

AUDIT REPORT  
&  
STATEMENT OF ACCOUNTS  
FOR THE YEAR ENDED  
31<sup>ST</sup> MARCH 2021

M/s.TANGLIN RETAIL REALITY DEVELOPMENTS  
PRIVATE LIMITED

No.23/2, Coffeeday Square,  
Vittal Mallya Road,  
Bangalore - 560001

**ASRMP & CO.,**  
Chartered Accountants,  
Professional Court,  
27/7, 15<sup>th</sup> Cross,  
3<sup>rd</sup> Block, Jayanagar,  
BANGALORE – 560 011



INDEPENDENT AUDITOR'S REPORT

**To the Members of TANGLIN RETAIL REALITY DEVELOPMENTS PRIVATE LIMITED**

**Report on the Audit of the Ind AS Financial Statements**

**Disclaimer of Opinion**

We were engaged to audit the Ind AS financial statements of M/s.TANGLIN RETAIL REALITY DEVELOPMENTS PRIVATE LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March 2021 and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Ind AS financial statements").

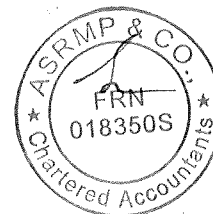
We do not express an opinion on aforesaid Ind AS financial statements of the entity. Because of the significance of the matters described in the Basis for Disclaimer of Opinion section of our report, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these Ind AS financial statements.

**Basis for Disclaimer of Opinion**

- 1) We draw attention to Note No.24 of the Ind AS financial statements which describe the details in respect of amounts due from M/s.Mysore Amalgamated Coffee Estates Limited (MACEL) to the extent of Rs.105,03,104 Thousands. As explained to us the company is in the process of recovery of the dues from related parties and taken necessary action as stated in the said notes. However there is no recovery at all during the year. In the absence of any conclusive evidence demonstrated by the company for recoverability of the same, we are unable to comment on the recoverability, requirement or otherwise of provision on those receivables and consequential impact on these financial statements.
- 2) We draw attention to Note No.7 of the Ind AS financial statements which describe the details in respect of amounts due from subsidiary M/s.Norse Offshore India Limited of Rs.5,00,936 thousands and other related parties to the extent of Rs.41,35,013 Thousands. As explained to us the company is in the process of recovery of the dues from related parties. However there is no material recovery during the year. In the absence of any conclusive evidence demonstrated by the company for recoverability of the same, we are unable to comment on the recoverability, requirement or otherwise of provision on those receivables and consequential impact on these financial statements.
- 3) We draw attention to Note No.28 to the financial statement wherein the circumstances, under which financial statements are prepared under going concern concept, despite erosion of net worth, is described. It is further explained that there is no material effect on these financial statement if the going concern concept is not adopted. However due to the uncertainty of recoverability and / or requirement of provision in respect of amount due from related parties as noted in para (1) and (2) above to the extent of Rs.1,51,39,054 Thousands, we are unable to comment whether non adoption of going concern concept will have impact on these financial statements or not.

**Material Uncertainty Relating to Going Concern**

We draw attention to Note No.28 of Ind AS financial statements which indicates that company has accumulated losses and its net worth has been fully eroded. However, Ind AS Financial Statements of the Company have been prepared on going concern basis for the reasons stated in the said note. Our opinion is not modified in respect of this matter.





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### Emphasis of Matter

- a) We draw attention to the note no. 26 of the Ind AS financial statements, wherein the facts related to the amount recoverable from M/s.SICAL Logistics Limited, of Rs.12,89,039 thousands, and initiation of Corporate Insolvency Resolution Process against corporate creditor SICAL by NCLT is described. The management is of the view that the recoverability of above amount from SICAL can be ascertained only after the receipt of initial report from the Resolution Professional and accordingly no provision is made against the same.
- b) We draw attention to the note no. 27 of the standalone Ind AS financial statements, wherein it is stated that balance confirmation in respect of Borrowings is not received and reliance is placed on the balances in the books of accounts.

Our opinion is not modified in respect of these matters.

### Responsibilities of Management and Those Charged With Governance for the Ind AS Financial Statements

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

In preparing the Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

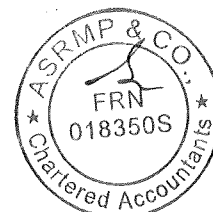
### Auditor's Responsibilities for the Audit of the Ind AS Financial Statements

Our responsibility is to conduct an audit of the entity's financial statements in accordance with Standards on Auditing and to issue an auditor's report. However, because of the matters described in the Basis for Disclaimer of Opinion section of our report, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these financial statements.

We are independent of the entity in accordance with the ethical requirements in accordance with the requirements of the Code of Ethics issued by ICAI and the ethical requirements as prescribed under the laws and regulations applicable to the entity.

### 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 Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.





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2. As required by Section 143(3) of the Act, we report that:

- (a) We have not been able to obtain sufficient appropriate audit evidence because of the significance of the matters described in the Basis for Disclaimer of Opinion section above
- (b) We are unable to comment whether proper books of account as required by law have been kept by the Company, because of the matters described in the Basis for Disclaimer of Opinion section above.
- (c) The Balance Sheet, the Statement of Profit and Loss (including the Other Comprehensive Income), Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) We are unable to comment whether the financial statements comply with the Accounting Standards specified under Section 133 of the Act, because of the matters described in the Basis for Disclaimer of Opinion section above.
- (e) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) The going concern matter described under the Material Uncertainty Related to Going Concern paragraph above, in our opinion, may have an adverse effect on the functioning of the Company;
- (g) 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".
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company does not have any pending litigations which would impact its financial position;
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

3. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the company has not paid managerial remuneration and accordingly provisions of section 197 are not applicable.

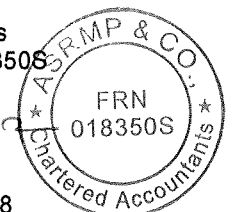
Place: Bengaluru

Date : June 29, 2021

For ASRMP & CO.,  
Chartered Accountants  
Firm Registration No.018350S

(A S SUNDARESHA)  
Membership No.019728  
Partner

UDIN: 21019728AAAABP4816



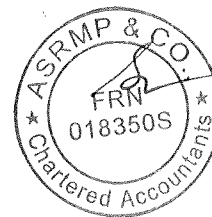


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Annexure A to the Independent Auditor's Report

The Annexure referred to in our Independent Auditor's Report to the members of the Company on the Ind AS financial statements for the period ended 31<sup>st</sup> March 2021, we report that:

- i. The company does not have any fixed assets. Thus, paragraph 3(i) is not applicable
- ii. The Company does not hold any physical inventories. Thus, paragraph 3(ii) of the Order is not applicable.
- iii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, company has not granted loans to any party covered in the register to be 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 186 of the Act, to the extent applicable, with respect to the loans, investments, guarantee and security. None of the loans are covered under the provisions of section 185 of the Act.
- v. The Company has not accepted any deposits from the public. Thus, paragraph 3(v) of the Order is not applicable.
- vi. As explained by the management, the Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's services. Thus, paragraph 3(vi) of the Order is not applicable.
- vii. a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including income tax, have been regularly deposited during the year by the Company with the appropriate authorities, except delayed payment of tax deducted at sources.. As explained to us the company does not have liability in respect of provident fund, employees' state insurance, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess. There are no material outstanding statutory dues as on the last day of the financial year, for a period of more than six months from the date they become payable.  
  
b) According to information and explanations given to us, there are no material statutory dues which have not been deposited on account of any disputes.
- viii. The Company does not have any loans or borrowings from any financial institutions, banks, government or outstanding debentures during the year. Thus paragraph 3(viii) of the order is not applicable.



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- ix. In our opinion and according to the information and explanations given to us, the company has not raised money by way of initial public offer or further public offer (including debt instruments) and terms loans during the year.
- x. According to the information and explanations given to us, and on the basis of test checks carried out in accordance with the generally accepted auditing procedure, no material fraud on or by the Company has been noticed or reported during the course of our audit.
- xi. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not paid/provided for 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. According to the information and explanations given to us and based on our examination of the records of the Company, the provisions of sections 177 and section 188 of the Act are complied with to the extent applicable. Details of related party transactions have been disclosed in the Ind AS financial statements as required by the applicable accounting standards.
- 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.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, we have not come across any instances of non-cash transactions with directors or persons connected with him as contemplated in section 192 of the Act. Thus, paragraph 3(xv) of the Order is not applicable.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934

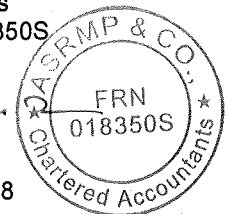
Place: Bengaluru

Date : June 29, 2021

For ASRMP & CO.,  
Chartered Accountants  
Firm Registration No.018350S

(A S SUNDARESHA)  
Membership No.019728  
Partner

UDIN: 21019728AAAABP4816





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Annexure B to the Independent 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 were engaged to audit the internal financial controls with reference to financial statements of M/s.TANGLIN RETAIL REALITY DEVELOPMENTS PRIVATE LIMITED ("the Company") as of 31 March 2021 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Disclaimer of Opinion

Because of the reason stated in "Basis for Disclaimer of Opinion" paragraph, we are unable to obtain sufficient appropriate audit evidence to provide a basis for our opinion whether the Company had adequate internal financial control over financial reporting and whether such internal financial controls were operating effectively as at 31 March 2021.

We have considered the disclaimer reported above in determining the nature, timing, and extent of audit tests applied in our audit of the financial statements of the Company, and the disclaimer per se does not affect our Disclaimer of Opinion on the financial statements of the Company.

Basis for Disclaimer of Opinion

Due to the possible effects of the matters described in the Basis for Disclaimer of Opinion paragraph in our main audit report, we are unable to obtain sufficient appropriate audit evidence to provide a basis for our opinion on whether the Company had adequate internal financial controls over financial reporting with reference to these Ind AS financial statements as at March 31, 2021 and whether such internal financial controls were operating effectively. Accordingly, we do not express an opinion on Internal Financial Controls Over Financial Reporting with reference to these Standalone Ind AS financial statements.

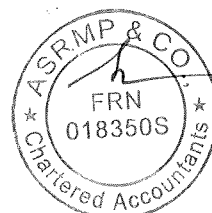
Management's Responsibility for Internal Financial Controls

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 (the "Guidance Note") issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of 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 and presentation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to the Ind AS financial statements based on our audit. We were engaged to audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the ICAI.

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Because of the matter described in Disclaimer of Opinion paragraph above, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on internal financial controls system over financial reporting of the Company.

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.

Place: Bengaluru

Date : June 29, 2021

For ASRMP & CO.,  
Chartered Accountants  
Firm Registration No.018350S

(A S SUNDARESHA)  
Membership No.019728  
Partner

UDIN: 21019728AAAAABP4816




**TANGLIN RETAIL REALITY DEVELOPMENTS PRIVATE LIMITED**

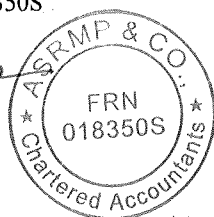
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**BALANCE SHEET AS AT 31 MARCH 2021***Amount in Rs.thousands.*

	Note	As at 31 March 2021	As at 31 March 2020
<b>ASSETS</b>			
<b>Non-current assets</b>			
Financial Assets			
- Investments	4	1,77,134	19,74,951
Other non-current assets	5	-	1,778
<b>Total non-current assets</b>		<b>1,77,134</b>	<b>19,76,729</b>
<b>Current assets</b>			
Financial assets			
- Cash and cash equivalents	6	629	423
- Loans	7	1,64,28,035	1,63,91,474
- Other current financial assets	8	32,328	32,328
Current tax asset (net)		2,956	3,341
Other current assets	9	1,782	1,187
<b>Total current assets</b>		<b>1,64,65,729</b>	<b>1,64,28,753</b>
<b>Total assets</b>		<b>1,66,42,863</b>	<b>1,84,05,482</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	10	1,000	1,000
Other equity	11	(28,51,471)	(11,16,964)
<b>Total equity</b>		<b>(28,50,471)</b>	<b>(11,15,964)</b>
<b>Non-current liabilities</b>			
Other non - current liabilities	12	-	2,370
<b>Total non-current liabilities</b>		<b>-</b>	<b>2,370</b>
<b>Current liabilities</b>			
Financial liabilities			
- Borrowings	13	1,94,59,502	1,95,03,665
- Other financial liabilities	14	32,035	13,954
Other current liabilities	15	1,797	1,457
<b>Total current liabilities</b>		<b>1,94,93,334</b>	<b>1,95,19,076</b>
<b>Total equity and liabilities</b>		<b>1,66,42,863</b>	<b>1,84,05,482</b>
<b>Significant accounting policies and other notes</b>	1 to 32		
The notes referred to above form an integral part of the financial statements			


As per our report of even date attached  
**For ASRMP & CO.,**  
Chartered Accountants  
Firm Registration No.018350S


  
**CA. Sundaresha A S**  
Membership No.019728  
Partner



Place: Bengaluru  
Date : June 29, 2021

For and on behalf of the Board of Directors of  
**Tanglin Retail Reality Developments Pvt Ltd**

  
**Philip Thomas Athyal**  
Director  
DIN: 05111045

  
**Deekshith K M**  
Director  
DIN: 03505388

**TANGLIN RETAIL REALITY DEVELOPMENTS PRIVATE LIMITED**

**CIN: U70102KA2007PTC044421**

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2021**

*Amount in Rs.thousands.*

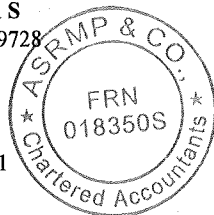
	Note	For the year ended 31 March 2021	For the year ended 31 March 2020
<b>Income</b>			
Revenue from operations		-	-
Other income	16	1,792	3,451
<b>Total income</b>		<b>1,792</b>	<b>3,451</b>
<b>Expenses</b>			
Finance costs	17	19,741	2,57,139
Other expenses	18	4,24,764	3,52,667
<b>Total expenses</b>		<b>4,44,505</b>	<b>6,09,806</b>
<b>Profit/(loss) before tax</b>		<b>(4,42,713)</b>	<b>(6,06,355)</b>
Tax expense:			
- Current tax	19	108	-
- Deferred tax	19	-	-
<b>Profit/(loss) for the year</b>		<b>(4,42,821)</b>	<b>(6,06,355)</b>
<b>Other comprehensive income:</b>			
<b>Items that will not be reclassified to profit or loss:</b>			
Changes in fair value of FVOCI equity instruments		(12,91,687)	-
<b>Other comprehensive income for the year</b>		<b>(12,91,687)</b>	<b>-</b>
<b>Total Comprehensive Income for the year</b>		<b>(17,34,508)</b>	<b>(6,06,355)</b>
<b>Earnings per equity share</b>			
- Basic (Rs.)	22	(4,428)	(6,064)
- Diluted (Rs.)	22	(4,428)	(6,064)
Weighted average number of equity shares		1,00,000	1,00,000
<b>Significant accounting policies and other notes</b>	1 to 32		
The notes referred to above form an integral part of the financial statements			

As per our report of even date attached  
**For ASRMP & CO.,**  
Chartered Accountants  
Firm Registration No.018350S



**CA. Sundaresha A S**  
Membership No.019728  
Partner

Place: Bengaluru  
Date : June 29, 2021



For and on behalf of the Board of Directors of  
**Tanglin Retail Reality Developments Pvt Ltd**



**Philip Thomas Athyal**  
Director  
DIN: 05111045



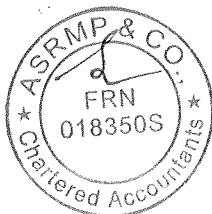
**Deekshith K M**  
Director  
DIN: 05111045

**TANGLIN RETAIL REALITY DEVELOPMENTS PRIVATE LIMITED**

**Statement of Cash Flows for the year ended 31 March 2021**

Amount in Rs.thousands.

	For the year ended 31 March 2021	For the year ended 31 March 2020	
<b>Cash flows from operating activities</b>			
Profit for the year	(4,42,713)	(6,06,355)	
Adjustments:			
- Guarantee expense	1,183	1,190	
- Guarantee income	(1,775)	(598)	
- Interest income (including fair value change in financial instruments)	-	(2,853)	
- Interest expense (including fair value change in financial instruments)	18,550	1,14,941	
- Interest on income tax	-	23	
- Other Borrowing Cost	-	1,39,675	
- Loss on sale of shares	4,24,337	3,49,055	
Operating cash flow before working capital changes	(418)	(4,921)	
Changes in			
- Current and non-current financial assets	(108)	8,115	
- Current and non-current financial liabilities	(469)	420	
- Other current and non-current liabilities	(255)	(27,169)	
Cash generated from operations	(1,249)	(23,554)	
Income taxes paid	385	(371)	
<b>Cash generated from / (used in) operations</b>	<b>(864)</b>	<b>(23,926)</b>	
<b>Cash flows from investing activities</b>			
Loan recovered / (advanced) net	(36,561)	17,37,303	
Proceeds from sale of investment	81,794	88,583	
Interest received	-	3,186	
<b>Net cash generated from/(used in) investing activities</b>	<b>45,233</b>	<b>18,29,072</b>	
<b>Cash flows from financing activities</b>			
Proceeds from/ (repayment of) borrowings	(44,163)	(1,00,97,556)	
Interest and other borrowing cost paid	-	(3,38,974)	
<b>Net cash used in financing activities</b>	<b>(44,163)</b>	<b>(1,04,36,530)</b>	
<b>Increase in cash and cash equivalents</b>	<b>205</b>	<b>(86,31,385)</b>	
Cash and cash equivalents at the beginning of the year	423	86,31,808	
<b>Cash and cash equivalents at the end of the year</b>	<b>629</b>	<b>423</b>	
<b>Components of cash and cash equivalents</b>			
Balances with banks:			
- in current accounts	628	423	
Cash on hand	1	1	
<b>Cash and cash equivalents at the end of the year</b>	<b>629</b>	<b>423</b>	
Particulars	Long term borrowings (including current maturities)	Short term borrowings	Total
As as 31 March 2020	-	1,95,03,665	1,95,03,665
Proceeds	-	-	-
Repayments	-	(44,163)	(44,163)
<b>Net proceeds (B)</b>	-	<b>(44,163)</b>	<b>(44,163)</b>
Non cash transactions			
Loan processing charges amortised over the period of loan	-	-	-
<b>Total non cash transactions (C)</b>	-	-	-
<b>As as 31 March 2021</b>	<b>(A)+(B)+(C)</b>	<b>1,94,59,502</b>	<b>1,94,59,502</b>



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**TANGLIN RETAIL REALITY DEVELOPMENTS PRIVATE LIMITED**

**Statement of Cash Flows for the year ended 31 March 2021**

*Amount in Rs.thousands.*

		For the year ended 31 March 2021	For the year ended 31 March 2020
As as 31 March 2019	-	2,96,01,222	2,96,01,222
Proceeds	-	2,12,06,024	2,12,06,024
Repayments	-	(3,13,03,580)	(3,13,03,580)
<b>Net proceeds</b>	<b>(B)</b>	<b>(1,00,97,556)</b>	<b>(1,00,97,556)</b>
<u>Non cash transactions</u>			
Loan processing charges amortised over the period of loan	-	-	-
<b>Total non cash transactions</b>	<b>(C)</b>	<b>-</b>	<b>-</b>
<b>As as 31 March 2020</b>	<b>(A)+(B)+(C)</b>	<b>1,95,03,665</b>	<b>1,95,03,665</b>

As per our report of even date attached

For **ASRMP & CO.,**

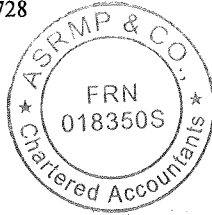
*Chartered Accountants*

Firm Registration No.018350S

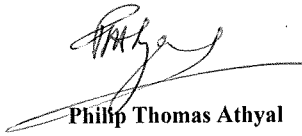


**CA. Sundaresha A S**  
Membership No.019728  
Partner


Place: Bengaluru  
Date : June 29, 2021



For and on behalf of the Board of Directors of  
**Tanglin Retail Reality Developments Pvt Ltd**



**Philip Thomas Athyal**  
Director  
DIN: 05111045



**Deekshith K M**  
Director  
DIN: 03505388

**TANGLIN RETAIL REALITY DEVELOPMENTS PRIVATE LIMITED**

**Statement of Changes in Equity for the year ended 31 March 2021**

a Equity share capital					
<i>Amount in Rs.thousands.</i>					
		As at	As at		
		31 March 2021	31 March 2020		
<i>Equity shares of Rs 10 each issued, subscribed and fully paid</i>					
Balance at the beginning of the reporting year		1,000		1,000	
Changes in equity share capital during the year		-		-	
<b>Balance at the end of the reporting year</b>		<b>1,000</b>		<b>1,000</b>	
b Other Equity					
For the year ended 31 March 2021					
<i>Amount in Rs.thousands.</i>					
Particulars	Reserves & Surplus		Other comprehensive income	Total other equity	
	Retained Earnings	Guarantee Equity	Fair value of FVTOCI equity instrumets		
Balance as at 1 April 2020	(11,39,312)	22,348	-	(11,16,964)	
Profit or (loss) during the year	(4,42,821)	-	-	(4,42,821)	
Other comprehensive income for the year	-	-	(12,91,687)	(12,91,687)	
<b>Balance as at 31 March 2021</b>	<b>(15,82,133)</b>	<b>22,348</b>	<b>(12,91,687)</b>	<b>(28,51,471)</b>	
For the year ended 31 March 2020					
<i>Amount in Rs.thousands.</i>					
Particulars	Reserves & Surplus		Other comprehensive income	Total other equity	
	Retained Earnings	Guarantee Equity	Fair value of FVTOCI equity instrumets		
Balance as at 1 April 2019	(5,32,957)	22,348	-	(5,10,609)	
Profit or (loss) during the year	(6,06,355)	-	-	(6,06,355)	
<b>Balance as at 31 March 2020</b>	<b>(11,39,312)</b>	<b>22,348</b>	<b>-</b>	<b>(11,16,964)</b>	



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**1 Company background**

Tanglin Retail Reality Developments Private Limited, ('the Company') was incorporated under the Companies Act, 1956 on 20th November 2007. The Company is engaged in the business of property developers, that is to say by purchase, take on lease, exchange, or otherwise acquire any lands, estates, buildings, hereditaments of any tenure and descriptions and to construct the same into residential houses, villa, apartments, row houses, duplex houses, commercial complexes etc.

**2 Significant accounting policies**

**2.01 Basis of preparation and presentation**

**(a) Statement of compliance**

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ('Act') (to the extent notified). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

**(b) Basis of measurement**

The financial statements have been prepared on a historical cost convention and on an accrual basis, except for the following material items that have been measured at fair value as required by relevant Ind AS:

- i. Certain financial assets and liabilities measured at fair value (refer accounting policy on financial instruments)
- ii. Defined benefits and other long term employee benefits.

**(c) Use of estimates and judgement**

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 and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

**(d) Current versus non-current classification**

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

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

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle,
- It is held primarily for the purpose of trading,
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

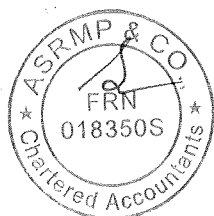
The Company classifies all other liabilities as non-current.

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

**2.02 Property, plant and equipment.**

The cost of property, plant and equipment includes freight, duties, taxes and other incidental expenses relating to the acquisition and installation of the respective assets. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Borrowing costs directly attributable to acquisition or construction of those fixed assets which necessarily take a substantial period of time to get ready for their intended use are capitalized.

Advance paid towards the acquisition of fixed assets outstanding at each balance sheet are shown under capital advances. The cost of property, plant and equipment not ready for their intended use before such date, are disclosed as capital work in progress.



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**Tanglin Retail Reality Developments Private Limited**  
**Notes to the financial statements for the year ended 31 March 2021**

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**Depreciation methods, estimated useful lives and residual value**

In respect of fixed assets acquired on or after 01.04.2014 (effective date of Schedule II of Companies Act, 2013), depreciation is charged on a straight line method so as to write off the depreciable amount of the assets over the useful life as prescribed in Schedule II of Companies Act, 2013. Residual value is estimated to be 5% of cost of asset.

**2.03 Investment properties**

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Company, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognised.

Investment property comprise of assets land, building, and other assets such as plant & machinery, Furniture & Fixtures and equipments which are integral to the generation of cash flows of group of assets. These asset are depreciated using straight line method over their estimated useful life as mentioned in the table below.

**Depreciation methods, estimated useful lives and residual value**

In respect of fixed assets acquired on or after 01.04.2014 (effective date of Schedule II of Companies Act, 2013), depreciation is charged on a straight line method so as to write off the depreciable amount of the assets over the useful life as prescribed in Schedule II of Companies Act, 2013. Residual value is estimated to be 5% of cost of asset. Residual value is estimated to be 5% of cost of asset.

**2.04 Impairment of assets**

The Company assesses at each balance sheet date whether there is any indication that an asset or a group of assets comprising a cash-generating unit may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. For an asset or group of assets that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs. If such recoverable amount of the asset or the recoverable amount of the cash-generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the statement of profit and loss. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost. An impairment loss is reversed only to the extent that the carrying amount of asset does not exceed the net book value that would have been determined; if no impairment loss had been recognised.

**2.05 Revenue recognition**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment, net of taxes or duties collected on behalf of the government.

**Sale of services**

The Company derives its revenue from licensing of usage of property to companies. License fee is in the nature of operating lease income and is recognized as per the terms of agreement unless the escalation is not in line with inflation. Where escalation is not in line with inflation revenue is recognised on a straight line basis over the non-cancellable lease term. Maintenance, electricity and transportation income are recognized on the accrual basis in accordance with the terms of the agreements with lessees.

Advance rent received is amortised on a straight line basis over the Lock-in period and income is recognised under income from operations.

**Other income**

Interest income from term deposits is recognised using the time-proportion method, based on the rates implicit in the transaction.

Dividends are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the company, and the amount of the dividend can be measured reliably.



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## 2.06 Leases

### a) As a lessee

The Company's lease asset classes primarily consist of leases for buildings. The Company assesses whether a contract contains a lease, at inception of a contract. A contract contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At lease commencement date, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements, except for leases with a term of 12 months or less (short-term leases) and low value leases. For short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease. ROU assets and lease liabilities includes, the options to extend or terminate the lease before the end of the lease term, when it is reasonably certain that they will be exercised.

The ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

ROU assets are depreciated on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. ROU assets are tested for impairment and recoverable amount is determined on an individual asset basis, if it is a Cash Generating Unit (CGU) in itself, otherwise recoverable amount is determined for the CGU to which it belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. For leases with reasonably similar characteristics, the Company may adopt the incremental borrowing rate for the portfolio as a whole. Lease liabilities are remeasured with a corresponding adjustment to the related ROU asset if the Company changes its assessment if whether it will exercise an extension or a termination option. The company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the ROU asset. If the ROU asset balance is not sufficient to cover the adjustment amount, then the remaining balance will be recognised in Statement of profit and loss.

### Transition

There are no material lease contracts as on transition date and accordingly there is no transition adjustment warranted.

Accordingly all the lease expenses are accrued as per the agreed terms and conditions of the lease agreement.

### b) As a lessor

Assets given on lease are classified either as operating lease or as finance lease.

A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset. A lease which is not classified as a finance lease is an operating lease.

The Company recognises lease payments in case of assets given on operating leases as income on a straight-line basis. The Company presents underlying assets subject to operating lease in its balance sheet under the respective class of asset. In respect of asset held under finance lease, asset is recognised in balance sheet and presented as a receivable at an amount equal to the net investment in the lease. Finance income is recognised over the lease term, based on a pattern reflecting a constant periodic rate of return on Company's net investment in the lease.



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**Tanglin Retail Reality Developments Private Limited**  
**Notes to the financial statements for the year ended 31 March 2021**

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**2.07 Financial Instruments**

**A Financial Assets (Investments and other financial assets)**

**a) Classification**

The company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

**b) Initial recognition and measurement**

The company recognises financial assets when it becomes a party to the contractual provisions of the instrument. All financial assets are recognized at fair value on initial recognition. Trade receivables are measured at their transaction price, if the trade receivables do not contain a significant financing component in accordance with Ind AS 115. Transaction costs that are directly attributable to the acquisition of financial assets that are not at fair value through profit or loss, are added to the fair value on initial recognition. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss. Regular way purchase and sale of financial assets are accounted for at trade date.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

**c) Subsequent measurement**

Financial assets carried at amortised cost

A financial assets is measured at amortised cost if it is held within a business model whose objective is to hold asset in order to collect contractual cash flows and the contractual cash terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Interest income from these financial assets is accounted in profit or loss using the effective interest rate method. Impairment losses, forex gain / loss and gain / loss on derecognition of financial asset in this category is recognised in profit or loss.

Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is measured at FVTOCI, if it is held withing a business model whose objective is achieved by both from collection of contractual cash flows and selling the financial assets, where the assets' cash flows represent solely payments of principal and interest. Further equity instruments where the company has made an irrevocable election based on its business model, to classify as instruments measured at FVTOCI, are measured subsequently at fair value through other comprehensive income.

Debt instruments - Movements in the carrying amount are taken through other comprehensive income (OCI), except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised. Interest income from these financial assets is included in other income using the effective interest rate method.

Equity instruments - Movements in the carrying amount are taken to OCI and there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividend from such investments are recognised in profit or loss.

Financial assets at fair value through profit or loss (FVTPL)

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss. All gains and losses are recognised in profit or loss.

**d) Impairment of financial assets**

The company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVTOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the company applies the simplified approach specified by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.



**e) Derecognition of financial assets**

A financial asset is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or
- The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the company has transferred substantially all the risks and rewards of the asset, or (b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the company continues to recognise the transferred asset to the extent of the company's continuing involvement. In that case, the company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained.

**B Financial liabilities**

**a) Classification**

The company classifies its financial liabilities in the following measurement categories:

- those to be measured subsequently at fair value through profit or loss, and
- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

**b) Initial recognition and measurement**

The company recognises financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial liabilities are recognized at fair value on initial recognition. Transaction costs that are directly attributable to the issue of financial liabilities, that are not at fair value through profit or loss, are reduced from the fair value on initial recognition. Transaction costs that are directly attributable to the issue of financial liabilities at fair value through profit or loss are expensed in profit or loss.

**c) Subsequent measurement**

The measurement of financial liabilities depends on their classification, as described below:

Amortised cost

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective interest rate (EIR) method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

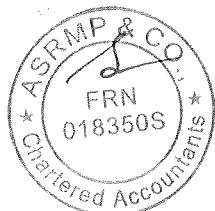
Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to Statement of Profit and Loss. However, the company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The company has not designated any financial liability as at fair value through profit and loss.



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**Derecognition of financial Liabilities**

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

**C Financial guarantee contracts**

The fair value of financial guarantees is determined as the present value of the difference in net cash flows between the contractual payments under the debt instrument and the payments that would be required without the guarantee or the estimated amount that would be payable to a third party for assuming the obligations.

**(i) as Guarantor**

Financial guarantee contracts are recognised as a financial liability at the time the guarantee is issued. The liability is initially measured at fair value and subsequently at the higher of the amount determined in accordance with Ind AS 109 and the amount initially recognised less cumulative amortisation, where appropriate.

Where guarantees in relation to loans or other payables of associates are provided for no compensation, the fair values are accounted for as contributions and recognised as part of the cost of the investment.

**(ii) as Beneficiary**

Financial guarantee contracts are recognised as a financial asset at the time the guarantee is taken. The asset is initially measured at fair value and subsequently amortised over the guarantee period.

Where guarantees in relation to loans or other payables are provided by group companies for no compensation, the fair values are accounted for as contributions and recognised as part of equity.

**2.08 Employee benefits**

**a) Short-term benefit plans**

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised and measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

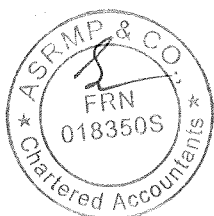
**b) Defined contribution plan**

The company pays provident fund contributions to publicly administered provident funds as per local regulations. The company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions, if any, are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

**a) Defined benefit plans**

The Company's gratuity plan is a defined benefit plan. The present value of gratuity obligation under such defined benefit plans is determined based on actuarial valuations carried out by an independent actuary using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measure each unit separately to build up the final obligation. The obligation is measured at the present value of estimated future cash flows. The discount rates used for determining the present value of obligation under defined benefit plans, is based on the market yields on Government securities as at the balance sheet date, having maturity periods approximating to the terms of related obligations. Actuarial gains and losses are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur.

The Company's gratuity scheme is administered through a trust with the Life Insurance Corporation of India and the provision for the same is determined on the basis of actuarial valuation carried out by an independent actuary. Provision is made for the shortfall, if any, between the amounts required to be contributed to meet the accrued liability for gratuity as determined by actuarial valuation and the available corpus of the funds.



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**c) Other long-term benefit plans**

Cost of long term benefits by way of accumulating compensated absences arising during the tenure of service is calculated taking into account the pattern of an ailment of leave. Further, in respect of encashment of leave the defined benefit is calculated taking into account all types of increments and qualifying salary projected up to assumed date of encashment. The present value of compensated absences obligation is determined based on actuarial valuations carried out by an independent actuary using the Projected Unit Credit Method, as at year end. The obligation is measured at the present value of estimated future cash flows. The discount rates used for determining the present value of obligation under defined benefit plans, is based on the market yields on Government securities as at the balance sheet date, having maturity periods approximating to the terms of related obligations. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit and loss statement. Gains or losses on the curtailment or settlement of any defined benefit plan are recognised when the curtailment or settlement occurs.

**2.09 Foreign currency transactions**

**a) Functional and presentation currency**

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). These financial statements are presented in Indian rupee (INR), which is company's functional and presentation currency.

**b) Transactions and balances**

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss. They are deferred in equity if they relate to qualifying cash flow hedges and qualifying net investment hedges or are attributable to part of the net investment in a foreign operation. A monetary item for which settlement is neither planned nor likely to occur in the foreseeable future is considered as a part of the entity's net investment in that foreign operation.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of profit and loss on a net basis.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

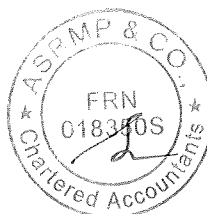
**2.10 Offsetting financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the group or the counterparty.

**2.11 Borrowings**

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

The fair value of the liability portion of an optionally convertible or non convertible debentures is determined using a market interest rate for an equivalent government bond rate. This amount is recorded as a liability on an amortised cost basis until extinguished on conversion or redemption of the bonds. The remainder of the proceeds is attributable to the equity portion of the compound instrument. This is recognised and included in shareholders' equity, net of income tax effects, and not subsequently remeasured.



**Tanglin Retail Reality Developments Private Limited**  
**Notes to the financial statements for the year ended 31 March 2021**

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Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/(losses).

Where the terms of a financial liability are renegotiated and the entity issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognised in profit or loss, which is measured as the difference between the carrying amount of the financial liability and the fair value of the equity instruments issued.

Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

**2.12 Borrowing costs**

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred. In case of term loans borrowing costs are recognized in the statement of profit and loss using the effective interest method.

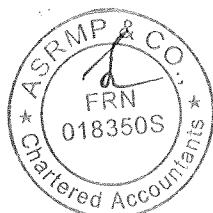
**2.13 Taxes**

**Current income tax**

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax ('MAT') paid in a year is charged to the statement of profit and loss as current tax. The company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the company recognises MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as 'MAT Credit Entitlement'. The company reviews the 'MAT credit entitlement' asset at each reporting date and writes down the asset to the extent the company does not have convincing evidence that it will pay normal tax during the specified period. Deferred tax asset is defined in Ind AS 12 to include the carry forward of unused tax credits. MAT Credits are in the form of unused tax credits that are carried forward by the company for a specified period of time. Accordingly, MAT Credit Entitlement is grouped with Deferred Tax Asset (net) in the Balance Sheet.



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#### **Deferred tax**

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;
- in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;
- in respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

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

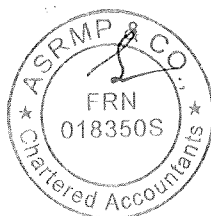
Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. Acquired deferred tax benefits recognised within the measurement period reduce goodwill related to that acquisition if they result from new information obtained about facts and circumstances existing at the acquisition date. If the carrying amount of goodwill is zero, any remaining deferred tax benefits are recognised in OCI/ capital reserve depending on the principle explained for bargain purchase gains. All other acquired tax benefits realised are recognised in profit or loss.

#### **2.14 Provisions and contingent liabilities**

Provisions are recognised when the company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions for onerous contracts, i.e. contracts where the expected unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it, are recognised when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as a result of an obligating event based on a reliable estimate of such obligation.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.



**Tanglin Retail Reality Developments Private Limited**  
**Notes to the financial statements for the year ended 31 March 2021**

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Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

The disclosure of contingent liability is made when, as a result of obligating events, there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources.

**Contingent liabilities recognised in a business combination**

A contingent liability recognised in a business combination is initially measured at its fair value. Subsequently, it is measured at the higher of the amount that would be recognised in accordance with the requirements for provisions above or the amount initially recognised less, when appropriate, cumulative amortisation recognised in accordance with the requirements for revenue recognition.

**2.15 Cash and cash equivalents**

Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

**2.16 Cash flow statement**

Cash flows are reported using the indirect method, whereby net profit/ (loss) before tax is adjusted for the effects of transactions of a 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.

**2.17 Earnings per share**

The basic loss per share is computed by dividing the net profit/ (loss) attributable to owner's of the company for the year by the weighted average number of equity shares outstanding during reporting period.

The number of shares used in computing diluted earnings/ (loss) per share comprises the weighted average shares considered for deriving basic earnings/ (loss) per share and also the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

Dilutive potential equity shares are deemed converted as of the beginning of the reporting date, unless they have been issued at a later date. In computing diluted earnings per share, only potential equity shares that are dilutive and which either reduces earnings per share or increase loss per share are included.

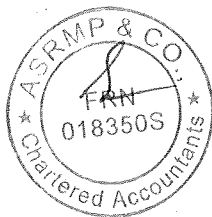
**2.18 Segment reporting**

Based on the "management approach" as defined in Ind AS 108 - Operating Segments, the Chief Operating Decision Maker evaluates the company performance and allocates resources based on an analysis of various performance indicators by business segments.

**2.19 Contributed equity**

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

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**Tanglin Retail Reality Developments Private Limited**

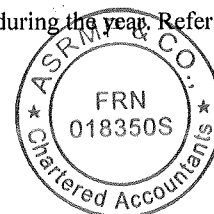
**Notes to the financial statements for the year ended 31 March 2021**

**2.20** These financial statements are Separate Financial Statements of the company. The company has used exemption from preparation of consolidated financial statements, in accordance with para 4(a) of IND AS 110. M/s.Coffee day Enterprises Limited, the ultimate parent company, has prepared consolidated financial statements that comply with INDASs and which are produced for public use. M/s.Coffee Day Enterprises Limited is incorporated in and conducting business in India. The said consolidated financial statements are available at parent company website www.coffeeday.com.

**List of subsidiaries with percentage holding –**

Name of the entity	Country of incorporation and other particulars	Percentage of holding (%)
<b>DIRECT SUBSIDIARIES</b>		
Sical Logistics Limited (SLL)	a subsidiary of the Company incorporated under the laws of India	31.11%
<b>STEPDOWN SUBSIDIARIES</b>		
Sical Infra Assets Limited ('SIAL')	a subsidiary of the SLL incorporated under the laws of India	53.60%
Sical Multimodal and Rail Transport Limited ('SMART')	a subsidiary of SIAL incorporated under the laws of India	100.00%
Sical Bangalore Logistics Park Limited ('SBLPL')	a subsidiary of SIAL incorporated under the laws of India	100.00%
Sical Iron Ore Terminals Limited ('SIOTL')	a subsidiary of the SLL incorporated under the laws of India	63.00%
Sical Iron Ore Terminals (Mangalore) Limited ('SIOT(ML)')	a subsidiary of the SLL incorporated under the laws of India	100.00%
Sical Adams Offshore Limited ('SAOL')	a subsidiary of the SLL incorporated under the laws of India	100.00%
Norsea Offshore India Limited (NOIL')	a subsidiary of the SLL incorporated under the laws of India	100.00%
Bergen Offshore Logistics Pte Ltd ('Bergen')	a subsidiary of the SLL incorporated under the laws of India	100.00%
Sical Saumya Mining Limited ('SSML')	a subsidiary of the SLL incorporated under the laws of India	65.00%
Sical Mining Limited ('SML')	a subsidiary of SLL incorporated under the laws of India	100.00%
PNX Logistics Private Limited	a subsidiary of the Company incorporated under the laws of India	60.00%
Pat Chems Private Limited (Previously holding 67%)	a subsidiary of the Company incorporated under the laws of India	84.00%
Develecto Mining Limited	a subsidiary of the Company incorporated under the laws of India	51.00%
Sical Washeries Limited	a subsidiary of the Company incorporated under the laws of India	51.00%
<b>JOINT VENTURES</b>		
PSA Sical Terminal Limited ('PSA')	a joint venture incorporated under the laws of India	37.50%
Sical Sattva Rail Terminal Private Limited ('SSRTPL')	a joint venture of SMART incorporated under the laws of India	50.00%

\* Above subsidiaries and joint ventures ceased to be subsidiaries and joint ventures during the year. Refer Note no.26



**3 Recent Pronouncements**

On March 24, 2021, the Ministry of Corporate Affairs ("MCA") through a notification, amended Schedule III of the Companies Act, 2013. The amendments revise Division I, II and III of Schedule III and are applicable from April 1, 2021. Key amendments relating to Division II which relate to companies whose financial statements are required to comply with Companies (Indian Accounting Standards) Rules 2015 are:

Balance Sheet:

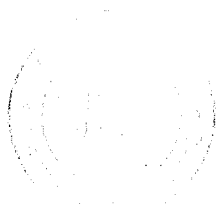
- Lease liabilities should be separately disclosed under the head 'financial liabilities', duly distinguished as current or non-current.
- Certain additional disclosures in the statement of changes in equity such as changes in equity share capital due to prior period errors and restated balances at the beginning of the current reporting period.
- Specified format for disclosure of shareholding of promoters.
- Specified format for ageing schedule of trade receivables, trade payables, capital work-in-progress and intangible asset under development.
- If a company has not used funds for the specific purpose for which it was borrowed from banks and financial institutions, then disclosure of details of where it has been used.
- Specific disclosure under 'additional regulatory requirement' such as compliance with approved schemes of arrangements, compliance with number of layers of companies, title deeds of immovable property not held in name of company, loans and advances to promoters, directors, key managerial personnel (KMP) and related parties, details of benami property held etc.

Statement of profit and loss:

- Additional disclosures relating to Corporate Social Responsibility (CSR), undisclosed income and crypto or virtual currency specified under the head 'additional information' in the notes forming part of the standalone financial statements.

The amendments are extensive and the Company will evaluate the same to give effect to them as required by law.

There is no notification of new standard or amendments to the existing standards which are applicable from April 1, 2021.



**TANGLIN RETAIL REALITY DEVELOPMENTS PRIVATE LIMITED**

Notes to the financial statements for the year ended 31 March 2021

**4 Non-current investments**

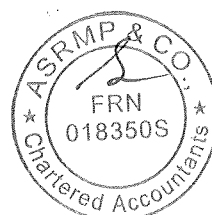
Particulars	Amount in Rs.thousands.	
	As at 31 March 2021	As at 31 March 2020
<i>Quoted Investment</i>		
(i) Investment in equity instrument (fully paid-up)		
- <i>Subsidiaries (at cost):</i>		
Sical Logistics Limited**	-	19,74,951
(Nil (Previous year - 2,36,91,721) equity shares of Rs.10/- each fully paid up)		
- <i>Others (valued at FVTOCI):</i>		
Sical Logistics Limited**	1,77,134	-
(1,70,32,113* (Previous year - Nil) equity shares of Rs.10/- each fully paid up)		
	<b>1,77,134</b>	<b>19,74,951</b>
Aggregate amount of quoted investments and market value thereof	1,77,134	1,50,442
Aggregate amount of unquoted investments	-	-
Aggregate amount of impairment in the value of investments	-	-
* Out of 1,70,32,113 shares, 10,27,082 no. of shares which were pledged are invoked by lenders and are held by them. Also Refer Note No.26		
** Sical Logistics Limited ceased to be subsidiary during the year accordingly same is classified as other investment. Also refer Note No.26		

**5 Other non-current assets**

Particulars	Amount in Rs.thousands.	
	As at 31 March 2021	As at 31 March 2020
Prepaid Gurantee Expense	-	1,778
	-	1,778

**6 Cash and cash equivalents**

Particulars	Amount in Rs.thousands.	
	As at 31 March 2021	As at 31 March 2020
Balances with banks		
- in current accounts	628	423
Cash on hand	1	1
	<b>629</b>	<b>423</b>



**TANGLIN RETAIL REALITY DEVELOPMENTS PRIVATE LIMITED**

**Notes to the financial statements for the year ended 31 March 2021**

**7 Current loans**

Particulars	Amount in Rs.thousands.	
	As at 31 March 2021	As at 31 March 2020
<i>Unsecured, considered good</i>		
Loans to related parties:		
- subsidiaries		
Sical Logistics Ltd*	12,89,007	12,10,354
Norse Offshore India Ltd ^	5,00,936	5,38,993
- other related parties		
Mysore Amalgamated Coffee Estates Limited **	1,05,03,105	1,05,03,105
Others ^	41,34,987	41,39,021
	<b>1,64,28,035</b>	<b>1,63,91,474</b>

\* Refer Note No.26

\*\* Refer Note No.24

^ The company has dues receivable from one subsidiary M/s.Norse Offshore India Limited of Rs.5,00,936 thousands and from other related parties to the extent of Rs.41,35,013 Thousands. The company is in the process of recovery of these dues and is hopeful of recovery of the same. Pending recovery process the management is of the view that no provision is required in respect of these dues.

**8 Other current financial assets**

Particulars	Amount in Rs.thousands.	
	As at 31 March 2021	As at 31 March 2020
Other receivable	32,328	32,328
	<b>32,328</b>	<b>32,328</b>

**9 Other current assets**

Particulars	Amount in Rs.thousands.	
	As at 31 March 2021	As at 31 March 2020
Prepaid Gurantee Expense	1,782	1,187
	<b>1,782</b>	<b>1,187</b>



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**TANGLIN RETAIL REALITY DEVELOPMENTS PRIVATE LIMITED**  
Notes to the financial statements for the year ended 31 March 2021

**10 Share capital**

(a) Particulars	<i>Amount in Rs.thousands.</i>	
	As at 31 March 2021	As at 31 March 2020
<b>Authorised</b>		
50,00,000 (31 March 2020: 50,00,000) equity shares of Re 10 each	50,000	50,000
	<b>50,000</b>	<b>50,000</b>
<b>Issued, subscribed and fully paid up</b>		
1,00,000 (31 March 2020: 1,00,000) equity shares of Re 10 each, fully paid up	1,000	1,000
	<b>1,000</b>	<b>1,000</b>

(b) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting year is as given below:

	<i>Amount in Rs.thousands.</i> (except share data)			
	As at 31 March 2021		As at 31 March 2020	
	No of shares	Amount	No of shares	Amount
Number of shares at the beginning of the period	1,00,000	1,000	1,00,000	1,000
Add: Changes during the year	-	-	-	-
Number of shares outstanding at the end of the period	1,00,000	1,000	1,00,000	1,000

(c) **The rights, preferences and restrictions attaching to each class of shares including restrictions on the distribution of dividends and the repayment of capital:**

The Company has one class of equity shares having a par value of Rs 10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the Shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts if any, in proportion to their shareholding.

(d) **Particulars of each class of shares held by holding , ultimate holding ,subsidiaries or associates of the holding company or the ultimate holding company**

Particulars	As at	As at
	31 March 2021	31 March 2020
Tanglin Developments Ltd (Holding Company) (Including 100 shares held by its nominees)	1,000	1,000

(e) **Equity shareholders holding more than 5% of equity shares along with the number of equity preference shares held at the beginning and at the end of the year is as given below:-**

Name of the shareholder	As at 31 March 2021		As at 31 March 2020	
	% of holding	No of shares	% of holding	No of shares
Tanglin Developments Ltd (Holding Company) (Including 100 shares held by its nominees)	100%	1,00,000	100%	1,00,000

(f) The Company has not allotted any fully paid up equity shares by way of bonus shares nor has bought back any class of equity shares during the period of five years immediately preceding the balance sheet date nor has issued shares for consideration other than cash.

**11 Other equity**

Particulars	<i>Amount in Rs.thousands.</i>	
	As at 31 March 2021	As at 31 March 2020
<b>Reserves &amp; Surplus</b>		
Retained earnings	(15,82,133)	(11,39,312)
Guarantee Equity	22,348	22,348
<b>Other Comprehensive Income</b>		
Fair Value through other comprehensive income(equity instruments)	(12,91,687)	-
	<b>(28,51,471)</b>	<b>(11,16,964)</b>

**Nature and purpose of other reserves:**

**Retained Earnings:**

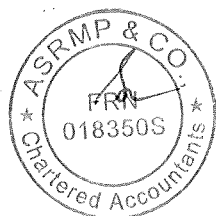
Retained Earnings comprise of the company's accumulated undistributed earnings / (losses).

**Guarantee Equity :**

Represents guarantee premium charged or incurred to holding company or group companies where the company has granted or received financial guarantee.

**Fair Value through other comprehensive income - equity instruments**

This reserve represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through other comprehensive income that have been recognised in other comprehensive income, net of amounts reclassified to retained earnings when those assets have been disposed of.



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**TANGLIN RETAIL REALITY DEVELOPMENTS PRIVATE LIMITED**  
**Notes to the financial statements for the year ended 31 March 2021**

**12 Other non - Current liabilities**

Particulars	Amount in Rs.thousands.	
	As at	As at
	31 March 2021	31 March 2020
Financial guarantee obligation		
- Prepaid Guarantee income	-	2,370
	-	2,370

**13 Current borrowings**

Particulars	Amount in Rs.thousands.	
	As at	As at
	31 March 2021	31 March 2020
<i>Unsecured:</i>		
<i>-from financial institutions</i>		
-Adicorp Enterprises Private Limited	1,10,000	1,10,000
-Mile stone Trade Links Private Limited	40,000	40,000
<i>Loan repayable on demand:</i>		
- from related parties		
Coffee Day Trading Limited	98,11,062	98,11,062
Tanglin Developments. Limited	94,98,441	95,42,604
	1,94,59,502	1,95,03,665

**Unsecured loan from other parties**

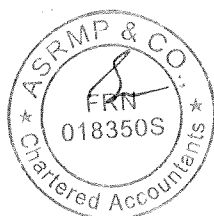
- |  |           |           |
|--|-----------|-----------|
| (i) Adicorp Enterprises Private Limited  | 1,10,000  | 1,10,000  |
| The loan carries interest at the rate of 12.5% p.a.<br>The loan is repayable through bullet repayment at the end of nine months period as on 16 April 2020. The company has defaulted in repayment of dues of principal Rs.1,10,000 thousand (PY Nil) and interest of Rs. 23,469 thousand (PY Nil) continues to be overdue as on the reporting date. |           |           |
| (ii) Milestone Trade Links Private Limited   | 40,000    | 40,000    |
| The loan carries interest at the rate of 12% p.a.<br>The loan is repayable through bullet repayment at the end of nine months period as on 16 April 2020. The company has defaulted in repayment of dues of principal Rs.40,000 thousand (PY Nil) and interest of Rs. 8193 thousand (PY Nil) continues to be overdue as on the reporting date.       |           |           |
| <b>Loan from related party</b>   |           |           |
| (iii) M/s. Coffee day trading Limited  | 98,11,062 | 98,11,062 |
| Interest free unsecured loan repayable on demand.  |           |           |
| (iv) M/s. Tanglin Developments Limited.  | 94,98,441 | 95,42,604 |
| Interest free unsecured loan repayable on demand.  |           |           |

**14 Other current financial liabilities**

Particulars	Amount in Rs.thousands.	
	As at	As at
	31 March 2021	31 March 2020
Interest accrued	31,662	13,112
Others		
- accrued expenses	373	842
	32,035	13,954

**15 Other current liabilities**

Particulars	Amount in Rs.thousands.	
	As at	As at
	31 March 2021	31 March 2020
Statutory dues	15	270
Prepaid Guarantee income	1,782	1,187
	1,797	1,457



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**TANGLIN RETAIL REALITY DEVELOPMENTS PRIVATE LIMITED**  
**Notes to the financial statements for the year ended 31 March 2021**

**16 Other income**

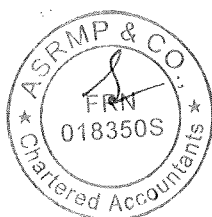
Particulars	<i>Amount in Rs.thousands.</i>	
	For the year ended 31 March 2021	For the year ended 31 March 2020
Interest income	17	2,853
Guarantee Income	1,775	598
	1,792	3,451

**17 Finance costs**

Particulars	<i>Amount in Rs.thousands.</i>	
	For the year ended 31 March 2021	For the year ended 31 March 2020
Interest expense	18,550	1,14,941
Interest on Statutory remittances	7	1,309
Interest on income tax	-	23
Other borrowing costs	-	1,39,675
Guarantee Expense	1,183	1,190
	19,741	2,57,139

**18 Other expenses**

Particulars	<i>Amount in Rs.thousands.</i>	
	For the year ended 31 March 2021	For the year ended 31 March 2020
Legal, professional and consultancy charges	181	3,307
Payment to Auditors	236	236
Rates and taxes	10	56
Miscellaneous expenses	0	12
Impairment on Investment of Shares	-	-
Loss on Sale of Shares	4,24,337	3,49,055
	4,24,764	3,52,667



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Tanglin Retail Realty Developments Private Limited  
Notes to the financial statements for the year ended 31 March 2021

19 Income tax

(a) Major components of income tax expense for the years ended 31 March 2021 and 31 March 2020:

Particulars	Amount in Rs.thousands.	
	For the year ended 31 March 2021	For the year ended 31 March 2020
<b>Current income tax:</b>		
Current income tax charge	-	-
Adjustments in respect of current income tax of previous year	108	-
	<u>108</u>	-
<b>Deferred tax:</b>	-	-
<b>Income tax expense reported in the statement of profit or loss</b>	<b>108</b>	<b>-</b>

(b) Deferred tax related to items recognised in OCI during in the year:

- -

(c) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:

Particulars	Amount in Rs.thousands.	
	For the year ended 31 March 2021	For the year ended 31 March 2020
<b>Profit/ (loss) before income tax</b>	(4,42,713)	(6,06,355)
Indian Tax Rate		
- Normal Tax rate	26.00%	25.17%
<b>Tax at the Indian tax rate</b>	(1,15,105)	(1,52,607)
Non-deductible expenses for tax purposes:		
- Other non-deductible items	1,15,010	1,11,495
Adjustments in respect of current income tax of previous years	108	-
Current year losses for which no deferred tax asset is recognised	96	41,112
<b>Income tax expense</b>	<b>108</b>	<b>-</b>

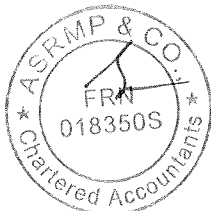
(d) Amount for which no deferred tax asset is recognised

Particulars	Amount in Rs.thousands.	
	As at 31 March 2021	As at 31 March 2020
<b>Unused tax losses:</b>		
At normal rate	1,129	5,31,687
At special rate	7,73,468	-
	<u>7,74,597</u>	5,31,687
<b>Tax rate:</b>		
- Normal Tax rate	26.00%	25.17%
- Special Tax rate	11.65%	11.65%
<b>Potential tax benefit</b>	<b>90,388</b>	<b>1,33,826</b>

The company has unused tax losses which can be set off in eight years from the year of incurrance. The earliest assessment year in which the unused tax loss will be expired is AY 2024-25 relevant to financial year 2025-26.

(e) Uncertain tax position

There are no uncertain tax position as on 31.03.2021 & As on 31.3.2020



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**TANGLIN RETAIL REALITY DEVELOPMENTS PRIVATE LIMITED**  
**Notes to the financial statements for the year ended 31 March 2021**

**20 Contingent liabilities, commitments and contingent assets**

Particulars	Amount in Rs.thousands.	
	As at 31 March 2021	As at 31 March 2020
<b>Contingent liabilities:</b>		
<u>Claims against the company not acknowledged as debt</u>		
Shares (assets) pledged in connection with the finance raised by Group Companies	1,18,946	1,08,843
<b>Commitments:</b>		
	-	-

**21 Auditor's remuneration (included in legal and professional charges and excludes service tax)**

Particulars	Amount in Rs.thousands.	
	As at 31 March 2021	As at 31 March 2020
As Auditor		
- for Statutory Audit	200	200
GST on the above	36	36
	236	236

**22 Earnings per share (EPS)**

**(i) Reconciliation of earnings used in calculating earnings per share:**

Particulars	Amount in Rs.thousands.	
	As at 31 March 2021	As at 31 March 2020
Profit/ (loss) after taxation as per statement of profit and loss	(4,42,821)	(6,06,355)
Net profit/ (loss) for earnings per share	(4,42,821)	(6,06,355)

**(ii) Reconciliation of basic and diluted shares used in computing earnings per share –**

Particulars	Amount in Rs.thousands.	
	As at 31 March 2021	As at 31 March 2020
Number of equity shares at the beginning of the year	1,00,000	1,00,000
Add: Weighted average number of equity shares issued during the year		
Number of weighted average equity shares considered for calculation of basic earnings per share	1,00,000	1,00,000
Add: Dilutive effect of convertible preference shares and debentures	-	-
Number of weighted average equity shares considered for calculation of diluted earnings per share	1,00,000	1,00,000

**(iii) Earnings per share:**

	Amount in Rs.	
	As at 31 March 2021	As at 31 March 2020
From continuing operations and discontinuing operations		
- Basic	(4,428)	(6,064)
- Diluted	(4,428)	(6,064)

**23 Segment information**

The company is engaged in only one business segment (i.e. business of property development) and operates only in India, hence there are no reportable segments.



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## TANGLIN RETAIL REALITY DEVELOPMENTS PRIVATE LIMITED

### Notes to the financial statements for the year ended 31 March 2021

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24 In financial year 2019-20, group Chairman and Managing Director of Ultimate Holding company demised. The Board of Directors of the Holding Company appointed Mr. Ashok Kumar Malhotra. and team to investigate the circumstances leading to the statements made in the letter of former Chairman late V. G. Siddhartha and to scrutinise the books of accounts of the Holding Company and its subsidiaries. The investigation report was submitted to the Board of CDEL by the investigators on July 24, 2020.

In the background of above the Board of Directors of holding company M/s.Coffeeday Enterprises Limited, in the board meeting held on 21.08.2020, appointed Retired Hon'ble Justice Sri.K.L.Manjunath, former Judge of Hon'ble High Court of Karnataka, to suggest and oversee actions for recovery of the dues from MACEL and to help on any other associated matters. The holding company M/s.Coffeeday Enterprises Ltd vide its letter dated 21.08.2020 has made a Disclosure in this regard to stock exchanges.

In view of this, no provision has been made for doubtful debts by the Management on the outstanding amount receivable from M/s.Mysore Amalgamated Coffee Estates Ltd as on 31.03.2021 to the extent of Rs. 1,05,03,105 thousands (31.03.2020 Rs.1,05,03,105 thousands).

#### 25 Impact of COVID-19

During the end of previous year there was outbreak of pandemic COVID-19 across the globe, including India, and caused casualties. This also has prompted nations to go under lockdown, and has impacted the economy as a whole. India is also under lock down in various stages with varied restrictions.

Further the company has considered the possible effects that may result from the pandemic relating to COVID-19 on the financial statements and management is of the view that the impact of COVID – 19 is not material.

In light of the restrictions in physical movement and visits to the offices due to lock down restrictions, the office premises was closed for physical attendance. Accordingly the company has adopted various online options including work from home option to employees for smooth conducting of the operations of the company. On same lines the auditors were also supported by providing all the data / information / records as required by auditor for the purpose of their Audit using e-data sharing modes. We also had continuous communication with the Audit Team using various modes such as Audio / Video Conferencing, etc.

26 The company is a holding company of M/s.SICAL Logistics Limited (SICAL), holding 40.48% of the equity share capital of SICAL as on 31.03.2020. However during the year the lenders of group company have invoked pledge to the extent of 11.38% of equity shares of SICAL held by the company resulting in reduction of holding to 29.10%, as on 31.03.2021. Out of the shares invoked, lenders of group company have sold 66,59,608 (86.64%) of their holding during the year. The management of company while preparing financial statements has reduced investment only to extent of shares sold by lenders as balance will be released on repayment of loan.

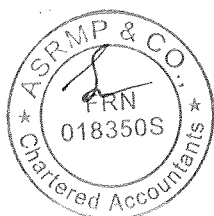
The National Company Law Tribunal has initiated Corporate Insolvency Resolution Process against SICAL and appointed Mr.S.Lakshmisubramanian as Interim Resolution Professional, vide its order dated 10.03.2021. Later NCLT vide its order dated 02.06.2021 has stated that IBBI has confirmed the appointment of Mr.Sripatham Venkatasuramanian Ramkumar (from E&Y group) as the Resolution Professional.

Under these circumstances the company has lost control over SICAL and accordingly ceased to be subsidiary company.

The management of the company is of the view that the recoverability of the amount of Rs.12,89,039 thousands due from SICAL can be ascertained only after the receipt of initial report from the Resolution Professional and accordingly no provision is made against the same for the financial year.

27 The company has not received balance confirmations in respect of Borrowings from M/s.Adicorp Enterprises Private Limited & M/s.Milestone Trade Links Private Limited to the extent of Rs.1,50,000 thousand. However the management is of the view that company will settle the liabilities at the carrying value stated in the financial statements and no material change is warranted to those carrying values.

28 The company has accumulated losses and eroded the network. The company has incurred cash loss in the current year and in the immediately preceding financial year and current liabilities are in excess of current assets. However the liability pertains to borrowings from holding company and its subsidiary. Under these circumstances the company has prepared the financial statements on going concern basis, despite the erosion of network. The management is of the view that there is no material effect on the financial statement if the going concern concept is not adopted.



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**TANGLIN RETAIL REALITY DEVELOPMENTS PRIVATE LIMITED**

Notes to the financial statements for the year ended 31 March 2021

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**29 Related party transactions**

**A. Parent entities:**

M/s.Coffee Day Enterprises Limited  
M/s.Tanglin Developments Limited

**B. Subsidiaries:**

M/s. Sical Logistics Limited\*  
M/s. Sical Infra Assets Ltd\*  
M/s. Sical Iron Ore Terminals Ltd.\*  
M/s. Sical Iron Ore Terminal (Mangalore) Ltd\*  
M/s. Sical Adams Offshore Limited\*  
M/s. Sical Multimodal and Rail Transport Ltd\*  
M/s. Sical Saumya Mining Ltd\*  
M/s. Sical Bangalore Logistics Park Ltd.\*  
M/s. Norsea Offshore India Ltd.\*  
M/s. Bergen Offshore Logistics Pte. Ltd.\*  
M/s. Sical Mining Limited.\*  
M/s. PNX Logistics Private Limited\*  
M/s. PAT Chems Private Limited\*  
M/s. Develecto Mining Limited\*  
M/s. PSA Sical Terminal Ltd\*  
M/s. Sical Sattva Rail Terminal Pvt.Ltd \*

\* These entities are ceased to be subsidiaries during the year. Refer Note no.26

**C. Key management personnel**

Philip Thomas Athyal  
Kiran Hedge  
Deekshith Malle Gowda Koduvalli (from 19.12.2019)

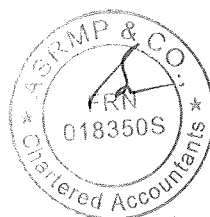
**D.Entities under common control with whom transactions have taken place:**

M/s. Coffee Day Kabini Resorts Limited  
M/s.Way 2 Wealth Securities Private Limited  
M/s.Coffee Day Hotels & Resorts Private Limited  
M/s.Giri Vidhyuth (India) limited  
M/s. Wilderness Resorts Pvt Ltd

**E. Other related parties with whom transactions have taken place.**

M/s.Mysore Amalgamated Coffee Estates Limited

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**TANGLIN RETAIL REALITY DEVELOPMENTS PRIVATE LIMITED**

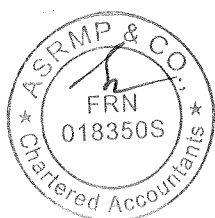
Notes to the financial statements for the year ended 31 March 2021

**F. The following is a summary of related party transactions.**

Particulars	Amount in Rs.thousands.	
	As at 31 March 2021	As at 31 March 2020
<u>Loan / Advances availed</u>		
M/s.Tanglin Developments Limited	87,256	1,12,44,962
M/s.Coffee Day Trading Limited	-	98,11,062
<u>Loan / Advances Repaid</u>		
M/s.Tanglin Developments Limited	1,31,419	17,02,358
<u>Funds advanced</u>		
M/s.Sical Logistics Limited	78,653	-
M/s.Coffee Day Hotels & Resorts Private Limited	10,572	58,010
M/s. Norsea Offshore India Ltd.	15,672	5,38,993
M/s. Wilderness Resorts Private Limited	32,900	5,53,132
<u>Funds received back</u>		
M/s.Sical Logistics Limited	-	80,000
M/s.Tanglin Developments Limited	-	48,77,057
M/s. Norsea Offshore India Ltd.	53,730	-
M/s.Way 2 Wealth Securities Private Limited	3,207	5,40,000
M/s. Wilderness Resorts Private Limited	44,300	-
<u>Current account limit provided</u>		
M/s.Mysore Amalgamated Coffee Estates Limited	1,05,03,105	1,43,93,486

**E. The following is a summary of balances receivable from and payable to related parties:**

Particulars	Amount in Rs.thousands.	
	As at 31 March 2021	As at 31 March 2020
<u>Balance receivables</u>		
M/s.Sical Logistics Limited	12,89,007	12,10,354
M/s.Norsea Offshore India Ltd.	5,00,936	5,38,993
M/s.Giri Vidhyuth India Limited	7,00,000	7,00,000
M/s.Mysore Amalgamated Coffee Estates Limited	1,05,03,105	1,05,03,105
M/s.Way 2 Wealth Securities Private Limited	-	3,207
M/s.Coffee Day Kabini Resorts Limited	11,10,572	11,10,572
M/s.Coffee Day Hotels & Resorts Private Limited	17,82,683	17,72,111
M/s.Tanglin Developments Limited	-	-
M/s.Wilderness Resorts Private Limited	5,41,732	5,53,132
<u>Balance payables</u>		
M/s.Tanglin Developments Limited	94,98,441	95,42,604
M/s.Coffee Day Trading Limited	98,11,062	98,11,062



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30 Financial instruments - fair value measurement

(a) Accounting classification and fair value

Particulars	Amount in Rs.thousands.			
	As at 31 March 2021		As at 31 March 2020	
	Carrying value	Fair value	Carrying value	Fair value
<b>Financial assets:</b>				
<i>Measured at amortised FVTOCI:</i>				
Investment in equity instruments	1,77,134	1,77,134	-	-
<i>Measured at amortised cost:</i>				
- Cash and cash equivalents	629	*	423	*
- Loans	1,64,28,035	*	1,63,91,474	*
- Other current financial assets	32,328	*	32,328	*
<b>Total</b>	<b>1,64,60,991</b>		<b>1,64,24,225</b>	
<b>Financial liabilities</b>				
<i>Measured at amortised cost:</i>				
Current borrowings	1,94,59,502	*	1,95,03,665	*
Other financial liabilities	32,035	*	13,954	*
<b>Total</b>	<b>1,94,91,538</b>		<b>1,95,17,619</b>	

\* The management assessed that the fair value of cash and cash equivalents, short term loans, short term borrowings, other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

(b) Fair value hierarchy

The section explains the judgment and estimates made in determining the fair values of the financial instruments that are  
a) recognised and measured at fair value

b) measured at amortised cost and for which fair values are disclosed in the financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table

Financial assets and liabilities measured at fair value - As at 31 March 2021	Notes	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>					
<i>Measured at FVTOCI:</i>					
Investment	4	1,77,134	-	-	1,77,134
<b>Total Financial Liabilities</b>		<b>1,77,134</b>	<b>-</b>	<b>-</b>	<b>1,77,134</b>
<b>Financial assets and liabilities measured at fair value - As at 31 March 2020</b>					
<b>Financial assets</b>					
<i>Measured at FVTOCI:</i>					
Investment	4	-	-	-	-
<b>Total Financial Liabilities</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

**Level 1:** Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, traded bonds and mutual funds that have quoted price. The fair value of all equity instruments (including bonds) which are traded in the stock exchanges is valued using the closing price as at the reporting period.

**Level 2:** The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

**Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities included in level 3

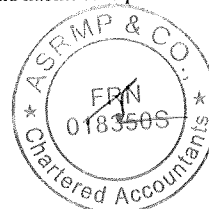
(c) Valuation technique used to determine fair value

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values

- The fair values of the company's investment in listed shares is determined based on the market quoted price

(d) Valuation processes

The finance department of the group performs the valuations of financial assets and liabilities required for financial reporting purposes.



**Tanglin Retail Realty Developments Private Limited**

**Notes to the financial statements for the year ended 31 March 2021**

**31 Financial instruments - risk management**

The company's activities expose it to market risk, liquidity risk and credit risk.

**(a) Risk management framework**

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

Board oversees how management monitors compliance with the company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the company.

**(b) Credit risk**

Credit risk is the risk of financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the company's receivables from on loan accounts.

The company has not made any provision against these loans. Refer Note no. 7

**(c) Liquidity risk**

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

Management monitors rolling forecasts of the company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows. This is generally carried out in accordance with practice and limits set by the company.

**i) Financing arrangement**

The company does not have any undrawn borrowing facilities as at the end of the reporting period (31 March 2020 - Nil)

**ii) Maturities of financial liabilities**

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

As at 31 March 2021	Carrying amount	Total	Repayable on demand	Amount in Rs.thousands.			
				1-12 months	1-2 years	2-5 years	More than 5 years
<b>Non-derivative financial liabilities</b>							
Current borrowings	1,94,59,502	1,94,59,502	1,94,59,502	-	-	-	-
Other financial liabilities	32,035	32,035	-	32,035	-	-	-
	1,94,91,538	1,94,91,538	1,94,59,502	32,035	-	-	-

As at 31 March 2020	Carrying amount	Total	Repayable on demand	Amount in Rs.thousands.			
				1-12 months	1-2 years	2-5 years	More than 5 years
<b>Non-derivative financial liabilities</b>							
Current borrowings	1,95,03,665	1,95,03,689	1,93,53,689	1,50,000	-	-	-
Other financial liabilities	13,954	13,631	-	13,631	-	-	-
	1,95,17,619	1,95,17,319	1,93,53,689	1,63,631	-	-	-

**(d) Market risk**

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices, which will affect the company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

**i) Currency risk**

The company is not exposed to currency risk.

**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 is exposed off to interest risk as of follows

**Exposure to interest rate risk**

The exposure of the group's borrowing to interest rate changes at the end of the reporting period are as follows :-

	Amount in Rs.thousands.	
	31-Mar-21	31-Mar-20
Fixed rate borrowings	1,50,000	1,50,000
<b>Total Borrowings</b>	<b>1,50,000</b>	<b>1,50,000</b>

The Company has not hedged the exposure to changes in interest rates

The interest rate profile of the Company's interest-bearing financial instruments as reported to the management of the Company is as follows:

Particulars	Amount in Rs.thousands.			
	As at 31 March 2021		As at 31 March 2020	
	Weighted average	Balance	Weighted average interest	Balance
Borrowings *	12.37%	1,50,000	12.25%	1,50,000

\* The above balance excludes interest free borrowings from group companies.



**Sensitivity analysis**

**Fair value sensitivity analysis for fixed-rate instruments**

The Company does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss, and the Company does not designate derivatives (interest rate swaps) as hedging instruments under a fair value hedge accounting model. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

A change of 50 basis points in interest rates would have increased or decreased income /expense by Rs.750 thousand (2020: Rs.750 thousand). This analysis assumes that all other variables remain constant.

**32 Capital management**

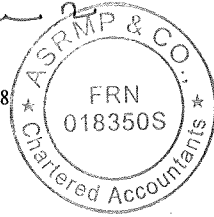
The Company's policy is to maintain a optimum capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Company monitors the return on capital as well as the level of dividends on its equity shares. The Company's objective when managing capital is to maintain an optimal structure so as to maximize shareholder value.

Particulars	Amount in Rs.thousands.	
	As at 31 March 2021	As at 31 March 2020
Borrowings other than convertible preference shares	1,94,59,502	1,95,03,665
Other payables	32,035	13,954
<b>Debt</b>	<b>1,94,91,538</b>	<b>1,95,17,619</b>
As percentage of total capital	117.14%	106.07%
<b>Equity</b>	<b>(28,51,471)</b>	<b>(11,16,964)</b>
As percentage of total capital	-17.14%	-6.07%
<b>Total capital (debt and equity)</b>	<b>1,66,40,066</b>	<b>1,84,00,655</b>

For ASRMP & CO.,  
Chartered Accountants  
Firm Registration No.018350S

CA. Sundaresha A S  
Membership No.019728  
Partner

Place: Bengaluru  
Date : June 29, 2021



For and on behalf of the Board of Directors of  
Tanglin Retail Reality Developments Pvt Ltd

Philip Thomas Athyal  
Director  
DIN: 05111045

Deekshith K M  
Director  
DIN: 03505388

