
| | No. of Shares | % | No. of Shares | % |
| Peninsula Holdings and Investments Private Limited | 99,994 | 99.994% | 99,994 | 99.994% |
| Peninsula Land Limited | 1 | 0.001% | 1 | 0.001% |
| Urvi A Piramal | 1 | 0.001% | 1 | 0.001% |
| Rajeev A Piramal | 1 | 0.001% | 1 | 0.001% |
| Harshvardhan A Piramal | 1 | 0.001% | 1 | 0.001% |
| Nandan A Piramal | 1 | 0.001% | 1 | 0.001% |
| N Gangadharan | 1 | 0.001% | 1 | 0.001% |
| Total | 1,00,000 | 100% | 1,00,000 | 100% |



TRUEWIN REALTY LIMITED
Notes to the Financial Statements For The Year Ended 31st March 2023

| | | Rs in Lakhs | |
|----|--|--------------------|--------------------|
| 14 | Other Equity | 31-Mar-23 | 31-Mar-22 |
| | Retained Earnings | | |
| | Opening Balance | (20,852.84) | (13,780.76) |
| | (+) Net Profit / (Net Loss) for the year | (249.74) | (7,072.08) |
| | Closing Balance - A | (21,102.58) | (20,852.84) |
| | Deemed Equity | | |
| | Equity Component on Financial Instruments | 1,032.21 | 1,032.21 |
| | Ind AS Adjustment on account of Bank guarantee | 82.92 | 82.92 |
| | Closing Balance - B | 1,115.13 | 1,115.13 |
| | Total Other Equity (A+B) | (19,987.45) | (19,737.71) |

| 15 | Borrowings (Non Current) | 31-Mar-23 | 31-Mar-22 |
|----|---|-------------------|-------------------|
| | 12% Secured Redeemable Non Convertible Debentures | 1,489.18 | 4,845.00 |
| | Issue of 8000 (31st March 2022 - 8000) 12% Secured Redeemable Non Convertible Debentures of Rs. 18,615 each (previous year 60,562 each) | | |
| | The above 12% Secured Redeemable Non Convertible Debentures secured by: | | |
| | i First ranking exclusive charge over the Mortgaged Assets of Project 1; | | |
| | ii First ranking exclusive charge over the Mortgaged Assets of Project 2; | | |
| | iii Pledge of 100% shareholding held by PHIPL in the company; | | |
| | iv Corporate guarantee by PLL; | | |
| | v Personal Guarantee by the Promoter. | | |
| | Outstanding amount of Rs 1,489.18 lakhs is due for redemption | | |
| | <u>Unsecured Borrowings</u> | | |
| | 2% Non Cumulative participating preference shares of Rs 100 each | 1.47 | 1.47 |
| | No of Preference Shares 1465 (31st March 2022 - 1465 shares) | | |
| | The Company shall be entitled to redeem the preference shares at any time upto 30th March 2024 | | |
| | Debentures | 3,588.54 | 3,588.54 |
| | Issue of 35,88,535 (Previous Year 35,88,535) 0% Redeemable Optionally Fully Convertible Debentures of Rs 100 Each | | |
| | The Company shall be entitled to redeem the Debentures at any time upto 30th March 2024 | | |
| | | 5,079.19 | 8,435.01 |
| | Less Current Maturity of Long Term Debt (Refer Note 16) | (5,079.19) | (8,435.01) |
| | Total | - | - |



TRUEWIN REALTY LIMITED
Notes to the Financial Statements For The Year Ended 31st March 2023

| | | Rs in Lakhs | |
|----|---|------------------|------------------|
| 16 | Borrowings (Current) | 31-Mar-23 | 31-Mar-22 |
| | <u>Unsecured Borrowings</u> | | |
| | Inter Corporate Deposit from Peninsula Land Limited (PLL) | 8,038.13 | 5,964.81 |
| | The Loan is repayable on demand and is interest free | | |
| | Current Maturity of Long Term Debt (Refer Note 15) | 5,079.19 | 8,435.01 |
| | Total | 13,117.32 | 14,399.82 |

| 17 | Trade Payables | 31-Mar-23 | 31-Mar-22 |
|----|-----------------------------|---------------|-----------------|
| | Micro and Small Enterprises | 72.07 | 94.59 |
| | Others | 211.50 | 1,150.19 |
| | Total | 283.57 | 1,244.78 |

a Ageing of Trade Payables as at 31st March 2023

| | | Rs in Lakhs | | | | |
|-------|---------------------------|-----------------------------------|--------------|-------------|---------------|---------------|
| | | Outstanding for following periods | | | | |
| | Particulars | < 1 Year | 1-2 Years | 2-3 Years | > 3 Years | Total |
| (i) | Undisputed MSME payables | 33.58 | 2.76 | 5.58 | 30.15 | 72.07 |
| (ii) | Undisputed Other payables | 19.45 | 29.98 | 2.90 | 159.17 | 211.50 |
| (iii) | Disputed MSME payables | - | - | - | - | - |
| (iv) | Disputed Other payables | - | - | - | - | - |
| | Total | 53.03 | 32.74 | 8.48 | 189.32 | 283.57 |

b Ageing of Trade Payables as at 31st March 2022

| | | Rs in Lakhs | | | | |
|-------|---------------------------|-----------------------------------|--------------|---------------|---------------|-----------------|
| | | Outstanding for following periods | | | | |
| | Particulars | < 1 Year | 1-2 Years | 2-3 Years | > 3 Years | Total |
| (i) | Undisputed MSME payables | 13.43 | 26.42 | 26.15 | 28.59 | 94.59 |
| (ii) | Undisputed Other payables | 78.18 | 21.72 | 146.59 | 903.70 | 1,150.19 |
| (iii) | Disputed MSME payables | - | - | - | - | - |
| (iv) | Disputed Other payables | - | - | - | - | - |
| | Total | 91.61 | 48.14 | 172.74 | 932.29 | 1,244.78 |

| 18 | Other Current Financial Liabilities | 31-Mar-23 | 31-Mar-22 |
|----|---|-----------------|-----------------|
| | Interest Accrued and Due on Borrowings | 272.43 | 444.18 |
| | Provision towards penal interest and other dues on Non Convertible Debentures | 7,186.17 | 6,197.32 |
| | Total | 7,458.60 | 6,641.50 |

| 19 | Other Current Liabilities | 31-Mar-23 | 31-Mar-22 |
|----|---------------------------------|-----------------|---------------|
| | Advance received from Customers | 1,106.46 | 552.94 |
| | Statutory Liabilities | 4.36 | 5.12 |
| | Total | 1,110.82 | 558.06 |

| 20 | Revenue from Operations | Year ended 31- Mar- 23 | Year ended 31-Mar-22 |
|----|-------------------------|---------------------------|-------------------------|
| | Real Estate Sales | 392.60 | 1,508.06 |
| | Other Operating Income | 600.00 | - |
| | Total | 992.60 | 1,508.06 |



TRUEWIN REALTY LIMITED
Notes to the Financial Statements For The Year Ended 31st March 2023

Rs in Lakhs

| 21 | Other Income | Year ended 31- Mar- 23 | Year ended 31-Mar-22 |
|----|-------------------------------------|---------------------------|-------------------------|
| | Write back of Payables / Provisions | 382.03 | 57.80 |
| | Scrap Sales | 1.68 | 11.44 |
| | Dividend Income | 0.01 | 0.01 |
| | Interest Income | 7.09 | 7.58 |
| | Total | 390.81 | 76.83 |

| 22 | Finance Costs | Year ended 31- Mar- 23 | Year ended 31-Mar-22 |
|----|----------------------|---------------------------|-------------------------|
| | Interest Expenses | 272.43 | 605.49 |
| | Other Borrowing Cost | 1.32 | 3.15 |
| | Total | 273.75 | 608.64 |

| 23 | Other Expenses | Year ended 31- Mar- 23 | Year ended 31-Mar-22 |
|----|-------------------------------|---------------------------|-------------------------|
| | Remuneration to Auditors | | |
| | - Audit Fees | 1.85 | 1.86 |
| | - Out of Pocket Expenses | 0.00 | 0.01 |
| | Filing Fees & Government Fees | 1.44 | 2.41 |
| | Power and Fuel | 0.09 | 0.15 |
| | Rates and Taxes | - | 399.86 |
| | Miscellaneous Expenses | 1.69 | 4.09 |
| | Professional Fees | 2.12 | 3.43 |
| | Domestic Travelling Expenses | 0.03 | 0.21 |
| | Printing & Stationery | 0.01 | 0.06 |
| | Selling Expenses | 10.57 | 20.66 |
| | Total | 17.80 | 432.74 |



TRUEWIN REALTY LIMITED

OTHER NOTES FORMING PART OF FINANCIAL STATEMENTS

24 Financial Instruments - Fair Values and Risk Management

A Accounting Classification and Fair Values

Rs. in Lakhs

| 31-Mar-23 | Carrying Amount | | | |
|------------------------------------|-----------------|----------|------------------|------------------|
| | FVTPL | FVTOCI | Amortised Cost* | Total |
| Financial Assets | | | | |
| Cash & Cash Equivalents | - | - | 130.32 | 130.32 |
| Current Investments | 0.16 | - | - | 0.16 |
| Other Current Financial Assets | - | - | 5.79 | 5.79 |
| Other Non Current Financial Assets | - | - | 10.00 | 10.00 |
| Total | 0.16 | - | 146.11 | 146.27 |
| Financial Liabilities | | | | |
| Borrowings - Current | - | - | 13,117.32 | 13,117.32 |
| Trade Payables | - | - | 283.58 | 283.58 |
| Other Financial Liabilities | - | - | 7,458.60 | 7,458.60 |
| Total | - | - | 20,859.50 | 20,859.50 |

* Amortised costs of all financial assets and liabilities are appropriate to their fair values / net realisable values.

Rs. in Lakhs

| 31-Mar-22 | Carrying Amount | | | |
|------------------------------------|-----------------|----------|------------------|------------------|
| | FVTPL | FVTOCI | Amortised Cost | Total |
| Financial Assets | | | | |
| Cash & Cash Equivalents | - | - | 830.97 | 830.97 |
| Current Investments | 0.15 | - | - | 0.15 |
| Other Current Financial Assets | - | - | 5.72 | 5.72 |
| Other Non Current Financial Assets | - | - | 10.00 | 10.00 |
| Total | 0.15 | - | 846.69 | 846.84 |
| Financial Liabilities | | | | |
| Borrowings - Current | - | - | 14,399.82 | 14,399.82 |
| Trade Payables | - | - | 1,244.78 | 1,244.78 |
| Other Financial Liabilities | - | - | 6,641.50 | 6,641.50 |
| Total | - | - | 22,286.10 | 22,286.10 |



B Fair Value Hierarchy

The Company considers that the carrying amounts of financial instruments recognised in the financial statements approximate their fair values.

Level 1: Quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: Other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3: Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

The following table presents the fair value of assets and liabilities measured at fair value as at 31st March 2023 and 31st March 2022

Rs in Lakhs

| Particulars | 31-Mar-23 | | | 31-Mar-22 | | |
|-------------------------------------|-----------|---------|----------|-----------|---------|----------|
| | Level 1 | Level 2 | Level 3 | Level 1 | Level 2 | Level 3 |
| Financial Assets | | | | | | |
| Investment in Mutual Funds | 0.16 | - | - | 0.15 | - | - |
| Financial Liabilities | | | | | | |
| Debentures | 1,489.18 | - | 3,588.54 | 4,845.00 | - | 3,588.54 |
| Other Current Financial Liabilities | - | - | 7,458.60 | - | - | 6,641.50 |

With respect to disclosure of fair value of financial instruments such as cash and cash equivalents, other bank balances, trade receivables and other receivables, other current and non current financial assets, short term borrowings and other current financial liabilities at March 31, 2023 and March 31, 2022 are similar to carrying value because their carrying amounts are a reasonable approximation of the fair values due to their short term nature. Further, long term borrowings and investments (other than above) which are measured at amortised cost and are having variable rate of interest, carrying value of such instruments are reasonable approximation of the fair values.

Borrowings, Other Non Current and Current Financial Liabilities designated at amortised cost includes debentures issued, the fair value of which is considered to be the same as carrying amount as these debentures are not actively traded and the interest yield are similar to market interest rates.

C Financial Risk Management

The Company has exposure to the following risks arising from financial instruments:

- Credit Risk ;
- Liquidity Risk ; and
- Market Risk

a Risk Management Framework

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board of Directors has established the Risk Management Committee, which is responsible for developing and monitoring the Company's risk management policies. The Committee reports regularly to the Board of Directors on its activities.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

b Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, loans and investment in debt securities. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade and other receivables and investments.

The carrying amount of following financial assets represents the maximum credit exposure:

i Trade and other receivables and Long term loans and advances

Customer credit risk is managed by requiring customers to pay advances through progress billings before transfer of ownership, therefore, substantially eliminating the Company's credit risk in this respect.

The Company's credit risk with regard to trade receivable has a high degree of risk diversification, due to the large number of projects of varying sizes and types with numerous different customer categories in a large number of geographical markets.



ii Impairment / Credit Loss

Ageing of trade and other receivables was as follows.

| | Rs in Lakhs | |
|--------------------|----------------|----------------|
| | March 31, 2023 | March 31, 2022 |
| Upto 180 days | - | - |
| More than 180 days | - | - |
| Total | - | - |

The movement in the allowance for impairment / credit loss in respect of trade and other receivables during the year was as follows

| | Rs in Lakhs | |
|--|----------------|----------------|
| | March 31, 2023 | March 31, 2022 |
| Balance as at the beginning of the year | 386.35 | 319.48 |
| Impairment / credit loss recognised / (reversal) | (251.99) | 66.87 |
| Balance as at the end of the year | 134.36 | 386.35 |

The movement in the allowance for impairment / credit loss in respect of advances during the year was as follows

| | Rs in Lakhs | |
|--|----------------|----------------|
| | March 31, 2023 | March 31, 2022 |
| Balance as at the beginning of the year | 35.67 | 37.92 |
| Impairment / credit loss recognised / (reversal) | (3.49) | (2.25) |
| Balance as at the end of the year | 32.18 | 35.67 |

iii Cash and Cash Equivalents

The Company held cash and cash equivalents and bank balances of Rs. 130.32 Lakhs at March 31, 2023 (March 31, 2022 Rs. 830.97 Lakhs). The credit risk on cash and cash equivalents is limited as the company generally invests in deposits with banks where credit risk is largely perceived to be extremely insignificant.

c Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

Management monitors rolling forecasts of the Company's liquidity position on the basis of expected cash flows. This monitoring includes financial ratios and takes into account the accessibility of cash and cash equivalents.

i Exposure to Liquidity Risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

| | Rs in Lakhs | | | | | |
|-----------------------------|-----------------|-----------------|----------|-----------|-------------------|-----------|
| 31-Mar-23 | Carrying Amount | Within 12 month | 1-2 Year | 2-5 Years | More than 5 Years | Total |
| Borrowings | 13,117.32 | 13,117.32 | - | - | - | 13,117.32 |
| Trade Payables | 283.57 | 283.57 | - | - | - | 283.57 |
| Other Financial Liabilities | 7,458.60 | 7,458.60 | - | - | - | 7,458.60 |



Rs in Lakhs

| 31-Mar-22 | Carrying Amount | Within 12 month | 1-2 Year | 2-5 Years | More than 5 Years | Total |
|-----------------------------|-----------------|-----------------|----------|-----------|-------------------|-----------|
| Borrowings | 14,399.82 | 14,399.82 | - | - | - | 14,399.82 |
| Trade Payables | 1,244.78 | 1,244.78 | - | - | - | 1,244.78 |
| Other Financial Liabilities | 6,641.50 | 6,641.50 | - | - | - | 6,641.50 |

ii Market Risk

Market risk is the risk that changes in market prices such as foreign exchange rates, interest rates and equity prices and will affect the Company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables and long term debt. The Company is exposed to market risk primarily related to interest rate risk and the market value of the investments.

iii Interest Rate Risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

Exposure to interest rate risk

Company's interest rate risk arises from borrowings. Borrowings issued at fixed rates exposes to fair value interest rate risk. The interest rate profile of the Company's interest-bearing financial instruments as reported to the management of the Company is as follows.

| | 31st Mar 2023 | 31st Mar 2022 |
|----------------------------------|---------------|---------------|
| Fixed rate Instruments | | |
| Financial Assets | | |
| Fixed Deposit | 87.19 | 150.79 |
| Financial Liabilities | | |
| Debentures | 1,489.18 | 4,845.00 |
| Other Financial Obligations | 7,458.60 | 6,641.50 |
| Variable Rate Instruments | | |
| Financial Assets | - | - |
| Financial Liabilities | - | - |

| | Year ended 31-Mar-23 | Rs. in Lakhs Year ended 31-Mar-22 |
|--|-------------------------|---|
| 25 Borrowing Cost | | |
| Borrowing Cost treated as project cost during the year | - | - |

26 List of Related Parties and Transactions during the year as per IND AS 24 Related Party Disclosures

A. Ultimate Holding Company

Peninsula Land Limited

B. Holding Company

Peninsula Holding and Investments Private Limited

C. Subsidiary of Holding Company

Goodhome Realty Limited



| | | Rs. in Lakhs |
|--|----------|--------------|
| D. Details of Transactions are as Follows : | 2022-23 | 2021-22 |
| I Loan Taken from | | |
| a Ultimate Holding Company | | |
| Peninsula Land Limited | 2,773.32 | 1,366.62 |
| II Loan Repaid | | |
| a Ultimate Holding Company | | |
| Peninsula Land Limited | 700.00 | 1,103.08 |
| III Paid towards Purchase of Goods / Services | | |
| a Subsidiary of Holding Company | | |
| Goodhome Realty Limited | - | 12.64 |
| IV Outstanding Balances as at March 31, 2023 | | |
| Payable by Company to | | |
| i Towards Debentures | | |
| a Ultimate Holding Company | | |
| Peninsula Land Limited | 897.14 | 897.14 |
| b Holding Company | | |
| Peninsula Holding and Investments Private Limited | 2,691.40 | 2,691.40 |
| ii Towards Loan taken | | |
| a Ultimate Holding Company | | |
| Peninsula Land Limited | 8,038.13 | 5,964.81 |
| iii Towards Purchase of Goods / Services | | |
| a Subsidiary of Holding Company | | |
| Goodhome Realty Limited | - | - |

27 Earnings Per Share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the parent by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the parent (after adjusting for interest on the convertible preference shares) by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

| i Profit attributable to Equity holders of parent | 2022-23 | Rs in Lakhs 2021-22 |
|--|----------|------------------------|
| Profit / (Loss) for the year, attributable to the owners of the Company | (249.74) | (7,072.08) |
| Profit attributable to equity holders of the parent for basic earnings | - | - |
| Interest on Convertible preference shares | - | - |
| Interest on Convertible debentures | - | - |
| Others | - | - |
| Profit / (Loss) attributable to equity holders of the parent adjusted for the effect of dilution | (249.74) | (7,072.08) |
| ii Weighted average number of ordinary shares | | |
| | Nos | |
| Issued ordinary shares at April 1 | 1,00,000 | 1,00,000 |
| Issue of Ordinary Shares | - | - |
| Effect of shares bought back during the year | - | - |
| Weighted average number of shares at March 31 for basic EPS | 1,00,000 | 1,00,000 |
| iii Basic and Diluted earnings per share | | |
| Basic earnings per share Rs | (249.74) | (7,072.08) |
| Diluted earnings per share Rs | (249.74) | (7,072.08) |



| Sr | Particulars | Numerator | Denominator | 31-Mar-23 | 31-Mar-22 | Variance | Remarks |
|-----|--|--|---|-----------|-----------|----------|--|
| (a) | Current ratio | Current Asset | Current Liabilities | 0.10 | 0.99 | -90.38% | The Company repaid debentures during the year |
| (b) | Debt-Equity ratio Debt Equity Ratio is computed as : Paid up Debt Capital / (Share Capital (incl. IND AS adjustments) + Reserves) Where the Reserves are negative, the Debt Equity Ratio is computed as: Paid up Debt Capital / (Equity Capital). | Total Debt | Shareholders Equity | 1311.73 | 1439.98 | -8.91% | Not Applicable |
| (c) | Debt Service Coverage ratio | Earnings for debt service = Net profit after taxes + Non-cash operating expenses | Debt service = Interest & Lease Payments + Principal Repayments | - | - | - | In the absence of profits for the period the Debt Service Coverage Ratio (DSCR) and Interest Service Coverage Ratio (ISCR) have not been computed. |
| (d) | Return on equity ratio | Net Profits after taxes - Preference Dividend | Average Shareholder's Equity | - | - | - | Since the Company has negative equity, the return on equity ratio is not given. |
| (e) | Inventory turnover ratio | Cost of Goods Sold | Average Inventory | 0.05 | 0.10 | -51.28% | Inventory sold during the year. No addition in inventory. |
| (f) | Trade receivable turnover ratio | Net Credit Sales = Gross Credit Sales - Sales Return | Average Trade Receivables | 0.00 | 0.00 | NA | The Company doesnot have trade receivables |
| (g) | Trade payable turnover ratio | Net Credit Purchases = Gross Credit Purchases - Purchase Return | Average Trade Payables | 0.01 | 0.07 | 0.00% | |
| (h) | Net capital turnover ratio | Net Sales = Gross Sales - Sales Return | Working Capital = Current Assets - Current Liabilities | - | - | - | The ratio is not given since the working capital is negative. |
| (i) | Net profit ratio | Net Profit | Net Sales = Total Sales - Sales Return | -25.16% | -468.95% | -94.63% | Not Applicable |
| (j) | Return on capital employed | Earnings before Interest and Tax | Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability | -0.14 | 0.06 | -322.81% | The Company has repaid term loan and redeemed debentures |
| (k) | Return on Investment | Interest (Finance Income) | Investment | NA | NA | NA | |



29 The details of cost of Realty Sales and Work in Progress (Realty Stock) are as under:

| | | 2022-23 | Rs in Lakhs 2021-22 |
|--|---------------------|---------------|------------------------|
| Realty Costs incurred during the year | | | |
| Land Costs | | - | - |
| Development Costs | | - | - |
| Interest and Other Borrowing Costs | | - | - |
| Total Realty Costs for the year | (A) | - | - |
| Opening Inventory | (i) | 2,145.82 | 3,792.11 |
| Closing Inventory | (ii) | 1,753.22 | 2,145.82 |
| Changes in Inventory | (B) = (i-ii) | 392.60 | 1,646.29 |
| Costs no longer required adjusted | (C) | - | 155.00 |
| Cost of Realty Sales Recognised (A+B-C) | | 392.60 | 1,491.30 |

30 Capital Management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital as well as the level of dividends to ordinary shareholders.

The Board of Directors seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position.

The Company monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total liabilities, comprising interest-bearing loans and borrowings less cash and cash equivalents.

The Company's adjusted net debt to equity ratio at March 31, 2023 was as follows.

| | Rs in Lakhs | |
|---|------------------------|------------------------|
| Particulars | As at 31st Mar 2023 | As at 31st Mar 2022 |
| Total Liabilities | 20,575.92 | 21,041.32 |
| Less : Cash and cash equivalent | 130.32 | 830.97 |
| Adjusted Net Debt | 20,445.60 | 20,210.35 |
| Total Equity | (19,977.45) | (19,727.71) |
| Less : Hedging reserve | - | - |
| Adjusted Equity | (19,977.45) | (19,727.71) |
| Adjusted Net Debt to Adjusted Equity Ratio | (1.02) | (1.02) |



31 Tax Expense

a Amounts recognised in Statement of Profit and Loss

| Particulars | Rs in Lakhs | |
|--|----------------|----------------|
| | 2022-23 | 2021-22 |
| Current Income Tax | - | - |
| Deferred Income Tax Liability / (Asset) [Net] | | |
| Deferred Tax Asset on Interest on Debentures | (39.85) | (73.03) |
| Net Deferred Tax Expense / (Income) | (39.85) | (73.03) |
| Tax expense/ (benefit) for the year | (39.85) | (73.03) |

b Deferred Tax Movement

| Particulars | Rs in Lakhs | |
|---|----------------|----------------|
| | 2022-23 | 2021-22 |
| Opening Deferred Tax Liability / (Asset) on: | | |
| Equity Component of Compound Financial Instrument | 164.84 | 336.81 |
| Recognised in Profit or Loss | (39.85) | (73.03) |
| Closing Deferred Tax Liability / (Asset) | 124.99 | 164.84 |
| Movement during the year: | | |
| Deferred Tax (Income) / Expense | (39.85) | (73.03) |

32 The Company has identified "Real Estate Business" as its primary reportable segment in accordance with the requirements of Ind AS 108, "Operating Segments". Accordingly no separate segment information has been provided.

33 There are no capital commitments, contingent liabilities as at March 31, 2023 (Previous Year Nil)

34 Based on the information available with the Company, the following is the amount due to the suppliers who are registered as micro, small and medium enterprises under "The Micro, Small and Medium Enterprises Development Act 2006"

| | As at 31-03-2023 | Rs in Lakhs As at 31-03-2022 |
|---|---------------------|------------------------------------|
| The principal amount remaining unpaid at the end of the year | 72.07 | 94.59 |
| The interest amount remaining unpaid at the end of the year | - | - |
| The interest amount paid in terms of Section 16 of MSMED Act 2006 | - | - |
| The balance of MSMED parties as the end of the year | 72.07 | 94.59 |

35 Ind AS 115 Revenue from Contracts with Customers

The Company has adopted Ind AS 115 using the modified retrospective method and accordingly has provided the disclosures required by Ind AS 115 for the year ended March 31, 2023 and March 31, 2022.

a 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.

| Particulars | 2022-23 | Rs in Lakhs 2021-22 |
|--|---------|------------------------|
| Timing of transfer of goods or services | | |
| Revenue from goods or services transferred to customers at a point in time | 392.60 | 1,508.06 |
| Revenue from goods or services transferred over time | - | - |

b. Contract balances and performance obligations

| Particulars | As at 31st Mar 23 | Rs in Lakhs As at 31st Mar 22 |
|------------------------|----------------------|-------------------------------------|
| Trade Receivables | - | - |
| Contract Obligations * | 1,106.46 | 552.94 |

* Contract liabilities represent amounts collected from customers based on contractual milestones and liability under joint development agreements entered into with landlords pursuant to agreements executed with such customers / landlords for construction and sale of residential units. The terms of agreements executed with customers require the customers to make payment of consideration as fixed in the agreement on achievement of contractual milestones though such milestones may not necessarily coincide with the point in time the entity transfers control of such units to the customer. The Company is liable for any structural or other defects in the residential units as per the terms of agreements executed with customers and applicable laws and regulations.



| | As at 31st Mar 23 | Rs in Lakhs As at 31st Mar 22 |
|--|----------------------|-------------------------------------|
| c. Revenue recognised in the reporting period that was included in the contract liability balance at the beginning of the period | 342.70 | 422.03 |
| d. Revenue recognised in the reporting period from the performance obligations satisfied in previous periods | - | - |
| e. Aggregate amount of the transaction price allocated to the performance obligations that are unsatisfied as of the end of the reporting period | 1,575.06 | 625.40 |

36 The details of exceptional Items are as under

| Particulars | Rs in Lakhs Year Ended | |
|---|---------------------------|-----------------|
| | 31-Mar-23 | 31-Mar-22 |
| Provision towards penal interest and other dues on Non Convertible Debentures | 988.85 | 6,197.32 |
| Total | 988.85 | 6,197.32 |

37 The Company had been in discussions with ICICI Prudential Real Estate AIF- II (ICICI Pru) (the main debenture holder) for settling the NCD dues appropriately. Pursuant thereto, the parties have entered into a Settlement Agreement on 07th February, 2023, for a full and final settlement of the Aggregate Outstanding Debt. Pursuant thereto, the Company shall be required to repay the outstanding principal dues of Rs. 4,385.18 Lakhs along with such interest as would yield an overall IRR of 14.5% on the Debenture Subscription Amount since inception. Such payment shall be made as per the dates and schedule mentioned in the said Agreement, so however that, the entire principal and the interest shall be fully paid not later than the 31st May 2023 with a proviso for a further grace period up to 31st July 2023 on payment of such additional interest on the outstanding dues as on 31st May 2023 which shall yield an IRR of 16.5% thereon.

Further, the Company has paid Rs. 2.896.00 Lakhs upto 31st March 2023 as part payment under the Settlement Agreement dated 7th February 2023.

Existing provision of penal interest / charges is not reversed in the financial statements as the settlement agreement is subject to payment of instalments within stipulated time.

These events/conditions indicate the existence of material uncertainty on the Company's ability to continue as a going concern. Accordingly, the financial statements have been prepared on liquidation basis and as such the assets and liabilities have been recorded at net realisable values / fair values.

38 The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

39 The Company do not have any transactions with companies struck off.

40 In view of losses the disclosure under section 135 of the Company's Act 2013 on CSR activity (Corporate social responsibility) is not applicable.

41 The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period,

42 The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.

43 The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall 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 to or on behalf of the Ultimate Beneficiaries

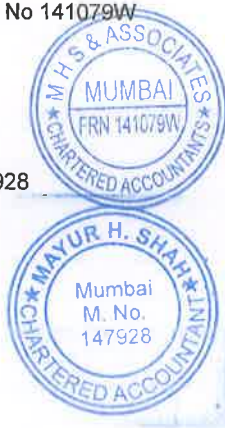


- 44 The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall directly or indirectly lend or invest in other persons or entities identified in any manner 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.
- 45 The Company have not any such transaction which is 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
- 46 The figures have been rounded off to two decimals in Lakhs.
- 47 There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the Balance Sheet date.

As Per Our Report of Even Date
For M H S & Associates
Chartered Accountants
ICAI Firm Registration No 141079W

Mayur H Shah
Partner
Membership No. 147928

Mumbai
Date : 24th May 2023




For and on behalf of the Board of Directors of
Truewin Realty Limited


Prashant K Desai
Director
DIN: 09761728


Kishor Dza
Chief Financial Officer

Mumbai
Date : 24th May 2023


Rakesh Bajaj
Director
DIN: 07619649


Vishal Menon
Company Secretary

