



NOTICE

NOTICE is hereby given that the eighth Annual General Meeting of the Members of DB Man Realty Limited will be held on Tuesday, 27th September, 2016 at 2.30 p.m at the Registered Office of the Company at DB House, Gen. A. K. Vaidya Marg, Goregaon (East), Mumbai - 400 063 to transact the following business:

AGENDA

1. To consider and adopt the Audited Financial Statements for the financial year ended March 31, 2016, and the Reports of the Board of Directors and the Auditors thereon
2. To appoint a Director in place of Mr. Satish Agrwal (DIN: 02099862) who retires by rotation and being eligible has offers himself for re-appointment.
3. To appoint Auditors and to fix their remuneration.

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the appointment of M/s. M.A.Parikh & Co., Chartered Accountants (Firm’s Registration No. 107556W), as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the ninth AGM of the Company to be held in the year 2017 at such remuneration plus service tax, out-of-pocket, travelling expenses etc., as may be mutually agreed between the Board of Directors and the Auditors.”

SPECIAL BUSINESS

4. To consider and if thought fit to pass with or without modification, the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder, read with Schedule IV of the said Act, Mr. Jagat Killawla (holding DIN: 00262857), a non executive independent Director of the Company, who was appointed as an Additional Director of the Company with effect from February 6, 2016 and who holds office up to date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013 and qualifies for being appointed as an Independent director and in respect of whom the Company has received notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, and who has submitted a declaration that he meets the criteria for independence as provided in Section 149 (6) of the Companies Act, 2013 and is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a period of five (5) consecutive years till February 5, 2021.”

5. To consider and if thought fit to pass with or without modification, the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder, read with Schedule IV of the said Act, Mr. N.M.Rafique (DIN : 01623598), a non executive independent Director of the Company, who was appointed as an Additional Director of the Company with effect from



February 6, 2016 and who holds office up to date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013 and qualifies for being appointed as an Independent director and in respect of whom the Company has received notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, and who has submitted a declaration that he meets the criteria for independence as provided in Section 149 (6) of the Companies Act, 2013 and is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a period of five (5) consecutive years till February 5, 2021.”

**By Order of the Board
For DB Man Realty Limited**

**Sd/-
Director**

**Place: Mumbai
Date : May 18, 2016**

Regd. Office: DB House, Gen. A.K.Vaidya Marg,
Goregaon (East), Mumbai - 400063

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE MEMBER OF THE COMPANY. The proxy in order to be effective must be deposited in writing at the registered office of the company not less than 48 hours before the commencement of the meeting.**
- 2. Members / proxies should bring the attendance slip duly filled in for attending the meeting.**

EXPLANATORY STATEMENT FORMING PART OF ACCOMPANYING NOTICE PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013

Item No.4

Mr. Jagat Killawala (DIN: : 00262857) was appointed as an Additional Director (Independent) of the Company with effect from February 6, 2016 by the Board of Directors in terms of Section 161(1) of the Companies Act, 2013. He holds office upto the date of this Annual General Meeting but is eligible for the appointment as an Independent Director for a term upto five years. The Company has received notice under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of an Independent Director

Mr. Jagat Killawala is an Industrialist and has been engaged in the business of manufacture of electrical switches, step lights for theatre applications and LED Products for lighting applications. He has been a premium distributor for Vimar Spa of Italy, for modular switches and accessories, Ilti Luce, Italy and Advance Fibre Optics for Fiber Optic Lighting etc for Mundocolr Spain for Theatre Lighting, He has been a Government Contractor & Railway Contractor in Signal & Telecom Dept.

Mr. Jagat Killawala has given a declaration to the Board that he meets the criteria of Independence as provided under section 149 (6) of the Companies Act, 2013 for appointment as Independent Director of the Company.

A copy of the draft Letter of Appointment for Independent Directors, setting out terms and conditions of appointment of Independent Directors is available for inspection at the Registered Office of the Company during business hours on any working day of the Company.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Killawala as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Mr. Killawala as an Independent Director, for the approval by the shareholder of the Company.

Except Mr. Killawala, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.4

Item No. 5

Mr. N.N.Rafique (DIN: 01623598) was appointed as an Additional Director (Independent) of the Company with effect from February 6, 2016 by the Board of Directors in terms of Section 161(1) of the Companies Act, 2013. Mr. N.M.Rafique holds office upto the date of this Annual General Meeting but is eligible for the appointment as an Independent Director for a term upto five years. The Company has received notice under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of an Independent Director

Mr. N. M. Rafique has completed Engineering from IIT, Kanpur / AMU and Hotel Management from IHM, PUSA, New Delhi. He has been a Freelance Consultant for the last 6 years and prior to that has worked as Advisor to Dadabhai Group, Bahrain (1998-2005), and as Principal of IHMA (1974-1998).

Mr. N.M.Rafique has given a declaration to the Board that he meets the criteria of Independence as provided under section 149 (6) of the Companies Act, 2013 for appointment as Independent Director of the Company.

A copy of the draft Letter of Appointment for Independent Directors, setting out terms and conditions of appointment of Independent Directors is available for inspection at the Registered Office of the Company during business hours on any working day of the Company.



The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Rafique as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Mr. Rafique as an Independent Director, for the approval by the shareholder of the Company.

Except Mr. N.M.Rafique, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.5.

**By Order of the Board
For DB Man Realty Limited**

**Sd/-
Director**

**Place: Mumbai
Date : May 16, 2016**

Regd. Office: DB House, Gen. A.K.Vaidya Marg,
Goregaon (East), Mumbai - 400063



DIRECTORS' REPORT

To
The Members
DB MAN REALTY LIMITED

Your Directors have pleasure in presenting the 8th Annual Report together with the Audited Financial Statements of the Company for the year ended 31st March, 2016

NATURE OF OPERATIONS

Your Company was awarded Letter of Allotment for development and construction of an Eco-Friendly Affordable Township at Bhosari, Pune on a public private partnership basis by Pimpri Chinchwad New Township Development Authority (PCNTDA) which was subsequently cancelled during the year ended 31st March, 2012. The Company has in this regard filed a writ petition before the Hon 'High Court of Bombay, which is pending for admission.

FINANCIAL RESULTS

(Amount in Rupees)

	For the financial year ending 31 st March, 2016	For the financial year ending 31 st March, 2015
Income	-	1,266
Less: Expenditure	-	118,067
Profit/ Loss Before tax	(82,279)	(1,16,801)
Less :Tax provision/Deferred tax	-	-
Profit/ Loss after tax	(82,279)	(1,16,800)
Balance brought forward from the previous year	(9,017,761)	(89,00,961)
Balance carried to Balance Sheet	(9,100,040)	(90,17,761)

STATUS OF THE COMPANY

The Company continues to be Subsidiary Company of D B Realty Limited.

DIVIDEND

In the absence of profits, your directors do not recommend any dividend.

TRANSFER TO RESERVES

The Company has not transferred any amount to Reserves during financial year 2015-16.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any Subsidiary, Joint venture or Associate Company

DB MAN REALTY LIMITED



AUDITORS' REPORT

With regard to Emphasis of Matter on Auditors observation drawing attention to Note No.1 and Note No.14 to the Audited Financial Statements, your Directors would like to state that the said Notes are self- explanatory. The Directors are hopeful of positive outcome from the writ petition whereby it would be able to develop the Project or awarded compensation of an amount not lower than the value of Project work in progress.

FIXED DEPOSITS

The Company has not accepted any deposits from the public within the meaning of Section 73 and 74 of the Companies Act, 2013 read with rules 8(5)(v) of the Companies (Accounts) Rules, 2014, during the year under review.

DIRECTORS

Mr. Nasir M.Rafique and Mr.Jagat Killawala were appointed as Additional Directors and non-executive Independent Directors with effect from 6th February, 2016 and they hold the office up to the date of the annual general meeting. The Company has received Notices in writing from members proposing their appointment as Directors of the Company.

Mr. Satish Agarwal, Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013, if any are given in the notes to the Financial Statements.

CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All related party transactions that were entered during the financial year were in the ordinary course of the business of the Company and were on arm's length basis. There were no materially significant related party transactions entered by the Company during the year under review with related party (/ies.) Hence no particulars in form AOC-2 have been furnished

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

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

RISK MANAGEMENT POLICY OF THE COMPANY

The Board of Directors evaluate the risks associated with the Company's projects and business activities commensurate with the size of its business and scope of its activities, identify the risk, if any and take corrective steps as required from time to time.

CORPORATE SOCIAL RESPONSIBILITY

The Company has not made any profit in the preceding three financial years and hence the Directors spending of 2% of the average net profit of the preceding three financial years on CSR activities does not apply.

DB MAN REALTY LIMITED



INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has in place adequate internal financial controls with reference to financial statements. During the year no reportable material weakness in the design or operation was observed and the Auditors in their report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 which is annexed as Annexure - B to the Auditors' Report have expressed opinion about the adequacy of the financial controls which were functioning effectively.

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of provisions of Section 134(5) of the Companies Act, 2013, your Directors confirm that:

- a) In the preparation of the annual accounts for the year ended 31st March, 2016, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the Company for that period;
- c) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- d) They have prepared the annual accounts on a going concern basis.
- e) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

EXTRACTS OF ANNUAL RETURN

Pursuant to sub-section 3(a) of Section 134 and sub-section (3) of Section 92 of the Companies Act 2013, read with Rule 12 of the Companies (Management and Administration) Rules, 2014 the extract of the Annual Return in Form no. MGT-9 (Annexure) as at March 31, 2016 forms part of this report

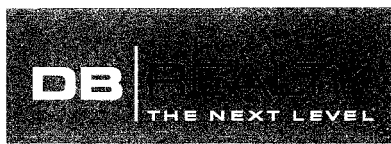
COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM

The company is having an audit committee comprising of the following directors and is functioning effectively

1. Mr. Satish Agarwal
2. Mr. N.M.Rafique
3. Mr. Jagat Killawala

The provision of vigil mechanism is not applicable to the Company.

DB MAN REALTY LIMITED



CONSTITUTION OF NOMINATION AND REMUNERATION COMMITTEE

The company is having a Nomination and Remuneration Committee comprising of the following directors :

1. Mr. Satish Agarwal
2. Mr. N.M.Rafique
3. Mr. Jagat Killawala

No remuneration has been paid to the Directors during the year.

DECLARATION OF INDEPENDENT DIRECTORS

Mr. N.M.Rafique and Mr. Jagat Killawla have given declarations that they met the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013.

NUMBER OF BOARD MEETING DURING 2015-16

The Board met five times during the financial year 2015-16. The date on which the meetings were held are as follows:

18.05.2015, 30.07.2015, 04.11.2015, 27.01.2016 & 06.02.2016

STATUTORY AUDITORS

M/s. M.A.Parikh & Co, Chartered Accountants were appointed as Statutory Auditors for a period of 5 (five) years in the Annual General Meeting held on 20th September, 2014. Their continuance of appointment for the financial year 2016-17 is required to be ratified by the shareholders in the ensuing Annual General Meeting.

The Company has received a certificate from the above Auditors to the effect that if they are re-appointed, it would be in accordance with the provisions of Section 141 of the Companies Act, 2013.

SHARES

1. BUY BACK OF SECURITIES

The Company has not bought back any of its securities during the year under review.

2. SWEAT EQUITY

The Company has not issued any Sweat Equity Shares during the year under review.

3. BONUS SHARES

No bonus shares were issued during the year under review.

4. EMPLOYEE STOCK OPTION PLAN

The Company has not provided any Stock Plan Scheme to the Employee

DB MAN REALTY LIMITED



STATUTORY DISCLOSURES

1. Conservation of Energy, Technological Absorption, Foreign Exchange Earnings and Outgo

Your Company is not covered by the schedule of industries which are required to furnish the information pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule (8) of the Companies (Accounts) Rules, 2014

The Company has not imported any technology or carried out any business of export or import and therefore the disclosure requirement against technology absorption are not applicable. Further during the year under review, the Company has neither earned nor used any foreign Exchange.

2. Particulars of employees:

During the year under review, the Company was not having any employee drawing remuneration in excess of the limits prescribed under Section 197 (12) of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of the Managerial Personnel) Rules, 2014

OTHER DISCLOSURES

1. There was no revision in the financial statements.
2. There were no material changes or commitments affecting the financial position of the Company between the financial year end and date of this report.
3. There was no shares held by trustee for the benefit of employees and hence no disclosure under Rule 16(4) of the Companies (Share Capital and Debentures) Rules, 2014 has been furnished.
4. No significant and material orders were passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.
5. No cases were filed under Section 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

ACKNOWLEDGEMENT:

Your Directors would like to express their appreciation for the support extended by the Bankers, Financial Institution, the Government Authorities, its employees, suppliers and creditors.

**On Behalf of the Board of Directors
For DB Man Realty Limited**

Sd/-
Director

Sd/-
Director

**Place: Mumbai
Date: May 16, 2016**

DB MAN REALTY LIMITED



FORM NO. MGT 9

(Annexure to Directors' Report)

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2016

DB MAN REALTY LIMITED

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:		
1	CIN	U45400MH2008PLC186121
2	Registration Date	22.08.2008
3	Name of the Company	DB MAN REALTY LIMITED
4	Category/Sub-category of the Company	Company Limited by Shares
5	Address of the Registered office & contact details	DB House, Gen. A.K. Vaidya Marg, Goregaon (East) Mumbai-400063
6	Whether listed company	No
7	Name, Address & contact details of the Registrar & 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)			
S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	N.A		

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES					
SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	D B Realty Limited Address:DB House, Gen. A.K. Vaidya Marg, Goregaon (East) Mumbai-400063	L70200MH2007PLC166818	Holding Company	91.01	2(46)

IV. SHARE HOLDING PATTERN									
(Equity share capital breakup as percentage of total equity)									

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2015]				No. of Shares held at the end of the year [As on 31-March-2016]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Bodies Corp.	0..00	14,000,000	14,000,000	100.00%	0..00	14,000,000	14,000,000	100.00%	0.00%
e) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
f) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub Total (A) (1)	-	14,000,000	14,000,000	100.00%	-	14,000,000	14,000,000	100.00%	0.00%
(2) Foreign									
a) NRI Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Other Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Bodies Corp.	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub Total (A) (2)	-	-	-	0.00%	-	-	-	0.00%	0.00%
TOTAL (A)	-	14,000,000	14,000,000	100.00%	-	14,000,000	14,000,000	100.00%	0.00%

DB MAN REALTY LIMITED

Regd. Office : DB House, Gen. A. K. Vaidya Marg, Goregaon (East), Mumbai - 400 063. • Tel.: 91-22-4077 8600 • Fax: 91-22-2841 5550 / 2842 1667
E-mail: info@dbg.co.in • Website: www.dbrealty.co.in

CIN: U45400MH2008PLC186121

B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
e) Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
f) Insurance Companies	-	-	-	0.00%	-	-	-	0.00%	0.00%
g) FIs	-	-	-	0.00%	-	-	-	0.00%	0.00%
h) Foreign Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
i) Others (specify)	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub-total (B)(1):-	-	-	-	0.00%	-	-	-	0.00%	0.00%
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	-	-	-	0.00%	-	-	-	0.00%	0.00%
ii) Overseas	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Individuals	-	-	-		-	-	-	0.00%	0.00%
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	0.00%	-	-	-	0.00%	0.00%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Others (specify)	-	-	-	0.00%	-	-	-		
Non Resident Indians	-	-	-	0.00%	-	-	-	0.00%	0.00%
Overseas Corporate Bodies	-	-	-	0.00%	-	-	-	0.00%	0.00%
Foreign Nationals	-	-	-	0.00%	-	-	-	0.00%	0.00%
Clearing Members	-	-	-	0.00%	-	-	-	0.00%	0.00%
Trusts	-	-	-	0.00%	-	-	-	0.00%	0.00%
Foreign Bodies - D R	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub-total (B)(2):-	-	-	-	0.00%	-	-	-	0.00%	0.00%
Total Public (B)	-	-	-	0.00%	-	-	-	0.00%	0.00%
C. Shares held by Custodian for GDRs & ADRs	-	-	-	0.00%	-	-	-	0.00%	0.00%
Grand Total (A+B+C)	-	14,000,000	14,000,000	100.00%	-	14,000,000	14,000,000	100.00%	0.00%

(ii) Shareholding of Promoter

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding 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	DB Realty Limited and its nominee	12,740,000	91.00%	0	12,740,000	91.00%	0	0.00%
2	Conwood Agencies Pvt. Ltd and its nominee	1,260,000	9.00%	0	1,260,000	9.00%	0	0.00%

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

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
	At the beginning of the year						
	Changes during the year			NO CHANGE			
	At the end of the year						

DB MAN REALTY LIMITED



(iv) Shareholding Pattern of top ten Shareholders

(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Name						
	At the beginning of the year						
	Changes during the year			NOT APPLICABLE			
	At the end of the year						

(V) Shareholdings of Directors and Key Managerial Personnel							
SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Name						
	At the beginning of the year						
	Changes during the year						
	At the end of the year			NONE			
2	Name						
	At the beginning of the year						
	Changes during the year						
	At the end of the year						

V. INDEBTEDNESS

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

(Amt. Rs./Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	870,000.00	-	870,000.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	870,000.00	-	870,000.00
Change in Indebtedness during the financial year				
* Addition	-	30,000.00	-	30,000.00
* Reduction	-	-	-	-
Net Change	-	30,000.00	-	30,000.00
Indebtedness at the end of the financial year				
i) Principal Amount	-	900,000.00	-	900,000.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	900,000.00	-	900,000.00

DB MAN REALTY LIMITED

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount (Rs/Lac)
		Name			
		Designation			
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		Nil		-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961				-
2	Stock Option				-
3	Sweat Equity				-
4	Commission				-
	- as % of profit				-
	- others, specify				-
5	Others, please specify				-
	Total (A)		-	-	-
	Ceiling as per the Act				

B. Remuneration to other Directors

SN.	Particulars of Remuneration	Name of Directors			Total Amount (Rs/Lac)
1	Independent Directors				
	Fee for attending board committee				
	Commission				
	Others, please specify				
	Total (1)				
2	Other Non-Executive Directors				
	Fee for attending board committee meetings		Nil		
	Commission				
	Others, please specify				
	Total (2)				
	Total (B)=(1+2)				
	Total Managerial Remuneration				
	Overall Ceiling as per the Act				

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

SN.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount (Rs/Lac)
		Name			
		Designation	CEO	CFO	CS
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-				-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961				-
2	Stock Option		Not Applicable		-
3	Sweat Equity				-
4	Commission				-
	- as % of profit				-
	- others, specify				-
5	Others, please specify				-
	Total				-

DB MAN REALTY LIMITED



VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:					
Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty		None			
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

On Behalf of the Board of Directors
For DB Man Realty Limited

Place: Mumbai
Date: May 16, 2016

Sd/-
Director

Sd/-
Director

DB MAN REALTY LIMITED

M. A. PARIKH & CO.
CHARTERED ACCOUNTANTS

**Independent Auditor's Report
To the Members of D B Man Realty Limited
Report on the Financial Statements**

We have audited the accompanying financial statements of **D B Man Realty Limited** ("the Company") which comprise the Balance Sheet as at 31st March 2016, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the 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 and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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 judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on 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 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 financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the 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 financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the 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 31st March 2016, and its loss and cash flows for the year ended on that date.

Emphasis of Matter

Attention is drawn to Note No. 1 of the financial statements for the status of the project and Note No. 14 as regards the opinion framed by the management on the outcome of the writ petition before the Hon' High Court of Bombay, whereby the project work-in-progress of Rs. 13,17,01,611/- is not written off. The writ petition is at pre-admission stage. Our opinion is not qualified for these matters.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **Annexure "A"** a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - (e) On the basis of the written representations received from the directors as on 31st March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164(2) of the Act;
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in **Annexure "B"**; and



- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- (a) The Company has disclosed the impact of pending litigation on its financial position in its financial statements. Refer Note No. 14 to the financial statements.
 - (b) The Company does not have any long-term contracts including derivative contracts for which there could be any material foreseeable losses and hence, the question of making provision for such losses does not arise.
 - (c) There are no amounts which were required to be transferred to the Investor Education and Protection Fund.

For M.A.Parikh & Co.
Chartered Accountants
(Firm's Registration No. 107556W)

C. Ghelani



Partner
Name: Chintan Ghelani
Membership No. 132791

Mumbai, Date: 16 MAY 2016

Annexure – A to the Auditors' Report

Annexure referred to in paragraph 1 of our report on Other Legal and Regulatory Requirement of even date

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The fixed assets were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) The Company does not own any immovable property. Thus, paragraph 3(i)(c) of the Order is not applicable.
- (ii) The Company does not have any physical inventory and the value which is assigned to project work in progress represents the cost incurred in prior years' for a project which got cancelled. Thus, paragraph 3(ii) of the Order is not applicable. Attention is drawn to Note No.1 and 14 of the financial statements giving the facts and status of the value assigned to project work in progress.
- (iii) The Company has not granted loans to parties covered in the register maintained under section 189 of the Act. Thus, paragraph 3(iii) of the Order is not applicable.
- (iv) The Company has not granted loans or made investments or given guarantees or provided securities. Thus, paragraph 3(iv) of the Order is not applicable.
- (v) The Company has not accepted any deposits from the public. Thus, paragraph 3(v) of the Order is not applicable.
- (vi) The Company is not required to maintain cost records as specified by the Central Government under sub-section (1) of section 148 of the Act. Thus, paragraph 3(vi) of the Order is not applicable.
- (vii) (a) According to the records of the Company, the Company is regular in depositing the undisputed statutory dues of income-tax and other applicable statutory dues with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of income tax and other applicable statutory dues were in arrears as at 31st March, 2016 for a period of more than six months from the date they became payable.

As explained to us, the Company did not have any dues on account of provident fund, employees state insurance, sales tax, service tax, duty of custom, duty of excise, value added tax and cess.

- (b) The Company does not have disputed dues of income tax, sales tax, service tax, duty of custom, duty of excise, value added tax, cess. Thus, paragraph 3 (vii)(b) of the Order is not applicable.



- (viii) The Company has not made any borrowings from financial institutions, banks and government or issued debentures. Thus, paragraph 3(viii) of the Order is not applicable.
- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Thus, paragraph 3 (ix) of the Order is not applicable.
- (x) According to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the course of our audit.
- (xi) The Company has not paid managerial remuneration during the year. Thus, paragraph 3(xi) of the Order is not applicable.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Thus, paragraph 3(xii) of the Order is not applicable.
- (xiii) The Company has not entered into any transaction, as prescribed under section 188 of the Act, with its related parties. Thus, paragraph 3(xiii) of the Order is not applicable.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Thus, paragraph 3(xiv) of the Order is not applicable.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xiv) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For M. A. Parikh & Co.
Chartered Accountants
(Firm's Registration No. 107556W)

Partner
Name: Chintan Ghelani
Membership No. 132791

Mumbai, Date: 16 MAY 2016

Annexure - B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of **D B Man Realty Limited** ("the Company") as of 31 March, 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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



Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditure 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, 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 2016, 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 ICAI.

For M. A. Parikh & Co.
Chartered Accountants
(Firm's Registration No. 107556W)

C. Ghelani



Partner
Name: Chintan Ghelani
Membership No. 132791

Mumbai, Date: 16 MAY 2016

DB MAN REALTY LIMITED
BALANCE SHEET AS AT 31st MARCH, 2016

(Amount in Rs.)

Particulars		Note No	As at 31st March, 2016	As at 31st March, 2015
I.	EQUITY AND LIABILITIES			
1	Shareholders' Funds			
	(a) Share Capital	3	140,000,000	140,000,000
	(b) Reserves and Surplus	4	(9,100,040)	(9,017,761)
			130,899,960	130,982,239
2	Non-Current Liabilities			
	Long Term Borrowings	5	903,306	870,000
3	Current Liabilities			
	(a) Trade Payables	6	-	-
	Total outstanding dues of micro enterprises and small enterprises		-	-
	Total outstanding dues of creditors other than micro enterprises and small enterprises		188,525	147,127
	(b) Other Current Liabilities	7	3,800	5,550
			192,325	152,677
	TOTAL		131,995,591	132,004,916
II.	ASSETS			
1	Non-Current Assets			
	<u>Fixed Assets</u>			
	Tangible Assets	8	-	-
2	Current Assets			
	(a) Inventories	9	131,701,611	131,701,611
	(b) Cash and cash equivalents	10	33,980	43,305
	(c) Short-term loans and advances	11	260,000	260,000
			131,995,591	132,004,916
	TOTAL		131,995,591	132,004,916

See accompanying notes forming part of financial statements

1 to 20

In term of our report of even date attached
For M.A. Parikh & Co.
Chartered Accountants
Firm Registration No.: 107556W

For and on Behalf of Board of Directors

C. Ghelani



Ebrahim Balwa

Satish Agarwal

Partner
Name: Chintan Ghelani
Membership No.132791
Place : Mumbai
Date: 16.05.2016

(Ebrahim Balwa)
Director

(Satish Agarwal)
Director

DB MAN REALTY LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2016

(Amount in Rs.)

Particulars		Note No	For the Year Ended 31st March, 2016	For the Year Ended 31st March, 2015
1	Income			
	Other Income	12	-	1,266
2	Total Revenue		-	1,266
3	Expenses:			
	Depreciation	8	-	30,712
	Other expenses	13	82,279	87,355
	Total Expenses		82,279	118,067
4	(Loss) for the year		(82,279)	(116,801)
5	Earnings per Equity Share (of face value of Rs.10/- each)	19	(0.01)	(0.01)

See accompanying notes forming part of financial statements

In term of our report of even date attached

For and on Behalf of Board of Directors

For M.A. Parikh & Co.
Chartered Accountants
Firm Registration No.: 107556W

C. Ghelani



Partner
Name: Chintan Ghelani
Membership No.132791
Place : Mumbai
Date: 16.05.2016

Ebrahim Balwa

(Ebrahim Balwa)
Director

Satish Agarwal

(Satish Agarwal)
Director

D B MAN REALTY LIMITED
STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31ST MARCH, 2016

(Amount in Rs)

Particulars	Year Ended 31st March, 2016	Year Ended 31st March, 2015
A		
<u>Cash flow from Operating Activities</u>		
Net (Loss) for the year	(82,279)	(116,800)
<u>Adjustment for</u>		
Depreciation	-	30,712
Operating loss before Working Capital Changes	(82,279)	(86,088)
<u>Working Capital Changes:</u>		
Loans and Advances	-	2,254
Current Liabilities	39,648	44,467
Net Cash flow from Operating Activities	(42,632)	(39,368)
B		
<u>Cash flow from Financing Activities</u>		
Loans Taken	33,306	75,000
Net Cash flow from Financing Activities	33,306	75,000
Net Increase in Cash and Cash Equivalents	(9,326)	35,632
Opening Balance of Cash and Cash Equivalents	43,306	7,673
Closing Balance of Cash and Cash Equivalents	33,980	43,305
<u>Cash and Cash Equivalents includes:</u>		
Cash In Hand	28,654	39,128
Balance with Scheduled Bank	5,326	4,177
	33,980	43,305

In terms of our report of even date attached
For M.A. Parikh & Co.
Chartered Accountants
Firm Registration No.: 107556W



C. Ghelani

Partner
Name: Chintan Ghelani
Membership No.132791

Place : Mumbai
Date: 16.05.2016

For and on Behalf of Board of Directors

Ebrahim Balwa
(Ebrahim Balwa)
Director

Satish Agarwal
(Satish Agarwal)
Director

DB MAN REALTY LIMITED
Notes forming part of financial statements

1 CORPORATE INFORMATION:

The Company, a Special Purpose Vehicle, was formed by D B Realty Limited, Conwood Agencies Private Limited, Man Infraconstruction Limited and Ajwani Infraconstruction Private Limited, for the purpose of developing and constructing an Eco Friendly Affordable Township at Sector 12 at Bhosari, Pune on a public private partnership basis for which Letter of Allotment (LOA) dated 25th August, 2009 was issued by Pimpri Chinchwad New Town Development Authority (the Project). The said LOA was cancelled during the year ended 31st March, 2012, against which writ petition has been filed before the Hon' High Court of Bombay, which is pending for admission. Further, during the preceding year, the equity shares held by Man Infraconstruction Limited and Ajwani Infraconstruction Private Limited were transferred to D B Realty Limited.

2 SIGNIFICANT ACCOUNTING POLICIES:

2.1 Basis of Preparation of Financial Statements

The financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India ("GAAP") under the historical cost convention on an accrual basis, to comply in all material aspects with the applicable mandatory Accounting Standards and the relevant provisions of the Companies Act, 2013.

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria's set out in Schedule III to the Companies Act, 2013.

2.2 Use of Estimates

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent liabilities on the date of the financial statements and the reported amounts of revenues and expenses during the period reported. Actual results could differ from those estimates. Any revision to accounting estimates is recognized in accordance with the requirements of the respective accounting standard.

2.3 Fixed Assets and Depreciation

Tangible Assets:

Fixed Assets are capitalized at cost of acquisition, net of accumulated depreciation. Cost includes cost incurred to bring the assets to their present location and condition. Depreciation on fixed assets has been provided for on straight line method based on useful life of the assets as specified in Schedule II to the Companies Act, 2013.

2.4 Inventories

Project Work- In- Progress represents cost incurred in relation to development and construction of the Project. Reference is drawn to Note No.14 stating the basis on which the management has continued to value the Project Work-in-Progress at cost.

2.5 Provision and Contingent Liabilities

Provisions are recognized when there is a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

A disclosure for a contingent liability is made when there is a possible or present obligation that may, but probably will not require an outflow of resources. When there is a possible obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

2.6 Taxes on Income

Income tax expense comprises current tax (i.e. amount of tax for the year determined in accordance with income tax) and deferred tax charge or credit (reflecting the tax effects of timing differences between the accounting income and taxable income for the year.)

The deferred tax charge or credit and the corresponding tax liabilities or assets are recognised using the tax rates that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets are recognised only to the extent that there is a reasonable certainty that the assets can be realised in future. However, where there is unabsorbed depreciation or carried forward losses under taxation laws, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. Deferred tax assets are reviewed at each Balance Sheet date and written down or written up to reflect the amount that is reasonably / virtually certain(as the case may be) to be realised.



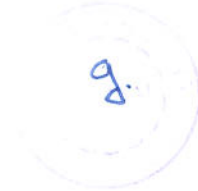
2.7 Earnings per Share

The Company reports basic Earnings per Share (EPS) in accordance with Accounting Standard 20 on Earnings Per Share . Basic EPS is computed by dividing the net profit or loss for the year by the weighted average number of equity shares outstanding during the year.

2.8 Cash Flow Statement

The Cash Flow Statement is prepared by the indirect method set out in Accounting Standard 3 on Cash Flow Statements and presents the cash flows by operating, investing and financing activities of the Company.

2.9 Accounting policies not specifically referred to above are consistence with the generally accepted accounting principles followed by the Company.



DB MAN REALTY LIMITED
Notes forming part of financial statements

(Amount in Rs.)

3 **Share Capital:**

Particulars	As at 31st March, 2016		As at 31st March, 2015	
	Number	Amount in Rs.	Number	Amount in Rs.
Authorized				
Equity Shares of Rs.10/- each	14,000,000	140,000,000	14,000,000	140,000,000
	14,000,000	140,000,000	14,000,000	140,000,000
Issued				
Equity Shares of Rs.10/- each fully paid up	14,000,000	140,000,000	14,000,000	140,000,000
	14,000,000	140,000,000	14,000,000	140,000,000
Subscribed & Paid up				
Equity Shares of Rs.10/- each fully paid up	14,000,000	140,000,000	14,000,000	140,000,000
	14,000,000	140,000,000	14,000,000	140,000,000

3.1 **Reconciliation of number of Equity shares:**

There is no movement in the number of equity shares during the year ended 31st March, 2016 as well as during the year ended 31st March, 2015.

3.2 **Rights, preferences and restriction attached to equity shares:**

The Company has only one class of equity share having a par value of Rs.10 per share. Each holder of equity share is entitled for one vote per share. Accordingly, all equity shares rank equally with regards to dividends and share in the Company's residual assets. The equity share-holders are entitled to receive dividend as and when declared.

On winding up of the Company, the holder's of equity shares will be entitled to receive the residual assets of the Company after distribution of all preferential amounts in proportion to the number of equity shares held.

3.3 1,27,40,000 Equity Shares (Previous Year -1,27,40,000) are held by the holding company, DB Realty Limited and its nominee.

3.4 **Details of Shareholders holding more than 5 % of the aggregate equity shares in the Company:**

Name of Shareholder	As at 31st March 2016		As at 31st March 2015	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
DB Realty Limited and its nominee	12,740,000	91%	1274000	91%
Conwood Agencies Private Ltd and its nominee	1,260,000	9%	126000	9%
Total	14,000,000	100%	1400000	100%

4 **Reserves & Surplus:**

Particulars	As at 31st March, 2016	As at 31st March, 2015
Surplus in Statement of Profit & Loss		
Opening balance	(9,017,761)	(8,900,961)
Add:(Loss) for the year	(82,279)	(116,800)
Closing Balance	(9,100,040)	(9,017,761)
Total	(9,100,040)	(9,017,761)

Note:- There are no specific terms for repayment and are not expected to be repaid in the ensuing financial year. Hence are classified as long term.



DB MAN REALTY LIMITED
Notes forming part of financial statements

(Amount in Rs.)

5 **Long Term Borrowings:**

Particulars	As at 31st March, 2016	As at 31st March, 2015
Unsecured Loans:		
-From Holding Company	423,306	390,000
-From Companies	480,000	480,000
Total	903,306	870,000

6 **Trade payables:**

Particulars	As at 31st March, 2016	As at 31st March, 2015
<u>Trade Payables</u>		
- Total outstanding dues of micro enterprises and small enterprises (Refer Note No. 17)	-	-
- Total outstanding dues of creditors other than micro enterprises and small enterprises	188,525	147,127
Total	188,525	147,127

7 **Other Current Liabilities:**

Particulars	As at 31st March, 2016	As at 31st March, 2015
Statutory Dues Payable	3,800	5,550
Total	3,800	5,550



DB MAN REALTY LIMITED

Notes forming part of financial statements

8 Fixed Assets: (at cost)

(Amount in Rs.)

Particulars	Gross Block		Accumulated Depreciation			Net Block	
	Balance as at 1st April, 2015	Balance as at 31st March, 2016	Balance as at 1st April, 2015	Depreciation charge for the year	Balance as at 31st March, 2016	Balance as at 31st March, 2016	Balance as at 31st March, 2015
Tangible Assets							
Computers	112,830	112,830	112,830	-	112,830	-	-
Office Equipments	29,150	29,150	29,150	-	29,150	-	-
Grand Total	141,980	141,980	141,980	-	141,980	-	-
Previous Year	141,980	141,980	111,268	30,712	141,980	-	-



DB MAN REALTY LIMITED

Notes forming part of financial statements

(Amount in Rs.)

9 **Inventories:**

Particulars	As at 31st March, 2016	As at 31st March, 2015
(Valued at cost)		
Project Work-In-Progress (Refer Note No.14)	131,701,611	131,701,611
Total	131,701,611	131,701,611

10 **Cash and bank balances:**

Particulars	As at 31st March, 2016	As at 31st March, 2015
Cash and cash Equivalents:		
(a) Cash on hand	28,654	39,128
(b) Bank Balances in Current Accounts	5,326	4,177
Total	33,980	43,305

11 **Short-term loans and advances:**

Particulars	As at 31st March, 2016	As at 31st March, 2015
(Unsecured, considered good)		
Advances recoverable in cash or kind	260,000	260,000
Total	260,000	260,000

12 **Income**

Particulars	For the year ended 31st March, 2016	For the year ended 31st March, 2015
Miscellaneous income	-	1,266
Total	-	1,266

13 **Other Expenses:**

Particular	For the year Ended 31st March, 2016	For the Year Ended 31st March, 2015
Legal and Professional Charges	7,300	6,250
Conveyance and Travelling	-	30
Remuneration to Auditors:		
-Audit Fees	30,000	30,000
-Other Services	24,000	25,500
-Out of Pocket Expenses	1,000	-
-Service Tax	11,641	3,153
Miscellaneous Expenses	8,338	22,422
Total	82,279	87,355



DB MAN REALTY LIMITED**Notes forming part of financial statements****14 Project work-in-progress- Rs. 13,17,01,611/-:**

Comprises of cost of construction of Rs. 1,96,61,500/- and interest of Rs. 11,20,40,111/- and the same is not written off, though the LOA stands cancelled, as the Company expects positive outcome from the writ petition whereby it would be able to develop the Project or awarded compensation of an amount not lower than the value of Project work-in-progress.

15 As regards deferred tax, the Company will account the same when there is a reasonable/ virtual certainty for recognition thereof in accordance with Accounting Standard -22 dealing with Accounting for Taxes on Income.

16 Segment Reporting:

Keeping in view the object of the Company as that of developing and constructing a Real Estate Project, it has only one business and geographical segment and hence separate disclosure requirements of AS-17 Segment Reporting are not applicable.

17 Details of dues to Micro, Small and Medium Enterprises as per MSMED Act, 2006

Particulars	For the Year Ended 31st March 2016	For the Year Ended 31st March 2015
	Rs.	Rs.
Principal Amount outstanding to suppliers under MSMED Act, 2006 beyond the	-	-
Interest accrued on the amount due to suppliers under MSMED Act on the above amount	-	-
Payment made to suppliers (other than Interest) beyond the appointed date during the year/ period	-	-
Interest paid to suppliers under MSMED Act (other than section 16)	-	-
Interest paid to suppliers under MSMED Act (section 16)	-	-
Interest due and payable to suppliers under MSMED Act for payments already made	-	-
Interest accrued and remaining unpaid at the end of the period/ year to suppliers under MSMED Act	-	-

Note: The above information is compiled by the Company on the basis of the information made available by vendors and the same has been relied upon by

18 Related Party Disclosures:**A List of Related Parties with whom transactions have taken place and their relationship:****Holding Company**

D B Realty Limited

Fellow subsidiary companies

DB Hi-Sky Constructions Pvt.Ltd

Real Gem Buildtech Pvt Ltd

(Amount in Rs)

B Transactions with Related Parties and Outstanding Balances as of year end:

Nature of Transaction	Holding Company	Fellow subsidiary companies
Loans Taken		
Opening Balance	390,000	480,000
	(315,000)	(480,000)
Taken During the Year	30,000	-
	(75,000)	(-)
Repaid /Adjusted During the Year	-	-
	(-)	(-)
Closing Balance	420,000	480,000
	(390,000)	(480,000)



(Amount in Rs)

Nature of Transaction	Holding Company	Fellow subsidiary companies
Reimbursement of Statutory Obligations		
Opening Balance	-	-
	(-)	(2,254)
Granted During the Year	-	2,500
	(-)	(28,603)
Repaid	-	2,500
	(-)	(30,857)
Closing Balance	-	-
	(-)	-

Notes:

- (i) The aforesaid related parties are as identified by the Company and relied upon by the Auditors.
(ii) Figures in bracket refer to previous year's figures.

19 Earnings Per Share

As per AS-20, "Earning Per Share", the disclosure of Company's EPS is as follows.

Particulars	For the Year Ended 31st March 2016	For the Year Ended 31st March 2015
(Loss) for the year as per Statement of Profit & Loss	(82,279)	(116,801)
Weighted average number of shares outstanding during the year	14,000,000	14,000,000
Basic and Diluted Earnings Per Share	(0.006)	(0.008)
Face Value Per Equity Share	10	10

20 Previous Year figures:

The previous year figures have also been regrouped / reclassified to confirm to current year's classification.

Signature to Notes 1 - 20

In terms of our report of even date attached

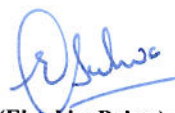
FOR M.A.PARIKH & CO.
Chartered Accountants
Firm Registration No.: 107556W



PARTNER
Name : Chintan Ghelani
Membership No. :132791



For and on Behalf of Board of Directors



(Ebrahim Balwa)
Director



(Satish Agarwal)
Director

Place : Mumbai
Date : 16.05.2016