

DIRECTORS' REPORT TO THE SHAREHOLDERS

Your Directors present their Sixteenth Report together with the Audited Financial Statements of your Company for the year ended 31st March, 2017.

FINANCIAL HIGHLIGHTS AND STATE OF COMPANY'S AFFAIRS

(Amount in Rs.)

Particulars	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
Income	3,08,441	4,22,983
(Loss) before Depreciation and Taxation	(4,78,349)	(10,05,734)
Less: Depreciation	0	1,260
(Loss) before Taxation	(4,78,349)	(10,06,994)
Less: Provision for Taxation		
Current Tax	-	-
(Excess) provision for tax relating to prior years	-	-
Deferred Tax	(624)	(382)
(Loss) after Taxation	(4,77,725)	(10,06,612)
(Loss) brought forward from previous year	(16,17,37,816)	(16,07,31,204)
Balance carried to Balance Sheet	(16,22,15,541)	(16,17,37,816)
Net Worth	1,77,84,459	1,82,62,184

The aforesaid financial highlights are based on audited financial statements for the year ended 31st March, 2017, which are Company's first Ind AS financial statements which are required to be prepared in accordance with the Accounting Standards as notified under section 133 of the Companies Act, 2013. Figures for the year ended 31st March, 2016 have been restated under the new Accounting Standards Ind AS to make them comparable with the figures for the year ended 31st March, 2017.

No material changes and commitments have occurred after the closure of the year under review till the date of this report which would affect the financial position of the Company.

OPERATIONS

During the year under review, your Company's income has decreased to Rs. 3,08,441 as compared to Rs. 4,22,983 in the previous year.

Your Company is looking out for other lines of business opportunities in future.

DIVIDEND

In view of the losses, your Directors do not recommend dividend for the year under review.

RESERVES

The Company does not propose to transfer any amount to reserves.

SHARE CAPITAL

The paid up Equity Share Capital as on 31st March, 2017 was Rs. 18,00,00,000 (Rupees Eighteen Crores Only) divided

into 1,80,00,000 (One Crore Eighty Lakhs) Equity Shares of Rs. 10/- each. During the year under review the Company has not issued any shares or any convertible instruments.

PERFORMANCE AND FINANCIAL POSITION OF THE JOINT VENTURE/ASSOCIATE/SUBSIDIARY COMPANY

Your Company holds 99% of the Equity Share Capital of Mahindra Water Utilities Limited, the Subsidiary Company of your Company. Your Company has Rathna Bhoomi Enterprises Private Limited as its Associate Company and Mahindra Inframan Water Utilities Private Limited as its Joint Venture Company.

A Report on the performance & financial position of the Subsidiary, Associate and Joint venture Company and their contribution to the overall performance of the Company, is provided in Form AOC-1 which is attached to the Financial Statements and forms part of this Annual Report.

BOARD OF DIRECTORS

Presently the Board comprises of the following Directors:

Sr. No.	Director (DIN)	Designation	Executive/Non-Executive Director	Independent/Non Independent Director
1.	Ms. Anita Arjundas (DIN: 00243215)	Chairperson	Non-Executive Director	Non Independent Director
2.	Mr. Jayantt Manmadkar (DIN: 03044559)	Director	Non-Executive Director	Non Independent Director
3.	Mr. Vijay Khetan (DIN: 00465161)	Director	Non-Executive Director	Independent Director
4.	Mr. Sanjay Jain (DIN: 06446899)	Director	Non-Executive Director	Independent Director

Mr. Jayantt Manmadkar retires by rotation at the forthcoming Annual General Meeting of the Company and being eligible, offers himself for re-appointment at the forthcoming Annual General Meeting.

Mr. Vijay Khetan (DIN: 00465161) and Mr. Sanjay Jain (DIN: 06446899), Independent Directors of your Company have furnished declarations that they meet the criteria of independence as provided under Section 149 of the Companies Act, 2013.

MEETINGS

The Board of Directors met four times during the year under review viz., on 25th April, 2016, 25th July, 2016, 21st October, 2016 and 18th January, 2017.

The attendance of the Directors at the meetings of the Board was as follows:

Name of Director	Number of Board Meetings Attended
Ms. Anita Arjundas	4
Mr. Vijay Khetan	2
Mr. Jayantt Manmadkar	4
Mr. Sanjay Jain	4

The Annual General Meeting of the Company was held on 25th July, 2016.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) of the Companies Act, 2013, your Directors based on the representation received from the Operating Management and after due enquiry, confirm that:

- in the preparation of the annual accounts, the applicable accounting standards have been followed;
- that such accounting policies have been selected and applied consistently and judgments and estimates made are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2017 and of the loss of the Company for the financial year ended on that date;
- that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- that the annual accounts have been prepared on a going concern basis; and
- that proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

EVALUATION OF PERFORMANCE OF DIRECTORS

The Nomination and Remuneration Committee carried out an evaluation of the overall performance of each Director covering various aspects such as performance, attendance etc.

The Board of Directors of the Company also carried out an annual evaluation of overall performance of the Independent Directors.

MEETING OF INDEPENDENT DIRECTORS

The Independent Directors of the Company met once during the year on 8th December, 2016 without the presence of the Non-Independent Directors or Chief Executive Officer or Chief Financial Officer or any other Management Personnel. The Meeting was conducted in an informal and flexible manner to enable the Independent Directors to discuss matters pertaining to, inter alia, review of performance of Non-Independent Directors and the Board as a whole, assess the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

CODES OF CONDUCT

Your Company has in place Codes of Conduct for Corporate Governance ("the Codes") for its Directors and Senior Management Personnel and Employees. These Codes enunciate the underlying principles governing the conduct of your Company's business and seek to reiterate the fundamental precept that good governance must and would always be an integral part of your Company's ethos.

Your Company has for the year under review, received declarations under the Codes from the Directors, Senior Management Personnel and Employees affirming compliance with the respective Codes.

AUDIT COMMITTEE

The Audit Committee comprises of Mr. Jayantt Manmadkar, Mr. Vijay Khetan & Mr. Sanjay Jain as its Members.

The Audit Committee met Four times during the year under review viz., on 25th April, 2016, 25th July, 2016, 21st October, 2016 and 18th January, 2017.

The attendance at the meetings of the Audit Committee was as follows:

Name of Director	Number of Meetings Attended
Mr. Jayantt Manmadkar	4
Mr. Sanjay Jain	4
Mr. Vijay Khetan	2

NOMINATION AND REMUNERATION COMMITTEE

Your Company has constituted a Nomination and Remuneration Committee and have adopted the terms of reference pursuant to provisions of Section 178 of Companies Act, 2013. The Nomination and Remuneration Committee comprises of Mr. Vijay Khetan (Chairman), Mr. Sanjay Jain and Ms. Anita Arjundas as its Members. The Nomination and Remuneration Committee carried out an evaluation of the performance of individual directors through a structured questionnaire process covering various aspects such as skills, performance, attendance, knowledge etc.

The Nomination and Remuneration Committee met once during the year under review viz., on 25th April, 2016 which was attended by all the members.

RISK MANAGEMENT POLICY

Your Company has formulated a Risk Management Policy including identification therein of the elements of risk which in the opinion of Board may threaten the existence of the Company. Your Company's risk management policy sets out the objectives and elements of risk management within the organization and helps to promote risk awareness amongst employees and to integrate risk management within the corporate culture.

Implementation of the Risk Management Policy is expected to be helpful in managing the risks associated with the business of the Company.

POLICY FOR REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND OTHER EMPLOYEES AND CRITERIA FOR APPOINTMENT/REMOVAL OF DIRECTORS AND SENIOR MANAGEMENT PERSONNEL

In line with the principles of transparency and consistency and upon recommendation of the Nomination and Remuneration Committee, your Board has approved:

- Policy on the appointment/removal of directors and senior management personnel, together with the criteria for determining qualifications, positive attributes and independence of directors.
- Policy on the remuneration of directors, key managerial personnel and other employees.

These policies are provided as **Annexure I** and forms part of this Report.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

Provisions relating to CSR enumerated under section 135 of the Companies Act, 2013 are not applicable to your Company and accordingly, your Company is not required to have a CSR policy.

KEY MANAGERIAL PERSONNEL

Pursuant to provisions of Section 2 (51) and Section 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Key Managerial Personnel of your Company consists of Mr. Santosh Gupta as Chief Executive Officer, Ms. Simly Venu as Chief Financial Officer and Ms. Kinjal Vyas as Company Secretary.

STATUTORY AUDITORS

M/s. Deloitte Haskins & Sells, Chartered Accountants, Mumbai (Firm Registration Number: 117365W) retire as Auditors of the Company at the conclusion of the forthcoming Annual General Meeting (AGM).

Your Board has recommended the appointment of M/s. R. Jaitlia & Company (Firm Registration no.117246W), Chartered Accountants as Statutory Auditors in place of M/s Deloitte Haskins & Sells to hold office for a period of 5 years from the conclusion of the ensuing Annual General meeting till the conclusion of the 21st Annual General meeting of the Company.

As required by the provisions of Section 139 read with Section 141 of the Companies Act, 2013, your Company has received a written consent and certificate from M/s. R. Jaitlia & Company, Chartered Accountants, Mumbai to the effect that their appointment is in conformity with the conditions and criteria specified in the said sections.

The members are requested to appoint M/s. R. Jaitlia & Company, Chartered Accountants as Statutory Auditors for a period of 5 years to hold office from the conclusion of forthcoming AGM till the conclusion of 21st Annual General meeting and fix their remuneration.

The Auditor's Report does not contain any qualification, reservation or adverse remark.

REPORTING OF FRAUDS

During the year under review, the Statutory Auditors have not reported any instances of frauds committed in the Company by its officers or employees to the Audit Committee under section 143 (12) of the Companies Act, 2013 details of which needs to be mentioned in this report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars relating to the energy conservation, technology absorption and foreign exchange earnings and outgo, as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished as **Annexure II** and forms part of this Report.

PARTICULARS OF PUBLIC DEPOSITS, LOANS, GUARANTEES OR INVESTMENTS

Your Company has not accepted any deposits from the public, or its employees, within the meaning of Section 73 of the Companies Act, 2013 and Companies (Acceptance of Deposits) Rules, 2014 during the year under review.

Your Company has not made any loans/advances which are required to be disclosed in the annual accounts of the Company pursuant to Regulations 34(3) and 53(f) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule V, applicable to the ultimate parent company Mahindra and Mahindra Limited.

The particulars of loans given, Investments made and Guarantees and securities provided are given under notes to financial statements and same form part of this Annual Report.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

All transactions with Related Parties during the year under review were in the Ordinary Course of Business and on Arm's Length basis.

Particulars of material contracts or arrangements or transactions with related parties referred to under Sub-section (1) of Section 188 of the Companies Act, 2013 are furnished in Form AOC 2 as **Annexure III** and the same forms part of this Report.

EXTRACT OF ANNUAL RETURN

Pursuant to Section 92(3) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of the Annual Return in Form MGT 9 is provided as **Annexure IV** which forms part of this Report.

INTERNAL CONTROLS

Your Company has an adequate system of internal controls and monitoring procedures as well as adequate internal financial controls on financial statements commensurate with the size and the nature of its business. Besides the Company regularly conducts reviews to assess the adequacy of financial and operating controls for various businesses of the Company. Significant issues, if any, are brought to the attention of the Audit Committee.

SAFETY, HEALTH AND ENVIRONMENTAL PERFORMANCE

Your Company's commitment towards safety, health and environment is being continuously enhanced and persons working are given adequate training on safety and health. The requirements relating to various environmental legislations and environment protection have been duly complied with by your Company.

SUSTAINABILITY

Your Company continues with its journey on sustainable development with conscious efforts to minimize the environmental impact caused by its operations and simultaneously taking responsibility to enable communities to Rise without losing focus on economic performance.

THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

During the year under review no complaints were received under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules framed thereunder.

GENERAL DISCLOSURES

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions/ events on these items during the year under review:

1. Issue of equity shares with differential rights as to dividend, voting or otherwise.
2. Details relating to deposits covered under Chapter V of the Companies Act, 2013.
3. Issue of Shares (Including Sweat Equity Shares) to employees of the Company under any Scheme.
4. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and the Company's operations in future.
5. There were no Shares having voting rights not exercised directly by the employees and for the purchase of which or subscription to which loan was given by the Company.
6. Since your Company is not a listed company the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable.

ACKNOWLEDGEMENTS

Your Directors are pleased to take this opportunity to thank all the stakeholders for their co-operation to the Company during the year under review.

For and on behalf of the Board

Anita Arjundas
Chairperson

Mumbai, 20th April, 2017

ANNEXURE I TO THE DIRECTORS' REPORT

POLICY ON APPOINTMENT/REMOVAL OF DIRECTORS AND SENIOR MANAGEMENT PERSONNEL

I. APPOINTMENT OF DIRECTORS

- The Nomination and Remuneration Committee (NRC) of the Board of Directors (Board) of the Company reviews and assesses Board composition and recommends the appointment of new Directors. In evaluating the suitability of individual Board member, the NRC shall take into account the following criteria regarding qualifications, positive attributes and also independence of director when Independent Director is to be appointed:
 1. All Board appointments will be based on merit, in the context of the skills, experience, diversity, and knowledge, for the Board as a whole to be effective.
 2. Ability of the candidates to devote sufficient time and attention to his/her professional obligations as Director for informed and balanced decision making.
 3. Adherence to the applicable Code of Conduct and highest level of Corporate Governance in letter and in spirit by the Directors.
- Based on recommendation of the NRC, the Board will evaluate the candidate(s) and decide on the selection of the appropriate member. The Board through the Chairman or Director will interact with the new member to obtain his/her consent for joining the Board. Upon receipt of the consent, the new Director will be co-opted by the Board in accordance with the applicable provisions of the Companies Act, 2013 and Rules made thereunder.

REMOVAL OF DIRECTORS

If a Director is attracted with any disqualification as mentioned in any of the applicable Act, Rules and Regulations thereunder or due to non-adherence to the applicable policies of the Company, the NRC may recommend to the Board with reasons recorded in writing, removal of a Director subject to the compliance of the applicable statutory provisions.

SENIOR MANAGEMENT PERSONNEL

The NRC shall identify persons based on merit, experience and knowledge who may be appointed in senior management team.

Senior Management personnel are appointed or promoted and removed/relieved with the authority of Managing Director & CEO based on the business need and the suitability of the candidate. The details of the appointment made and the personnel removed one level below the Key Managerial Personnel during a quarter shall be presented to the Board.

POLICY ON THE REMUNERATION OF THE DIRECTORS, KEY MANAGERIAL PERSONNEL AND OTHER EMPLOYEES

a. Policy for Remuneration of the Directors

Purpose

This Policy sets out the approach to Compensation of Directors in Mahindra Infrastructure Developers Limited.

Policy Statement

We have a well-defined Compensation policy for Directors including the Chairman of the Company. The overall compensation philosophy which guides us is that in order to achieve global leadership and dominance in domestic markets, we need to attract and retain high performers by compensating them at levels that are broadly comparable with the median of the comparator basket while differentiating people on the basis of performance, potential and criticality for achieving competitive advantage in the business.

In order to effectively implement this, we have built our Compensation structure by a regular annual benchmarking over the years with relevant players across the industry we operate in.

NON-EXECUTIVE INCLUDING INDEPENDENT DIRECTORS:

The Nomination and Remuneration Committee (NRC) shall decide the basis for determining the compensation, both fixed and variable, to the Non-Executive Directors, including Independent Directors, whether as commission or otherwise. The NRC shall take into consideration various factors such as director's participation in Board and Committee meetings during the year, other responsibilities undertaken, such as membership or Chairmanship of committees, time spent in carrying out their duties, role and functions as envisaged in Schedule IV of the Companies Act 2013 and such other factors as the NRC may consider deem fit for determining the compensation. The Board shall determine the compensation to Non-Executive Directors within the overall limits specified in the Shareholders resolution.

Executive Directors:

The remuneration to Executive Director(s) shall be recommended by NRC to the Board. The remuneration consists of both fixed compensation and variable compensation and shall be paid as salary, commission, performance bonus, stock options (where applicable), perquisites and fringe benefits as approved by the Board and within the overall limits specified in the Shareholders resolution. While the fixed compensation is determined at the time of their appointment, the variable compensation will be determined annually/half yearly by the NRC based on their performance.

The remuneration involves a balance between fixed and incentive pay reflecting short and long-term performance

objectives appropriate to the working of the Company and its goals.

The Company may also grant Stock Options to the Directors (other than Independent Directors and Promoter) in accordance with the ESOP Scheme of the Company, if any, and subject to the compliance of the applicable statutes and regulations.

b. Policy on Remuneration of Key Managerial Personnel and Employees

This Policy shall be effective from the financial year 2014-15.

Objective

To establish guidelines for remunerating employees fairly and in keeping with Statutes.

Standards

- All employees, irrespective of contract, are to be remunerated fairly and the remuneration is to be externally competitive and internally equitable. The remuneration will be paid in accordance with the laid down Statutes.
- Remuneration for on-roll employees will include a fixed or guaranteed component payable monthly; and a variable component which is based on performance and paid annually in the month of July following the fiscal.
- The fixed component of remuneration will have a flexible component with a bouquet of allowances to enable an employee to choose the allowances as well as the quantum based on laid down limits as per Company policy. The flexible component can be varied only once annually in the month of July i.e. after the salary increment exercise.

- The variable component of the remuneration will be a function of the employee's grade.
- The actual pay-out of variable component of the remuneration will be a function of individual performance as well as business performance. Business performance is evaluated using a Balanced Score Card (BSC) while individual performance is evaluated on Key Result Areas (KRA). Both the BSC and KRAs are evaluated at the end of the fiscal to arrive at the BSC rating of the business and PPS rating of the individual.
- An annual compensation survey is carried out to ensure that the Company's compensation is externally competitive. Based on the findings of the survey and the business performance, the Sector Talent Council decides:
 - a) The increment that needs to be paid for different performance ratings as well as grades.
 - b) The increment for promotions and the total maximum increment.
 - c) The maximum increase in compensation cost in % and absolute.
- Compensation corrections are made in a few cases where it is outside the band or to keep it tune with the market.

For and on behalf of the Board

Anita Arjundas
Chairperson

Mumbai, 20th April, 2017

ANNEXURE II TO THE DIRECTORS' REPORT

PARTICULARS AS PER RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014 AND FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED 31ST MARCH, 2017

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

(A) Conservation of energy-

- (i) The steps taken or impact on conservation of energy:

The Operations of your Company are not energy-intensive. However, adequate measures have been taken to reduce energy consumption.

- (ii) The steps taken by the Company for utilizing alternate sources of energy: Not Applicable

- (iii) The capital investment on energy conservation equipment: Nil

(B) Technology absorption:

- (i) The efforts made towards technology absorption: None

- (ii) The benefits derived like product improvement, cost reduction, product development or import substitution: Not Applicable

- (iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):
Not Applicable

- (iv) The expenditure incurred on Research and Development: Nil

(C) Foreign exchange earnings and Outgo

- (i) The Foreign Exchange earned in terms of actual inflows during the year: Nil

- (ii) The Foreign Exchange outgo during the year in terms of actual outflows: Nil

For and on behalf of the Board

Anita Arjundas
Chairperson

Mumbai, 20th April, 2017

ANNEXURE III TO THE DIRECTORS' REPORT**FORM NO. AOC.2**

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis: Not Applicable
2. Details of material contracts or arrangement or transactions at **arm's length basis**:

Sr. No.	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any.	Date(s) of approval by the Board, if any	Amount paid as advances, if any
1	Mahindra and Mahindra Limited Ultimate Holding Company	Services availed	1 st April, 2016 to 31 st March, 2017	Rs. 230,352	Not Applicable	Nil
2	Mahindra and Mahindra Limited Ultimate Holding Company	Insurance Premium	1 st April, 2016 to 31 st March, 2017	Rs. 12,608	Not Applicable	Nil
3	Mahindra Lifespace Developers Limited Holding Company	Services Availed	1 st April, 2016 to 31 st March, 2017	Rs. 79,350	Not Applicable	Nil

Note: for the purpose of materiality, the following criteria have been considered.

- 10% of turnover of the Company or Rs. One hundred crore, whichever is lower is considered as material for the purpose of disclosure in respect of Contracts/transactions/arrangements for sale, purchase, or supply of any goods or materials.
- 10% of net worth of the Company or Rs. One hundred crore, whichever is lower is considered as material for the purpose of disclosure in respect of Contracts/transactions/arrangements for selling or otherwise disposing of or buying property of any kind.
- 10% of the net worth of the Company or 10% of turnover of the Company or Rs. One hundred crore, whichever is lower is considered as material for the purpose of disclosure in respect of Contracts/transactions/arrangements for leasing of property of any kind.
- 10% of turnover of the Company or Rs. Fifty crores, whichever is lower is considered as material for the purpose of disclosure in respect of Contracts/transactions/arrangements for rendering of services.

For and on behalf of the Board

Anita Arjundas
Chairperson

Mumbai, 20th April, 2017

ANNEXURE IV TO THE DIRECTORS' REPORT**Form No. MGT-9****EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31st March, 2017**[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies
(Management and Administration) Rules, 2014**I. REGISTRATION AND OTHER DETAILS:**

i)	CIN	U45201MH2001PLC131942
ii)	Registration Date	10/05/2001
iii)	Name of the Company	MAHINDRA INFRASTRUCTURE DEVELOPERS LIMITED
iv)	Category/Sub-Category of the Company	Company Limited By Shares (Indian Non-Government Company)
v)	Address of the Registered office and contact details	Mahindra Towers, Worli Mumbai - 400 018, Maharashtra, India Tel: +91 22-24905633 Fax: +91 22-24900833
vi)	Whether listed Company (Yes/No)	No
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Not Applicable

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

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

Sr. No.	Name and Description of main product/services	NIC Code of the Product/service	% to total turnover of the company
-	-	-	-

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/Subsidiary/ Associate	% of Shares Held	Applicable Section
1	Mahindra Lifespace Developers Limited. Mahindra Towers, 5 th Floor, Worli, Mumbai - 400 018.	L45200MH1999PLC118949	Holding Company	100%	2(46)
2	Mahindra and Mahindra Ltd. Gateway Building, Apollo Bunder, Mumbai 400 001	L65990MH1945PLC004558	Ultimate Holding Company	-	2(46)
3	Mahindra Water Utilities Limited. Gateway Building, Apollo Bunder, Mumbai 400 001	U45205MH1999PLC121235	Subsidiary	99%	2(87)
4	Mahindra Inframan Water Utilities Private Limited. Mahindra Towers, P. K. Kurne Chowk, Worli, Mumbai - 400 018.	U90000MH2004PTC144079	Joint Venture Company	50%	2(6)
5	Rathna Bhoomi Enterprises Private Ltd. Mahindra Towers, 'A' Wing Fifth floor, Dr. G. M. Bhosale Marg, Worli, Mumbai - 400 018.	U67120MH1997PTC291256	Associate	50%	2(6)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity):

(i) Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	–	–	–	–	–	–	–	–	–
b) Central Govt.	–	–	–	–	–	–	–	–	–
c) State Govt.	–	–	–	–	–	–	–	–	–
d) Bodies Corp.	–	1,80,00,000*	1,80,00,000*	100%	–	1,80,00,000*	1,80,00,000*	100%	–
e) Banks/FI	–	–	–	–	–	–	–	–	–
f) Any Other...	–	–	–	–	–	–	–	–	–
Sub-total (A)(1):-	–	1,80,00,000*	1,80,00,000*	100%	–	1,80,00,000*	1,80,00,000*	100%	–
(2) Foreign									
a) NRIs – Individuals	–	–	–	–	–	–	–	–	–
b) Other – Individuals	–	–	–	–	–	–	–	–	–
c) Bodies Corp.	–	–	–	–	–	–	–	–	–
d) Banks/FI	–	–	–	–	–	–	–	–	–
e) Any Other	–	–	–	–	–	–	–	–	–
Sub-total (A)(2):-	–	–	–	–	–	–	–	–	–
Total shareholding of Promoter (A)=(A)(1)+(A)(2)	–	1,80,00,000*	1,80,00,000*	100%	–	1,80,00,000*	1,80,00,000*	100%	–
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	–	–	–	–	–	–	–	–	–
b) Banks/FI	–	–	–	–	–	–	–	–	–
c) Central Govt.	–	–	–	–	–	–	–	–	–
d) State Govt(s)	–	–	–	–	–	–	–	–	–
e) Venture Capital Funds	–	–	–	–	–	–	–	–	–
f) Insurance Companies	–	–	–	–	–	–	–	–	–
g) FIs	–	–	–	–	–	–	–	–	–
h) Foreign Venture Capital Funds	–	–	–	–	–	–	–	–	–
i) Others (specify)	–	–	–	–	–	–	–	–	–
Sub-total (B)(1):-									
2. Non-Institutions									
a) Bodies Corp.	–	–	–	–	–	–	–	–	–
(i) Indian	–	–	–	–	–	–	–	–	–
(ii) Overseas	–	–	–	–	–	–	–	–	–
b) Individual	–	–	–	–	–	–	–	–	–
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	–	–	–	–	–	–	–	–	–
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	–	–	–	–	–	–	–	–	–
c) Others (specify)	–	–	–	–	–	–	–	–	–
Sub-total (B)(2):-	–	–	–	–	–	–	–	–	–

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Total Public Shareholding (B)=(B)(1) + (B)(2)	–	–	–	–	–	–	–	–	–
C. Shares held by Custodian for GDRs & ADRs	–	–	–	–	–	–	–	–	–
Grand Total (A+B+C)	–	1,80,00,000*	1,80,00,000*	100%	–	1,80,00,000*	1,80,00,000*	100%	–

* Includes 6 shares held by nominees of Mahindra Lifespace Developers Limited jointly with Mahindra Lifespace Developers Limited.

(ii) Shareholding of Promoters:

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% of change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	
1.	Mahindra Lifespace Developers Limited	1,79,99,994	100%	–	1,79,99,994	100%	–	0%
2.	Mahindra Lifespace Developers Limited jointly with Mr. Roshan Gandhi**	1	0%	–	1	0%	–	0%
3.	Mahindra Lifespace Developers Limited jointly with Mr. Ulhas Bhosale**	1	0%	–	1	0%	–	0%
4.	Mahindra Lifespace Developers Limited jointly with Mr. Suhas Kulkarni **	1	0%	–	1	0%	–	0%
5.	Mahindra Lifespace Developers Limited jointly with Mr. Basant Jain **	1	0%	–	1	0%	–	0%
6.	Mahindra Lifespace Developers Limited jointly with Ms. Anita Arjundas **	1	0%	–	1	0%	–	0%
7.	Mahindra Lifespace Developers Limited jointly with Mr. Narayan Shankar **	1	0%	–	1	0%	–	0%
	Total	1,80,00,000	100%	–	1,80,00,000	100%	–	0%

** Jointly held with Mahindra Lifespace Developers Limited to comply with the statutory provisions of Companies Act with regard to minimum number of members.

(iii) Change in Promoters' Shareholding (please specify, if there is no change):

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
	At the beginning of the year	1,80,00,000	100%	1,80,00,000	100%
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc):	No Change	–	No Change	–
	At the end of the year	1,80,00,000	100%	1,80,00,000	100%

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

Sr. No.	Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
	Not Applicable				

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
	At the beginning of the year				
1	Ms. Anita Arjundas ***	1	0%	1	0%
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc):	No Change			
	At the end of the year	1	0%	1	0%

*** Shares held as nominee of Mahindra Lifespace Developers Limited jointly with Mahindra Lifespace Developers Limited.

V. INDEBTEDNESS:

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

(Amount in Rs.)

PARTICULARS	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
• Addition	-	-	-	-
• Reduction	-	-	-	-
Net change	-	-	-	-
Indebtedness at the end of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A. Remuneration to Managing Director, Whole-Time Directors and/or Manager: Not Applicable

(Amount in Rs.)

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount
	Gross Salary		
1.	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	Nil	Nil
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	Nil	Nil
	(c) Profits in lieu of salary under Section 17(3) of the Income Tax Act, 1961	Nil	Nil
2.	Stock Option	Nil	Nil
3.	Sweat Equity	Nil	Nil
4.	Commission	Nil	Nil
	– As % of Profit	Nil	Nil
	– Others, specify...	Nil	Nil
5.	Others, please specify	Nil	Nil
	Total (A)	Nil	Nil
	Ceiling as per the Act	–	–

B. Remuneration of other directors:

(Amount in Rs.)

	Particulars of Remuneration	Name of Directors				Total
		Ms. Anita Arjundas	Mr. Vijay Khetan	Mr. Sanjay Jain	Mr. Jayant Manmadkar	
1.	Independent Directors					
	• Fee for attending Board/Committee meetings	Nil	Nil	Nil	Nil	Nil
	• Commission	Nil	Nil	Nil	Nil	Nil
	• Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total (1)	Nil	Nil	Nil	Nil	Nil
2.	Other Non-Executive Directors					
	• Fee for attending Board/Committee meetings	Nil	Nil	Nil	Nil	Nil
	• Commission	Nil	Nil	Nil	Nil	Nil
	• Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total (2)	Nil	Nil	Nil	Nil	Nil
	Total B = (1+2)	Nil	Nil	Nil	Nil	Nil
	Total Managerial Remuneration	Nil	Nil	Nil	Nil	Nil
	Ceiling as per the Act					

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

(Amount in Rs.)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			Total
		Chief Executive Officer	Company Secretary	Chief Financial Officer	
		Mr. Santosh Gupta	Ms. Kinjal Vyas	Ms. Simly Venu	
1.	Gross Salary				
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	–	–	–	–
	(b) Value of perquisites u/s 17(2) Income Tax Act, 1961	–	–	–	–
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	–	–	–	–
2.	Stock Option	–	–	–	–
3.	Sweat Equity	–	–	–	–
4.	Commission	–	–	–	–
	– As % of Profit	–	–	–	–
	– Others, specify...	–	–	–	–
5.	Others, please specify	19,000	3,00,000	25,000	3,44,000
	Total	19,000	3,00,000	25,000	3,44,000

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES: Not Applicable

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/ NCLT/court)	Appeal made, if any (give details)
A. COMPANY					
Penalty	–	–	–	–	–
Punishment	–	–	–	–	–
Compounding	–	–	–	–	–
B. DIRECTORS					
Penalty	–	–	–	–	–
Punishment	–	–	–	–	–
Compounding	–	–	–	–	–
C. OTHER OFFICERS IN DEFAULT					
Penalty	–	–	–	–	–
Punishment	–	–	–	–	–
Compounding	–	–	–	–	–

For and on behalf of the Board

Anita Arjundas
Chairperson

Mumbai, 20th April, 2017

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF MAHINDRA INFRASTRUCTURE DEVELOPERS LIMITED

Report on the Ind AS Financial Statements

We have audited the accompanying Ind AS financial statements of **Mahindra Infrastructure Developers Limited** ("the Company"), which comprise the Balance Sheet as at 31 March, 2017, and 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 the significant accounting policies and other explanatory information.

Management's Responsibility for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed 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 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these Ind AS financial statements based on our audit.

In conducting our audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks

of material misstatement of the Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the Ind AS financial statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March, 2017, and its loss, total comprehensive loss, its cash flows and the changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, 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.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act.
 - e) On the basis of the written representations received from the directors as on 31 March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2017 from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

- 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, as amended, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. The Company did not have any holdings or dealings in Specified Bank Notes as defined in the Notification S.O. 3407(E) dated the 8 November, 2016 of the Ministry of Finance, during the period from 8 November, 2016 to 30th December, 2016.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
Firm's Registration No. 117365W

Uday M. Neogi
Partner
Membership No. 30235

Place: Mumbai
Date: 20th April, 2017

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT TO THE MEMBERS OF MAHINDRA INFRASTRUCTURE DEVELOPERS LIMITED

[Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date]

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of Mahindra Infrastructure Developers Limited (“the Company”) as of 31 March, 2017 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, 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 system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
Firm’s Registration No. 117365W

Uday M. Neogi
Partner

Place: Mumbai
Date: 20th April, 2017

Membership No. 30235

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MAHINDRA INFRASTRUCTURE DEVELOPERS LIMITED

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
- (b) The Company has a program of verification of fixed assets once in every three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. The last physical verification was carried out in March, 2015, accordingly no physical verification of fixed assets was carried out by the Management during the year.
- (c) According to the information and explanations given to us and the records examined by us, we report that the building has been constructed by the Company on the leasehold land pursuant to the lease agreement dated 17 January, 2003 between Tirumala Tirupati Devasthanams and the Company, where the Company is the lessee in the agreement, however the book value of the building as at 31 March, 2017 is Rs. Nil, refer Note 26 to the Ind AS financial statements.
- (ii) As explained to us, the inventories were not physically verified during the year. The write-down of the inventory was made in the previous year and inventory is valued at Rs. Nil.
- (iii) The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013 ("the Act").
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 186 of the Companies Act, 2013 in respect of investments made. The Company has not granted any loans or provided guarantees and security under Sections 185 and 186 of the Act.
- (v) According to the information and explanations given to us, the Company has not accepted any deposit during the year.
- (vi) Having regard to the nature of the Company's business / activities, reporting under clause (vi) the Order relating to the maintenance of cost records of is not applicable.
- (vii) According to the information and explanations given to us in respect of statutory dues:
- (a) The Company has generally been regular in depositing undisputed statutory dues, including Income-tax, Service Tax, Cess and other material statutory dues applicable to it to the appropriate authorities.
- (b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at 31 March, 2017 for a period of more than six months from the date they became payable.
- (c) According to the records of the Company, there are no dues of Income-tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax which

have not been deposited as at 31 March, 2017 on account of any dispute.

- (viii) The Company has not taken any loans or borrowings from financial institutions, banks and Government or has not issued any debentures. Hence reporting under clause (viii) of the Order is not applicable to the Company.
- (ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause (ix) of the Order is not applicable.
- (x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- (xi) According to the information and explanations given to us, there is no amount payable as a managerial remuneration under the provisions of Section 197 read with Schedule V to the Act.
- (xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2016 Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, the Company is in compliance with Sections 188 and 177 of the Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the Ind AS financial statements etc., as required by the applicable accounting standards.
- (xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of the Order is not applicable to the Company.
- (xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with him and hence provisions of Section 192 of the Act are not applicable.
- (xvi) The Company is not required to be registered under Section 45-I of the Reserve Bank of India Act, 1934.

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
Firm's Registration No. 117365W

Uday M. Neogi
Partner
Membership No. 30235

Place: Mumbai
Date: 20th April, 2017

BALANCE SHEET AS AT 31ST MARCH, 2017

	Note No.	As at 31 st March, 2017	As at 31 st March, 2016	(Amount in ₹) As at 1 st April, 2015
I ASSETS				
Non-current assets				
(a) Property, plant and equipment	5	–	2,031	3,291
(b) Financial assets				
(i) Investments.....	6	1,028,989	798,989	749,990
(c) Other non-current assets	7	2,489,325	2,458,481	2,420,381
Total Non-current assets (I)		3,518,314	3,259,501	3,173,662
Current assets				
(a) Inventories	8	–	–	371,004
(b) Financial assets				
(i) Trade receivables	9	200,161	22,113,421	22,113,421
(ii) Cash and cash equivalents	10(a)	22,830,600	285,092	252,479
(iii) Bank balances other than (ii) above	10(b)	3,146,709	4,524,676	5,268,315
(iv) Others	11	152,480	89,878	234,210
(c) Other current assets	7	788,818	804,216	804,508
Total current assets (II)		27,118,768	27,817,283	29,043,937
Total assets [(I) + (II)]		30,637,082	31,076,784	32,217,599
II EQUITY AND LIABILITIES				
Equity				
(a) Equity share capital	12	180,000,000	180,000,000	180,000,000
(b) Other equity	13	(162,215,541)	(161,737,816)	(160,731,204)
Total equity (III)		17,784,459	18,262,184	19,268,796
Liabilities				
Non-current liabilities				
(a) Deferred tax liabilities	14	–	624	1,006
Total Non-current liabilities (IV)		–	624	1,006
Current liabilities				
(a) Financial liabilities				
(i) Trade payables	15			
– total outstanding dues of micro enterprises and small enterprises		–	–	–
– total outstanding dues of trade payables other than micro enterprises and small enterprises.....		12,082,963	12,075,833	11,866,810
(ii) Other financial liabilities	16	–	–	200,000
(b) Other current liabilities.....	17	769,660	738,143	880,987
Total current liabilities (V)		12,852,623	12,813,976	12,947,797
Total equity and liabilities [(III) + (IV) + (V)]		30,637,082	31,076,784	32,217,599

See accompanying notes forming part of the financial statements

For Deloitte Haskins & Sells

Chartered Accountants
Firm's Registration No. 117365W

Uday M. Neogi
Partner
Membership No. 30235

Kinjal Vyas
Company Secretary
ACS: 35527

Place: Mumbai
Date: 20th April, 2017

Santosh J. Gupta
Chief Executive Officer

Simly Venu
Chief Financial Officer

Place: Mumbai
Date: 20th April, 2017

For and on behalf of the Board of Directors

Anita Arjundas Chairperson (DIN: 00243215)

Vijay Khetan Director (DIN: 00465161)

Sanjay Jain Director (DIN: 06446899)

Jayant Manmadkar Director (DIN: 03044559)

Place: Mumbai
Date: 20th April, 2017

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2017

Particulars	Note No.	(Amount in ₹)	
		For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
I Revenue from operations.....	18	-	42,000
II Other income.....	19	308,441	380,983
III Total income (I+II)		308,441	422,983
IV Expenses			
(a) Changes in inventories of finished goods.....	20	-	371,004
(b) Employee benefit expense.....	21	79,350	33,317
(c) Depreciation expense.....	5	-	1,260
(d) Other expenses.....	22	707,440	1,024,396
Total Expenses (IV)		786,790	1,429,977
V Profit/(Loss) before tax (III-IV)		(478,349)	(1,006,994)
VI Tax Expense			
(1) Current tax.....		-	-
(2) Deferred tax.....	14	(624)	(382)
Total tax expense		(624)	(382)
VII Profit/(Loss) for the year (V-VI)		(477,725)	(1,006,612)
Other comprehensive income		-	-
(1) Items that will not be reclassified to profit or loss.....		-	-
(2) Items that may be reclassified to profit or loss.....		-	-
VIII Total other comprehensive income (1)+(2)		-	-
IX Total comprehensive income for the year (VII+VIII)		(477,725)	(1,006,612)
X Earnings per equity share			
Basic/Diluted.....	24	(0.03)	(0.06)

See accompanying notes forming part of the financial statements

For **Deloitte Haskins & Sells**
Chartered Accountants
Firm's Registration No. 117365W

Uday M. Neogi
Partner
Membership No. 30235

Place: Mumbai
Date: 20th April, 2017

Kinjal Vyas
Company
Secretary
ACS: 35527

Santosh J. Gupta
Chief Executive
Officer
Simly Venu
Chief Financial
Officer

Place: Mumbai
Date: 20th April, 2017

For and on behalf of the Board of Directors

Anita Arjundas Chairperson (DIN: 00243215)
Vijay Khetan Director (DIN: 00465161)
Sanjay Jain Director (DIN: 06446899)
Jayant Manmadkar Director (DIN: 03044559)

Place: Mumbai
Date: 20th April, 2017

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2017

Particulars	Note No.	(Amount in ₹)	
		Year ended 31 st March, 2017	Year ended 31 st March, 2016
Cash flow from operating activities			
Profit/(Loss) for the year.....		(477,725)	(1,006,612)
Adjustments for:			
Income tax expense recognised in the statement of profit and loss.....		(624)	(382)
Interest income recognised in profit or loss.....	19	(308,441)	(380,983)
Depreciation expenses.....	5	–	1,260
Impairment of property, plant and equipment.....	5	2,031	–
		(784,759)	(1,386,717)
Movements in working capital:			
Decrease in inventories.....	8	–	371,004
Decrease in trade receivables.....	9	21,913,260	–
Increase in other financial assets.....	11	(16,890)	–
Decrease in other current assets.....	7	15,398	292
Increase in trade payables.....	15	7,130	209,023
Decrease in other financial liabilities.....	16	–	(200,000)
Increase/(decrease) in other current liabilities.....	17	31,517	(142,844)
Income taxes paid.....		(30,844)	(38,100)
Net cash generated by/(used in) operating activities.....		21,134,812	(1,187,342)
Cash flows from investing activities			
Purchase of investment - subsidiary (refer Note No. 30).....		(230,000)	(48,999)
Interest received.....		262,729	525,315
Bank balances not considered as cash and cash equivalents			
– Placed.....		(1,531,530)	(4,524,676)
– Matured.....		2,909,497	5,268,315
Net cash generated by investing activities.....		1,410,696	1,219,955
Net cash generated by financing activities.....		–	–
Net increase in cash and cash equivalents.....		22,545,508	32,613
Cash and cash equivalents at the beginning of the year.....	10(a)	285,092	252,479
Cash and cash equivalents at the end of the year.....	10(a)	22,830,600	285,092

See accompanying notes forming part of the financial statements

For **Deloitte Haskins & Sells**

Chartered Accountants
Firm's Registration No. 117365W

Uday M. Neogi

Partner
Membership No. 30235

Place: Mumbai
Date: 20th April, 2017

Kinjal Vyas

Company
Secretary
ACS: 35527

Santosh J. Gupta

Chief Executive
Officer

Simly Venu

Chief Financial
Officer

Place: Mumbai
Date: 20th April, 2017

For and on behalf of the Board of Directors

Anita Arjundas

Chairperson (DIN: 00243215)

Vijay Khetan

Director (DIN: 00465161)

Sanjay Jain

Director (DIN: 06446899)

Jayant Manmadkar

Director (DIN: 03044559)

Place: Mumbai
Date: 20th April, 2017

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2017

A. Equity share capital	(Amount in ₹)
Balance as at 1 April, 2015	180,000,000
Changes in equity share capital during the year	–
Balance as at 31 March, 2016	180,000,000
Changes in equity share capital during the year	–
Balance as at 31 March, 2017	180,000,000

B. Other Equity	Retained earnings (Amount in ₹)
Balance as at 1 April, 2015 (A)	(160,731,204)
Profit/(Loss) for the year (B)	(1,006,612)
Other comprehensive income (C)	–
Total comprehensive income (D) = [(B)+(C)]	(1,006,612)
Balance as 31 March, 2016 (E) = [(A)+(D)]	(161,737,816)
Profit/(Loss) for the year (F)	(477,725)
Other comprehensive income (G)	–
Total comprehensive income (H) = [(F)+(G)]	(477,725)
Balance as at 31 March, 2017 (I) = [(F)+(H)]	(162,215,541)

See accompanying notes forming part of the financial statements

For **Deloitte Haskins & Sells**
Chartered Accountants
Firm's Registration No. 117365W

Uday M. Neogi
Partner
Membership No. 30235

Place: Mumbai
Date: 20th April, 2017

Kinjal Vyas
Company
Secretary
ACS: 35527

Santosh J. Gupta
Chief Executive
Officer
Simly Venu
Chief Financial
Officer

Place: Mumbai
Date: 20th April, 2017

For and on behalf of the Board of Directors

Anita Arjundas Chairperson (DIN: 00243215)
Vijay Khetan Director (DIN: 00465161)
Sanjay Jain Director (DIN: 06446899)
Jayant Manmadkar Director (DIN: 03044559)

Place: Mumbai
Date: 20th April, 2017

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017

1. Corporate information

Mahindra Infrastructure Developers Limited ("the Company") is a public company incorporated in India on 10th May, 2001 under the provisions of erstwhile Companies Act, 1956. The registered office of the Company is located at 5th Floor, Mahindra Towers, Dr. G. M. Bhosale Marg, P. K. Kurne Chowk, Worli, Mumbai – 400 018.

The Company is in the business of development of infrastructure projects and infrastructure related services.

The Company is subsidiary of Mahindra Lifespace Developers Limited, Mumbai, a company incorporated in India. The ultimate parent company is Mahindra & Mahindra Limited.

2. Significant Accounting Policies

2.1 Statement of compliance and Basis of preparation and presentation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) Rules, 2016. For all periods upto and including the financial year ended 31st March, 2016, the Company prepared its financial statements in accordance with accounting standards notified under the Section 133 of the Companies Act, 2013 (Previous GAAP) which includes standards notified under the Companies (Accounting Standards) Rules, 2006. These financial statements for the year ended 31st March, 2017 are the Company's first Ind AS financial statements. The date of transition to Ind AS is 1st April, 2015. Refer to Note No. 4 for information on how the Company adopted Ind AS.

All assets and liabilities are classified as current if it is expected to realise or settle within 12 months after the Balance Sheet date.

The financial statements are presented in Indian Rupees (₹) which is also the Company's functional currency.

The financial statements were approved by the Board of Directors and authorised for issue on 20th April, 2017.

2.2 Property, plant and equipment

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation less accumulated impairment, if any. Cost includes financing cost relating to borrowed funds attributable to the construction or acquisition of qualifying tangible assets upto the date the assets are ready for use. The estimated useful lives, residual values, are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

When an asset is scrapped or otherwise disposed off, the cost and related depreciation are removed from the books of account and resultant profit or loss, if any, is reflected in the statement of profit and loss.

Depreciation on assets (other than impaired assets) is calculated on straight line method at the rate of 11.31% p.a. which is based on useful life of about 9 years determined on the basis of technical evaluation by the Management of the Company and is different from the useful life of 15 years indicated in part C of schedule II to the Companies Act, 2013.

2.3 Impairment of assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash

flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

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

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the statement profit and loss.

2.4 Inventories

Inventories are stated at the lower of cost and net realisable value, whichever is lower. Cost is arrived at on first-in-first-out basis and includes overheads on absorption basis, where appropriate.

Financial assets and Liabilities

2.5 Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of profit or loss.

2.6 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the market place.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

2.6.1 Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets. With respect to trade receivables, the Company measures the loss allowances at an amount equal to lifetime expected credit losses.

2.6.2 Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in the statement of profit and loss if such gain or loss would have otherwise been recognised in the statement of profit and loss on disposal of that financial asset.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017

2.7 Financial liabilities and equity instruments

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

2.7.1 Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in the statement of profit and loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

2.7.1.1 Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at Fair value through profit and loss.

2.7.1.2 Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between the lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the statement of profit and loss.

2.8 Revenue recognition

Revenue on account of sale of services is recognised under the completed service contract method to the extent it is probable that the economic benefit will flow to the Company and the revenue can be reliably measured.

Sales are recognised, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers.

Dividend income is recognised in the statement of profit and loss when the right to receive payment is established.

Interest Income is accounted for on time proportion basis.

2.9 Taxation

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

2.9.1 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

2.9.2 Deferred tax

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases. Deferred tax assets are recognized to the extent that it

is probable that future taxable income will be available against which the deductible temporary differences could be utilized.

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

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

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

2.9.3 Current and deferred tax for the year

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

2.9.4 Minimum Alternate Tax (MAT):

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax against which the MAT paid will be adjusted.

2.10 Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.11 Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit/(loss) for the year is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

3. Use of estimates and judgments

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses, etc. at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

4. First-time adoption – mandatory exceptions and optional exemptions

Mandatory exceptions:

Accounting Estimates

The Company's estimates in accordance with Ind AS at the date of transition are consistent with previous GAAP (after adjustments to reflect any difference in accounting policies) or are required under Ind AS but not under previous GAAP.

Derecognition of financial assets and financial liabilities

The Company has applied the derecognition requirements of financial assets and financial liabilities prospectively for transactions occurring on or after 1st April 2015 (the transition date).

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017**Classification of debt instruments**

The Company has determined the classification of debt instruments in terms of whether they meet the amortised cost criteria or the FVTOCI criteria based on the facts and circumstances that existed as of the transition date.

Impairment of financial assets

The Company has applied the impairment requirements of Ind AS 109 retrospectively; however, as permitted by Ind AS 101, it has used reasonable and supportable information that is available without undue cost or effort to determine the credit risk at the date that financial instruments were initially recognised in order to compare it with the credit risk at the transition date. Further, the Company has not undertaken an exhaustive search for information when determining, at the date of transition to Ind ASs, whether there have been significant increases in credit risk since initial recognition, as permitted by Ind AS 101.

Optional exemptions:**Deemed cost for property, plant and equipment**

The Company has not elected the exemption of previous GAAP carrying value of all its Property, Plant and Equipment and Intangible Assets recognised as of 1st April, 2015 (transition date) as deemed cost. Consequently, cost in respect of property, plant and equipment has been retrospectively remeasured in accordance with Ind AS.

Deemed cost for Investments in subsidiary, joint ventures and associates

The company has elected the exemption of previous GAAP carrying amount of its investments in subsidiary, joint ventures and associates as of 1st April, 2015 (transition date) considering as deemed cost.

Note 5 – Property, plant and equipment

(Amount in ₹)

Description of assets	Buildings	Plant and equipment	Office equipment	Furniture and fixtures	Vehicles	Computer	Total
I. Cost or deemed cost							
Balance as at 1 April, 2016.....	3,158,995	19,482,323	9,500	28,189	96,000	135,277	22,910,284
Additions.....	-	-	-	-	-	-	-
Disposals.....	-	-	-	-	-	-	-
Balance as at 31 March, 2017.....	3,158,995	19,482,323	9,500	28,189	96,000	135,277	22,910,284
II. Accumulated depreciation and impairment							
Balance as at 1 April, 2016.....	3,158,995	19,480,292	9,500	28,189	96,000	135,277	22,908,253
Depreciation expense.....	-	-	-	-	-	-	-
Eliminated on disposal of assets.....	-	-	-	-	-	-	-
Impairment loss recognised in profit or loss.....	-	2,031	-	-	-	-	2,031
Balance as at 31 March, 2017.....	3,158,995	19,482,323	9,500	28,189	96,000	135,277	22,908,253
III. Net carrying amount (I-II)							
Balance as at 31 March, 2017.....	-	-	-	-	-	-	-
Balance as at 31 March, 2016.....	-	2,031	-	-	-	-	2,031

(Amount in ₹)

Description of assets	Buildings	Plant and equipment	Office equipment	Furniture and fixtures	Vehicles	Computers	Total
I. Cost or deemed cost							
Balance as at 1 April, 2015.....	3,158,995	19,482,323	9,500	28,189	96,000	135,277	22,910,284
Additions.....	-	-	-	-	-	-	-
Disposals.....	-	-	-	-	-	-	-
Balance as at 31 March, 2016.....	3,158,995	19,482,323	9,500	28,189	96,000	135,277	22,910,284
II. Accumulated depreciation and impairment							
Balance as at 1 April, 2015.....	3,158,995	19,479,032	9,500	28,189	96,000	135,277	22,906,993
Depreciation expense.....	-	1,260	-	-	-	-	1,260
Eliminated on disposal of assets.....	-	-	-	-	-	-	-
Impairment loss recognised in profit or loss.....	-	-	-	-	-	-	-
Balance as at 31 March, 2016.....	3,158,995	19,480,292	9,500	28,189	96,000	135,277	22,908,253
III. Net carrying amount (I-II)							
Balance as at 31 March, 2016.....	-	2,031	-	-	-	-	2,031
Balance as at 1 April, 2015.....	-	3,291	-	-	-	-	3,291

Impairment losses recognised in the year:

During the year ended on 31st March, 2017, the impairment loss of ₹ 2,031 representing the written-down value of certain plant and equipment recognised as a result of technological obsolescence. This is recognised in the statement of profit and loss in 'Other Expenses' Note No. 22.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017
Note 6 – Investments

Particulars	Face Value (Rs.)	As at 31 st March, 2017		As at 31 st March, 2016		As at 1 st April, 2015	
		Nos.	Amount in Rs.	Nos.	Amount in Rs.	Nos.	Amount in Rs.
A. Investments carried at cost or deemed cost							
I. Unquoted Investments (all fully paid) Investments in Equity Instruments							
– of subsidiaries							
Mahindra Water Utilities Private Limited (subsidiary with effect from 27 July, 2015, prior to that it was a joint venture) (Refer Note No. 30)	10	98,999	778,999	98,999	548,999	–	–
– of joint ventures							
Mahindra Inframan Water Utilities Private Limited Mahindra Water Utilities Private Limited (joint venture upto 26 July 2015, subsequently it has become subsidiary)	10	24,999	249,990	24,999	249,990	24,999	249,990
– of associate							
Ratna Bhoomi Enterprise Private Limited	10	500	–	500	–	500	–
Investments in Preference shares							
– of associate							
10% Non-cumulative redeemable participating optionally convertible preference shares in Ratna Bhoomi Enterprise Private Limited (Refer Notes below).....	10	119,250	–	119,250	–	119,250	–
Total (A)	–	–	1,028,989	–	798,989	–	749,990
B. Investment carried at fair value through other comprehensive income							
Unquoted Investments (all fully paid)							
Investments in Equity Instruments							
New Tirupur Area Development Corporation Limited	10	15,000,000	–	15,000,000	–	15,000,000	–
Total (B)	–	–	–	–	–	–	–
Total Investments (A) + (B)	–	–	1,028,989	–	798,989	–	749,990

Notes:

- The shares will be redeemed at par at the option of the associate, any time after five years but before twenty years from the date of allotment i.e 9th December, 2002. The shares at the option of the Company will be convertible into fully paid equity shares of the face value of ₹ 10 each anytime after 36 months from the date of allotment of the shares.
- The Company has right to participate in surplus profit when in any financial year, after declaring and paying a dividend of 10% to non-cumulative redeemable participating convertible preference shareholders and 10% to equity shareholders by the associate, there is any balance of surplus profits proposed to be distributed to shareholders, the same shall be applied in paying a dividend to both the classes of shareholders, viz., equity and 10% non-cumulative redeemable participating optionally convertible preference shares treated as one class. In the event of the winding up of the associate, if there is still a surplus after making a complete refund to all the shareholders, such surplus shall be distributed amongst both the classes of shareholders, viz equity and 10% non-cumulative redeemable participating optionally convertible preference shares treated as one class.

Note 7 – Other assets

Particulars	As at 31 st March, 2017		As at 31 st March, 2016		As at 1 st April, 2015	
	Non-current	Current	Non-current	Current	Non-current	Current
(a) Prepayment	–	–	–	15,398	–	15,690
(b) Income tax assets (net).....	2,363,125	–	2,332,281	–	2,294,181	–
(c) Balances with government authorities (other than income taxes)						
Service tax credit receivables	–	788,818	–	788,818	–	788,818
(d) Security deposit						
Unsecured, considered good	126,200	–	126,200	–	126,200	–
Total other assets	2,489,325	788,818	2,458,481	804,216	2,420,381	804,508

(Amount in ₹)

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017
Note 8 – Inventories

Particulars	(Amount in ₹)		
	As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
(a) Finished goods	–	–*	371,004
Total inventories at lower of cost and net realisable value	–	–*	371,004

* Due to write-down of inventories to its net realisable value, ₹ 371,004 was recognised as "Changes in inventories of finished goods" in the statement of profit and loss for the year ended 31st March, 2016.

Note:

- i) The mode of valuation of inventories has been stated in Note No. 2.4.

Note 9 – Trade receivables

Particulars	(Amount in ₹)		
	As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
Trade receivable outstanding for a period exceeding six months from the date they are due for payment			
– Unsecured, considered good	200,161	22,113,421	22,113,421
Total trade receivables	200,161	22,113,421	22,113,421

Notes:

- (i) The average credit period for sales of services ranges between 150 to 180 days.
 (ii) At 31st March, 2017, the Company has only one customer (As at 31st March, 2016 and 1st April, 2015: two customers) accounting for the entire trade receivables.

Note 12 – Equity share capital

Particulars	As at 31 st March, 2017		As at 31 st March, 2016		As at 1 st April, 2015	
	Number of shares	₹	Number of shares	₹	Number of shares	₹
(a) Authorised						
Equity shares of ₹ 10 each with voting rights	20,000,000	200,000,000	20,000,000	200,000,000	20,000,000	200,000,000
	20,000,000	200,000,000	20,000,000	200,000,000	20,000,000	200,000,000
(b) Issued, subscribed and fully paid-up shares						
Equity shares of ₹ 10 each	18,000,000	180,000,000	18,000,000	180,000,000	18,000,000	180,000,000
	18,000,000	180,000,000	18,000,000	180,000,000	18,000,000	180,000,000

Notes (i) to (iv) below

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	As at 31 st March, 2017		As at 31 st March, 2016		As at 1 st April, 2015	
	Number of shares	₹	Number of shares	₹	Number of shares	₹
Opening balance	18,000,000	180,000,000	18,000,000	180,000,000	18,000,000	180,000,000
Add: Issued during the year	–	–	–	–	–	–
Closing balance	18,000,000	180,000,000	18,000,000	180,000,000	18,000,000	180,000,000

The company has not allotted any equity shares for consideration other than cash, bonus shares, nor have any shares been bought back during the period of five years immediately preceding the Balance Sheet date.

(ii) Terms/rights attached to equity shares:

The Company is having only one class of equity shares having par value of ₹ 10 each. Each holder of equity share is entitled to one vote per share.

In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company. The distribution will be in proportion to the amount paid up on equity shares held by the shareholders.

Note 10
(a) Cash and cash equivalents

Particulars	(Amount in ₹)		
	As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
(a) Balance with bank	22,830,600	285,092	252,479
Total cash and cash equivalents	22,830,600	285,092	252,479

(b) Other bank balances

Particulars	(Amount in ₹)		
	As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
(a) In deposit accounts	3,146,709	4,524,676	5,268,315
Total other bank balances	3,146,709	4,524,676	5,268,315

Note 11 – Other financial assets

Particulars	(Amount in ₹)		
	As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
(a) Financial assets at amortised cost Interest accrued but not due on deposits	135,590	89,878	234,210
(b) Advance to related party (Refer Note No. 27)	16,890	–	–
Total other financial assets	152,480	89,878	234,210

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017
(iii) Details of shares held by the holding company:

Particulars	As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
Mahindra Lifespace Developers Limited, the holding company, including 6 shares jointly held with its nominees.....	18,000,000	18,000,000	18,000,000

(iv) Details of shares held by each shareholder holding more than 5% shares:

Particulars	As at 31 st March, 2017		As at 31 st March, 2016		As at 1 st April, 2015	
	Number of shares	% holding	Number of shares	% holding	Number of shares	% holding
Mahindra Lifespace Developers Limited the holding company, including 6 shares jointly held with its nominees.....	18,000,000	100%	18,000,000	100%	18,000,000	100%

Note 13 – Other equity

Particulars	(Amount in ₹)	
	Retained earnings	Total
Balance as at 31 March, 2016	(161,737,816)	(161,737,816)
Profit/(Loss) for the year.....	(477,725)	(477,725)
Other comprehensive income.....	–	–
Total comprehensive income.....	(477,725)	(477,725)
Balance at 31 March, 2017	(162,215,541)	(162,215,541)
Balance as at 1 April, 2015	(160,731,204)	(160,731,204)
Profit/(Loss) for the year.....	(1,006,612)	(1,006,612)
Other comprehensive income.....	–	–
Total Comprehensive income.....	(1,006,612)	(1,006,612)
Balance as at 31 March, 2016	(161,737,816)	(161,737,816)

Note 14 – Deferred tax liabilities

Particulars	(Amount in ₹)		
	As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
Deferred tax liabilities.....	–	624	1,006
Deferred tax liabilities	–	624	1,006

(i) Movement in deferred tax balances

Particulars	(Amount in ₹)		
	For the Year ended 31 st March, 2017		
	Opening Balance	Recognised in profit and Loss	Closing Balance
Tax effect of items constituting deferred tax liabilities			
Property, plant and equipment.....	624	(624)	–
Net tax liabilities	624	(624)	–

Particulars	(Amount in ₹)		
	For the Year ended 31 st March, 2016		
	Opening Balance as at 1 st April, 2015	Recognised in profit and Loss	Closing Balance
Tax effect of items constituting deferred tax liabilities			
Property, plant and equipment.....	1,006	(382)	624
Net tax liabilities	1,006	(382)	624

Note 15 – Trade payables

Particulars	(Amount in ₹)		
	As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
Trade payables for goods and services.....	12,082,963	12,075,833	11,866,810
Total trade payables	12,082,963	12,075,833	11,866,810

Note:

(i) No Companies have been identified under the Micro, Small and Medium Enterprises Development Act, 2006 and hence the disclosure as required by Notification No. G.S.R. 719 (E), dated 16th November, 2007 issued by the Ministry of Corporate Affairs is not applicable.

Note 16 – Other financial liabilities

Particulars	(Amount in ₹)		
	As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
Deposit refundable*.....	–	–	200,000
Total other financial liabilities	–	–	200,000

* Deposit received from Mahindra Lifespace Developers Limited pursuant to Section 160(1) of the Companies Act, 2013.

Note 17 – Other current liabilities

Particulars	(Amount in ₹)		
	As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
a. Others			
Statutory remittances (withholding taxes, service tax, etc.).....	769,660	738,143	880,987
Total other financial liabilities	769,660	738,143	880,987

Note 18 – Revenue from operations

Particulars	(Amount in ₹)	
	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
(a) Revenue from sale of goods		
– Sale of farmrich fertilizer (Refer Note No. 27)...	–	42,000
Total revenue from operations	–	42,000

Note 19 – Other Income

Particulars	(Amount in ₹)	
	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
(a) Interest Income on bank deposits.....	308,441	380,983
Total other Income	308,441	380,983

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017
Note 20 – Changes in inventories of finished goods

Particulars	(Amount in ₹)	
	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
Inventories at the end of the year:		
Finished goods	-	-
Inventories at the beginning of the year:		
Finished goods	-	371,004
Net (increase)/decrease	-	371,004

Note 21 – Employee benefits expense

Particulars	(Amount in ₹)	
	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
Salary and wages (including deputation charges)	79,350	25,500
Contribution to provident and other funds	-	4,701
Staff welfare	-	3,116
Total employee benefit expenses	79,350	33,317

Note 22 – Other Expenses

Particulars	(Amount in ₹)	
	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
(a) Professional charges	582,952	559,948
(b) Stamp & Filing Fees	7,800	24,000
(c) Payments to auditors (including service tax):		
(i) For audit	86,250	372,125
(d) Impairment of property, plant and equipment	2,031	-
(e) Insurance premium	28,006	52,378
(f) Miscellaneous expenses	401	15,945
Net (increase)/decrease	707,440	1,024,396

Note 23 – Contingent liabilities and commitments

Contingent liabilities (to the extent not provided for)	(Amount in ₹)		
	As at 31 st March, 2017	As at 31 st March, 2016	As at 1 st April, 2015
Contingent liabilities			
(a) Guarantee			
For Subsidiary Company / Joint Venture - Mahindra Water Utilities Limited			
(subsidiary with effect from 27 July, 2015, prior to that it was a joint venture)			
- Amount of Guarantee outstanding	180,000,000	180,000,000	180,000,000
- Maximum liability of the Company	180,000,000	180,000,000	90,000,000

* During the year ended 31st March, 2016, the Company had acquired 48,999 shares of Mahindra Water Utilities Limited from United Utilities International Limited @ ₹ 1/- per share vide Share Purchase Agreement dated 29th April, 2015. Consequently, as per the share purchase agreement, the Company and New Tirupur Area Development Corporation Limited entered a new performance guarantee agreement. The performance guarantee has been increased from ₹ 90,000,000 to ₹ 180,000,000 in the previous year.

Note 24 – Earnings per share

Sr. No.	Particulars	(Amount in ₹)	
		For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
(a)	Profit/(loss) for the year (₹)	(477,725)	(1,006,612)
(b)	Weighted average number of equity shares (No.)	18,000,000	18,000,000
(c)	Basic/Diluted earning per share (₹)	(0.03)	(0.06)
(d)	Nominal value per share (₹)	10	10

Note 25 – Segment Reporting

The company has a single reportable segment namely development of infrastructure projects and infrastructure related services in India for the purpose of Ind As 108 on segment reporting.

Note 26 – Project status with Tirumala Tirupati Devasthanams (TTD)

Solid Waste Treatment Agreement (“the Agreement”) executed on 17th January, 2003 with Tirumala Tirupati Devasthanams (TTD) for operating a solid waste treatment plant (“the project”) at Tirumala, has been terminated by the Company with effect from 19th June, 2009. Discussions are on with TTD for resolving all the pending issues post termination in accordance with the terms of the Agreement. The project has not been operating since the termination date. The Company has a right to claim the written down value of the fixed assets as of the termination date and an appropriate compensation from TTD in terms of the Agreement. Accordingly, no depreciation on the fixed assets of the project was provided after the date of termination and prior to impairment of fixed asset made during the year ended 31st March, 2015. The particulars of the project as on the date of termination to be transferred to TTD on acceptance of the termination by them are given below:

Description of assets	(Amount in ₹)
	Written down value of the assets
Building	2,844,632
Plant & Machinery and Office equipment	16,881,474
Computer	4,782
Furniture and fixtures	10,256
Vehicles	47,629
Total	19,788,773

During the year, the Company passed a Board resolution dated 25th April 2016 & shareholder’s resolution dated 26th April, 2016 approving transfer of the plant and other assets and liabilities for the benefit of TTD. Post that for a brief period Sustech Trust tried to operate the plant for the benefit of TTD, however the same was not as per the expectation of TTD, hence on 4th May, the Company has written letter to TTD granting it no objection certificate to TTD itself to operate the said plant. As of date, there is no formal transfer deed between the Company and TTD executed.

Note 27 – Related Party Transactions

Related party disclosures as required by Ind As 24 “Related Party Disclosures” are given below.

Enterprises Controlling the Company

1	Mahindra & Mahindra Limited	Ultimate Holding Company
2	Mahindra Lifespace Developers Limited	Holding Company

Subsidiary

1	Mahindra Water Utilities Limited (subsidiary with effect from 27 th July, 2015, prior to that it was a joint venture)
---	--

Fellow Subsidiary

1	Mahindra Consulting Engineers Limited
---	---------------------------------------

Joint Ventures

1	Mahindra Water Utilities Limited (MWUL) (joint venture upto 26 th July, 2015, subsequently it has become subsidiary)
---	---

Associate of Holding Company

1	Mahindra Knowledge Park (Mohali) Limited
---	--

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017

Particulars	For the year ended	Ultimate Holding Company	Holding Company	Joint venture (MWUL)	Fellow subsidiary	Subsidiary	Associate
Nature of transactions with Related Parties							
Sale of goods	31-Mar-17	-	-	-	-	-	-
	31-Mar-16	-	-	-	42,000	-	-
Professional charges (including service tax)	31-Mar-17	230,352	-	-	-	-	-
	31-Mar-16	159,616	-	-	-	-	-
Insurance premium	31-Mar-17	12,608	-	-	-	-	-
	31-Mar-16	-	-	-	-	-	-
Deputation charges (including service tax)	31-Mar-17	-	79,350	-	-	-	-
	31-Mar-16	-	-	-	-	-	-
Payment made on behalf of related party	31-Mar-17	-	-	-	-	-	16,890
	31-Mar-16	-	-	-	-	-	-
Deposit repaid	31-Mar-17	-	-	-	-	-	-
	31-Mar-16	-	200,000	-	-	-	-

Nature of Balances with Related Parties	Balances as on	Ultimate Holding Company	Holding Company	Joint venture (MWUL)	Fellow subsidiary	Subsidiary	Associate
Maximum liability to the Company in respect of guarantee outstanding	31-Mar-17	-	-	-	-	180,000,000	-
	31-Mar-16	-	-	-	-	180,000,000	-
	1-Apr-15	-	-	90,000,000	-	-	-
Receivable	31-Mar-17	-	-	-	-	-	16,980
	31-Mar-16	-	-	-	21,913,260	-	-
	1-Apr-15	-	-	21,913,260	-	-	-
Payables	31-Mar-17	1,589,799	8,413,121	-	-	-	-
	31-Mar-16	1,366,869	8,340,671	-	-	-	-
	1-Apr-15	1,221,230	8,540,671	-	-	-	-

Notes:

- During the year, there were no amounts required to be written off or written back in respect of debts due from or to related parties.
- Related parties have been identified by the Management.

Note 28 – Details of Specified Bank Notes (SBN) held and transacted during the period from 8th November, 2016 to 30th December, 2016 :

(Amount in ₹)

Particulars	SBNs	Other denomination notes	Total
Closing cash in hand as on 8 November, 2016	-	-	-
(+) Permitted receipts	-	-	-
(-) Permitted payments	-	-	-
(-) Amount deposited in Banks	-	-	-
Closing cash in hand as on 30 December, 2016	-	-	-

Note 29 – As the Company can continue its current operations with its own cash resources for a period of at least one year, the accounts of the Company for the year ended 31st March, 2017 have been prepared on the basis of going concern.

Note 30 – During the year ended 31st March, 2016, the Company acquired 48,999 equity shares of ₹ 10 each fully paid up of Mahindra Water Utilities Limited (MWUL) from a non-resident shareholder of MWUL. For this purpose, as required by the Reserve Bank of India, valuation of equity shares was obtained by MWUL. During the year, professional fees of ₹ 230,000 for the said valuation has been debited by MWUL to the Company which, being part of the cost of acquisition, has been added to the cost of above referred investment in equity shares.

Note 31 – First-time adoption of Ind-AS
First Time Ind AS Adoption reconciliations
(i) Reconciliation of total equity as at 31st March, 2016 and 1st April, 2015:

Amount in ₹

Particulars	As at 31 st March, 2016	As at 1 st April, 2015
Equity as reported under previous GAAP	18,262,184	19,268,796
Ind AS: Adjustments increase/(decrease)	-	-
Equity as reported under IND AS	18,262,184	19,268,796

(ii) Reconciliation of total comprehensive income for the year ended 31st March, 2016:

Amount in ₹

Particulars	Note	for the year ended 31 st March, 2016
Loss as per previous GAAP	1	(1,006,612) [@]
Ind AS: Adjustments increase/(decrease)		
Total adjustment to profit or loss		-
Loss under Ind AS		(1,006,612)
Other comprehensive income		-
Total comprehensive income under Ind ASs		(1,006,612)

[@] Represents loss of: ₹ 584,789 from continuing operations; and ₹ 421,823 from discontinuing operations.

NOTES FORMING PART OF THE FINANCIAL STATEMENT S FOR THE YEAR ENDED 31ST MARCH, 2017
(iii) Material adjustments to the Statement of Cash Flows

(Amount in ₹)

Particulars	Notes	Year ended 31 st March, 2016		
		Previous GAAP	Ind AS Adjustments	Ind AS
Net cash flows from operating activities	1	(1,187,342)*	-	(1,187,342)
Net cash flows from investing activities	2	476,316	(743,639)	1,219,955
Net cash flows from financing activities		-	-	-
Net increase/(decrease) in cash and cash equivalents		(711,026)	(743,639)	32,613
Cash and cash equivalents at beginning of year	2	5,520,794	5,268,315	252,479
Cash and cash equivalents at end of year	2	4,809,768	4,524,676	285,092

* Represents net cash flow of: ₹ (1,126,668) from continuing operations; and ₹ (60,674) from discontinuing operations.

Analysis of cash and cash equivalents as at 31st March, 2016 and 1st April, 2015 for the purpose of Statement of Cash flows under Ind AS

(Amount in ₹)

Particulars	Notes	As at 31 st March, 2016	As at 1 st April, 2015
Cash and cash equivalents for the purpose of statement of cash flows as per Previous GAAP		4,809,768	5,520,794
Term deposit with original maturity of more than 3 months is not considered in cash and cash equivalent under Ind AS	2	4,524,676	5,268,315
Cash and cash equivalents for the purpose of statement of cash flows as per Ind AS		285,092	252,479

Notes:

- The operations with Tirumala Tirupati Devasthanams (Refer Note No. 26) were considered as discontinuing under the previous GAAP and are not discontinued operations under Ind AS.
- As per the 'Ind AS 7 - Statement of cash flows', bank deposits with original maturity of more than 3 months are not considered as cash and cash equivalents.

Note 32 Financial Instruments
(i) Capital management

The Company's capital management objectives is to ensure the Company's ability to continue as a going concern.

The capital structure of the Company consists of equity.

The Company does not have any borrowings.

The Company sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

(II) Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

A) CREDIT RISK

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primary trade receivables) and from its financing activities, including deposits with banks and other financial instruments.

(i) Trade receivables

Outstanding customer receivables are regularly monitored. At 31st March, 2017, the Company has only one customer (As at 31st March, 2016 and 1st April, 2015: two customers) accounting for the entire trade receivables.

An impairment analysis is performed at each reporting date and the Company measures the loss allowances at an amount equal to lifetime expected credit loss. The Company does not hold collateral as security.

(ii) Financial instruments and cash deposits:

Credit risk from balances with banks is managed by the Company in accordance with the Company's policy. Investments of surplus funds are made only with bank.

B) LIQUIDITY RISK
(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Particulars	(Amount in ₹)					Carrying Value
	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total	
Non-derivative financial liabilities						
31 March, 2017						
Trade Payable	12,082,963	-	-	-	12,082,963	12,082,963
Total	12,082,963	-	-	-	12,082,963	12,082,963
31 March, 2016						
Trade Payable	12,075,833	-	-	-	12,075,833	12,075,833
Total	12,075,833	-	-	-	12,075,833	12,075,833
1 April, 2015						
Trade Payable	11,866,810	-	-	-	11,866,810	11,866,810
Other financial liabilities	200,000	-	-	-	200,000	200,000
Total	12,066,810	-	-	-	12,066,810	12,066,810

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017
(iii) Maturities of financial assets

The following table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

Particulars	(Amount in ₹)					Carrying amount
	Less than 1 Year	1-3 Years	3-4 Years	5 Years and above	Total	
Non-derivative financial assets						
31 March, 2017						
Non interest rate bearing	23,047,651	–	–	–	23,047,651	23,047,651
Fixed interest rate bearing	3,408,152	–	–	–	3,408,152	3,282,299
Total	26,455,803	–	–	–	26,455,803	26,329,950
31 March, 2016						
Non-interest bearing	22,398,513	–	–	–	22,398,513	22,398,513
Fixed interest rate instruments	3,146,474	1,767,480	–	–	4,913,954	4,614,554
Total	25,544,987	1,767,480	–	–	27,312,467	27,013,067
01 April, 2015						
Non-interest bearing	22,365,900	–	–	–	22,365,900	22,365,900
Fixed interest rate instruments	5,791,801	–	–	–	5,791,801	5,502,525
Total	28,157,701	–	–	–	28,157,701	27,868,425

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

(i) Currency Risk

The Company undertakes transactions denominated only in Indian Rupees and hence, there is no risk of foreign exchange fluctuations.

(ii) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company does not have significant exposure to the risk of changes in market interest rates.

(iii) Other price risk

The Company does not have significant other price risk.

Note 33 – Fair Value Measurement
Fair Valuation Techniques and Inputs used

This section explains the judgment and estimates made in determining the fair value of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair value are disclosed in financials statements. To provide an indication about the reliability of the inputs used in determining the fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standards.

Level 1 Inputs:

Level 1 inputs are quoted prices in active markets for identical assets or liabilities that the entity can access at the measurement date. A quoted market price in an active market provides the most reliable evidence of fair value and is used without adjustment to measure fair value whenever available, with limited exceptions. If an entity holds a position in a single asset or liability and the asset or liability is traded in an active market, the fair value of the asset or liability is measured within Level 1 as the product of the quoted price for the individual asset or liability and the quantity held by the entity, even if the market's normal daily trading volume is not sufficient to absorb the quantity held and placing orders to sell the position in a single transaction might affect the quoted price.

Level 2 Inputs:

Level 2 inputs are inputs other than quoted market prices included within level 1 that are observable for the asset or liability, either directly or indirectly.

Level 2 inputs include:

- quoted prices for similar assets or liabilities in active markets
- quoted prices for identical or similar assets or liabilities in markets that are not active
- inputs other than quoted prices that are observable for the asset or liability, for example interest rates and yield curves observable at commonly quoted interval
- implied volatilities
- credit spreads
- inputs that are derived principally from or corroborated by observable market data by correlation or other means ('market-corroborated inputs')

Level 3 Inputs:

Level 3 inputs are unobservable inputs for the asset or liability. Unobservable inputs are used to measure fair value to the extent that relevant observable inputs are not available, thereby allowing for situations in which there is little, if any, market activity for the asset or liability at the measurement date. An entity develops unobservable inputs using the best information available in the circumstances, which might include the entity's own data, taking into account all information about market participant assumptions that is reasonably available.

Financial assets/financial liabilities	(Amount in ₹)			
	Fair value hierarchy as at 31 st March, 2017			
	Level 1	Level 2	Level 3	Total
Financial assets				
<u>Financial assets carried at Amortised Cost</u>				
(i) Trade receivables	–	200,161	–	200,161
(ii) Cash and cash equivalents	–	22,830,600	–	22,830,600
(iii) Other bank balances	–	3,146,709	–	3,146,709
(iv) Other financial assets	–	152,480	–	152,480
Total	–	26,329,950	–	26,329,950
Financial liabilities				
<u>Financial liabilities held at amortised cost</u>				
(i) Trade payables	–	12,082,963	–	12,082,963
Total	–	12,082,963	–	12,082,963

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017

(Amount in ₹)

Financial assets/financial liabilities	Fair value hierarchy as at 31 st March, 2016			
	Level 1	Level 2	Level 3	Total
Financial assets				
<u>Financial assets carried at Amortised Cost</u>				
(i) Trade receivables	-	22,113,421	-	22,113,421
(ii) Cash and cash equivalents	-	285,092	-	285,092
(iii) Other bank balances	-	4,524,676	-	4,524,676
(iv) Other financial assets	-	89,878	-	89,878
Total	-	27,013,067	-	27,013,067
Financial liabilities				
<u>Financial liabilities held at amortised cost</u>				
(i) Trade payables	-	12,075,833	-	12,075,833
Total	-	12,075,833	-	12,075,833

(Amount in ₹)

Financial assets/financial liabilities	Fair value hierarchy as at 31 st March, 2015			
	Level 1	Level 2	Level 3	Total
Financial assets				
<u>Financial assets carried at Amortised Cost</u>				
(i) Trade receivables	-	22,113,421	-	22,113,421
(ii) Cash and cash equivalents	-	252,479	-	252,479
(iii) Other bank balances	-	5,268,315	-	5,268,315
(iv) Other financial assets	-	234,210	-	234,210
Total	-	27,868,425	-	27,868,425
Financial liabilities				
<u>Financial liabilities held at amortised cost</u>				
(i) Trade payables	-	11,866,810	-	11,866,810
(ii) Other financial liabilities	-	200,000	-	200,000
Total	-	12,066,810	-	12,066,810

Financial assets measured at fair value

Financial assets	Fair value as at			Fair value hierarchy	Valuation technique(s) and key input(s)	Significant unobservable input(s)	Relationship of unobservable inputs to fair value and sensitivity
	31-Mar-17	31-Mar-16	1-Apr-15				
Financial assets							
Investments in equity instruments							
- New Tirupur Area Development Corporation Limited (NTADCL) (15,000,000 equity shares of ₹ 10 each)	-	-	-	Level 3		On the basis of NTADCL's own data, taking into account all information about market participant that is reasonably available.	NA
Total financial liabilities	-	-	-				

Note 34 – Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/disclosure.

 For **Deloitte Haskins & Sells**
 Chartered Accountants
 Firm's Registration No. 117365W

Uday M. Neogi
 Partner
 Membership No. 30235

 Place: Mumbai
 Date: 20th April, 2017

Kinjal Vyas
 Company
 Secretary
 ACS: 35527

Santosh J. Gupta
 Chief Executive
 Officer
Simly Venu
 Chief Financial
 Officer

 Place: Mumbai
 Date: 20th April, 2017

For and on behalf of the Board of Directors

Anita Arjundas Chairperson (DIN: 00243215)
Vijay Khetan Director (DIN: 00465161)
Sanjay Jain Director (DIN: 06446899)
Jayantt Manmadkar Director (DIN: 03044559)

 Place: Mumbai
 Date: 20th April, 2017

Form AOC-I

**(Pursuant to first proviso to sub-section (3) of Section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures**

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sl. No.	Particulars	Details
1.	Name of the subsidiary	Mahindra Water Utilities Limited
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	NA
4.	Share capital	1,000,000
5.	Reserves & surplus	533,734,746
6.	Total assets	571,478,247
7.	Total Liabilities	36,743,501
8.	Investments	297,289
9.	Turnover	175,914,545
10.	Profit before taxation	55,730,212
11.	Provision for taxation	22,768,230
12.	Profit after taxation	32,961,982
13.	Proposed Dividend	NIL
14.	% of shareholding	98.99%

Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations
- Names of subsidiaries which have been liquidated or sold during the year.

Part “B”: Associates and Joint Ventures**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

	Joint Venture	Associate
Name of associates/Joint Ventures	Mahindra Inframan Water Utilities Private Limited	Rathna Bhoomi Enterprises Private Limited
1. Latest audited Balance Sheet Date	31.03.2017	31.03.2017
2. Shares of Associate/Joint Ventures held by the company on the year end	50%	50%
No.	24,999	500
Amount of Investment in Associates/Joint Venture	249,990	5000
Extend of Holding%	50%	50%
3. Description of how there is significant influence	Note A	Note A
4. Reason why the associate/joint venture is not consolidated		
5. Net worth attributable to shareholding as per latest audited Balance Sheet	218,184	10,64,758
6. Profit/Loss for the year		
i. Considered in Consolidation	131,551	57,462
ii. Not Considered in Consolidation	131,551	57,462

Note A: There is significant influence due to percentage (%) of Share Capital

1. Names of associates or joint ventures which are yet to commence operations.

2. Names of associates or joint ventures which have been liquidated or sold during the year.

Note: This Form is to be certified in the same manner in which the Balance Sheet is to be certified.

For **Deloitte Haskins & Sells**

Chartered Accountants
Firm's Registration No. 117365W

Uday M. Neogi

Partner
Membership No. 30235

Place: Mumbai
Date: 20th April, 2017

Kinjal Vyas

Company
Secretary
ACS: 35527

Santosh J. Gupta

Chief Executive
Officer

Simly Venu

Chief Financial
Officer

Place: Mumbai
Date: 20th April, 2017

For and on behalf of the Board of Directors

Anita Arjundas

Chairperson (DIN: 00243215)

Vijay Khetan

Director (DIN: 00465161)

Sanjay Jain

Director (DIN: 06446899)

Jayant Manmadkar

Director (DIN: 03044559)

Place: Mumbai
Date: 20th April, 2017