

SDNMKJ Realty Private Limited**CIN: U70101TG2010PTC067667****Notes forming part of financial statements as at and for the year ended 31 March 2023****(All amounts expressed in Indian rupees Lakhs, except share data or as otherwise stated)**

24 Auditor's remuneration	Year ended	Year ended
	31 March 2023	31 March 2022
As auditors:		
Statutory audit fees	1.50	0.35
In other capacity:		
Other services	-	0.28
	1.50	0.62
25 Contingent Liabilities	As at	As at
	31 March 2023	31 March 2022
Corporate Guarantee	825.00	-

Note: The Company has provided guarantee to Axis Bank for a Secured Loan availed by JMK GEC Realtors Private Limited (related party) of Rs. 8.25 crore.

26 Capital and Other Commitments:**a. Capital Commitments:**

Estimated amount of contracts remaining to be executed on Capital Account (Net of Capital Advance) are Nil

27 Other Statutory Information

- The Company does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
- The Company does not have any transactions with companies struck off.
- The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period except a charge to be created on the vehicle loan availed during the year.
- The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- The Company does not have any such transaction which is not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.)
- The Company has not revalued its Property, Plant and Equipment during the year ended 31st March 2023.
- The Company does not have any Immovable property, where the title deeds of the said property are not held in its own name.

SDNMKJ Realty Private Limited**CIN: U70101TG2010PTC067667****Notes forming part of financial statements as at and for the year ended 31 March 2023****(All amounts expressed in Indian rupees Lakhs, except share data or as otherwise stated)****28 Earnings per share**

The amount considered in ascertaining the Company's earnings per share constitutes the net profit after tax. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the period. The number of shares used in computing diluted earnings per share comprises the weighted average number of shares considered for deriving basic earnings per share and also the weighted average number of shares which could have been issued on conversion of all dilutive potential shares.

Particulars	Year ended 31 March 2023	Year ended 31 March 2022
Net profit after tax attributable to equity shareholders (in Rs. Lakhs) :: A	45.77	344.53
Net Profit attributable to equity shareholders including potential equity share holders (in Rs. Lakhs) :: B	45.77	405.66
Weighted average number of shares outstanding during the year - Basic :: C	26,509	14,013
Weighted average number of shares outstanding during the year - Diluted :: D	26,509	73,85,435
Basic earnings per share (Rs.) :: A/C	172.65	2,458.61
Diluted earnings per share (in Rs.) :: B/D	172.65	5.49
Nominal value per equity share (in Rs.)	10	10

29 Related party disclosures

In accordance with the requirements of Accounting Standard (AS) 18, 'Related Party Disclosures' as specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended), the names of the related party where control exists/able to exercise significant influence along with the aggregate transactions and year end balances with them as identified and certified by the management are as follows:

a. Names of related parties and description of relationship (with whom transactions have taken place)

Description of relationship	Name of related parties
Associate Company	Crescentia Labs Private Limited GV Discovery Centers Private Limited AMTZ Medpolis Square 801 Private Limited (W.e.f. 31.10.2022 till 07 January 2023) AMTZ Medpolis Square 4554 Private Limited (W.e.f. 31.10.2022 till 07 January 2023) AMTZ Medpolis Sqaure Private Limited Nilgiri Estates
Key management personnel	Sharad J Kadakia Rajesh J Kadakia Soham Satish Modi



SDNMKJ Realty Private Limited**CIN: U70101TG2010PTC067667****Notes forming part of financial statements as at and for the year ended 31 March 2023****(All amounts expressed in Indian rupees Lakhs, except share data or as otherwise stated)**

Enterprises in which Key Management personnel and /or their relatives have significant influence	GV Research Centers Private Limited Modi Housing Private Limited JMK GEC Realtors Private Limited Modi Consultancy Services Modi Properties Private Limited Summit Sales LLP Soham Modi HUF
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b. Transactions with related parties

Particulars	Year ended 31 March 2023	Year ended 31 March 2022
Rajesh Jayantilal Kadakia (Director)		
Subscription to share capital	0.88	0.63
CCDs converted in to equity	737.10	112.89
Unsecured loan taken	151.00	825.16
Interest charged on CCDs	5.54	81.69
Sharad Jayantilal Kadakia (Director)		
Unsecured loan taken	114.36	-
Associate Enterprises		
Unsecured Loan given	1,328.50	746.41
Interest charged on Unsecured loan given	61.34	10.87
Investment in Compulsorily Convertible Preference Shares	-	100.00
Share of loss from Partnership Firms	3.32	1.71
Investment in Equity	1.20	16.99
Enterprises in which Key Management personnel and /or their relatives have significant influence		
Unsecured Loan given	46.00	80.00
Interest charged on Unsecured loan given	8.23	0.91
Reimbursements	4.62	5.02
Services procured	9.05	2.64

c. Balances with related parties (as at year end)

Particulars	Year ended 31 March 2023	Year ended 31 March 2022
Rajesh Jayantilal Kadakia (Director)		
Share capital	(2.51)	(1.63)
Unsecured loan taken	(369.57)	(438.48)
Interest payable on CCDs	(5.54)	(219.60)
Sharad Jayantilal Kadakia (Director)		
Unsecured loan taken	114.36	-

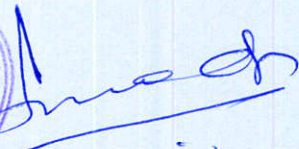
SDNMKJ Realty Private Limited**CIN: U70101TG2010PTC067667****Notes forming part of financial statements as at and for the year ended 31 March 2023****(All amounts expressed in Indian rupees Lakhs, except share data or as otherwise stated)**

Associate Enterprises		
Unsecured Loan given	1,668.06	754.56
Interest charged on Unsecured loan given	79.35	9.78
Investment in Compulsorily Convertible Preference Shares	100.00	100.00
Capital Contribution (Net of Drawings)	16.98	20.31
Investment in Equity	17.39	16.99
Enterprises in which Key Management personnel and /or their relatives have significant influence		
Unsecured Loan given	126.00	80.00
Interest charged on Unsecured loan given	7.41	0.82
Reimbursement (Payable)/ receivable	(5.28)	-
Services procured	(0.17)	(0.14)

30 The financial statements of the Company for the year ended 31 March 2022 were audited by the predecessor auditor who have expressed an unmodified opinion on financial statements vide their audit report dated 30 October 2022.

31 Regrouping/ Reclassification:

Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosures.



SDNMKJ Realty Private Limited

CIN: U70101TG2010PTC067667

Notes forming part of financial statements as at and for the year ended 31 March 2023

(All amounts expressed in Indian rupees Lakhs, except share data or as otherwise stated)

30 Additional Regulatory Information - Ratios

Ratios	Numerator	Denominator	FY 2022-23	FY 2021-22	Variance	Reason
Current Ratio (in times)	Total current assets	Total current liabilities	3.50	0.94	271%	Due to increase in loans given and reduce in Borrowings
Debt-Equity Ratio (in times)	Total Debt ¹	Total equity	0.64	1.60	-60%	Due to decrease in borrowings because of Conversion of CCDs
Debt Service Coverage Ratio (in times)	Earning for Debt Service ²	Debt service ³	0.21	0.05	348%	Due to decrease in Finance cost
Return on Equity Ratio (in %)	Profit for the year less Preference Dividend ⁴	Average total equity	3%	41%	-92%	Due to increase in other operating expenses
Inventory turnover ratio (in times)	Cost of goods sold	Average inventory	NA	NA	NA	NA
Trade Receivables turnover ratio (in times)	Revenue from operations	Average trade receivables	541.51	241.54	124%	Due to increase in Revenue from Operations
Trade payables turnover ratio	Cost of goods sold	Average trade payables	NA	NA	NA	NA
Net capital turnover ratio (in times)	Revenue from operations	Average working capital	0.07	(0.33)	79%	Due to increase in Revenue from Operations
Net profit ratio (in %)	Profit for the year	Revenue from	44%	369%	-88%	Due to increase in operating expenses
Return on Capital employed (in %)	Profit before tax and finance costs	Capital employed ⁴	4%	-223%	-102%	Due to reduced other income and increase in operating expenses
Return on investment (in %)	Income generated from investments	Average invested funds	19%	NA	100%	Due to increase in investments made

¹ Long-Term borrowings + Short-Term borrowings

² Net profit after tax + Non-operating cash exp like depreciation + Interest

³ Term loan Interest + Principal repayments

⁴ Shareholders funds + Non-Current Liabilities - Deferred tax liability

⁵ Fixed Deposit interest+Share of profit / (loss) from investments in firms+ Interest and Dividend Income

As per our report of even date attached

For A S Agarwal & Co.

Chartered Accountants

Firm Registration No. 0014987S

Ashish

Ashish Agarwal
Partner

Membership No: 222861

UDIN: 23222861BGVBCC9505

Place: Hyderabad

Date: 29 September 2023

For and on behalf of the Board of Directors of
SDNMKJ Realty Private Limited

[Signature]

Soham Satish Modi
Director
DIN: 00522546

Place: Hyderabad

Date: 29 September 2023



[Signature]

Tejal Soham Modi
Director
DIN: 06983437

Place : Hyderabad

Date: 29 September 2023

Date: 29 September 2023

A S Agarwal & Co.
Chartered Accountants
3-3-116/A, Kachiguda,
Hyderabad – 500027

Dear Ashish,

Sub: Statutory audit of SDNMJK Realty Private Limited for the year ended 31 March 2023.

This representation letter is provided in connection with your audit of the financial statements of **SDNMJK Realty Private Limited** (hereinafter referred to as “Company”) for the year ended 31 March 2023 for the purpose of expressing an opinion as to whether the financial statements give a true and fair view of the financial position of company for the year ended 31 March 2023 and the results of its operations for the year ended 31 March 2023.

We confirm to the best of our knowledge and belief, the following representations are given to you in connection with your audit of the Company’s financial statements for the year ended 31 March 2023.

We acknowledge our responsibility for preparation of the financial statements in accordance with accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

We confirm that a detailed assessment of the reporting requirements under the Schedule III has been made by the Management and appropriate disclosures/ presentation, as required under the Schedule III, have been made in the financial statements.

Classification of items in the Balance Sheet as current and non-current is on the basis specified in the General Instructions for Preparation of Balance Sheet in the Schedule III.

Due consideration has been given to the requirements of the Accounting Standards and the requirements of the statutory provisions.

In connection with your audit we confirm, to the best of our knowledge and belief, the following representations made to you during your audit:

- There have been no irregularities involving management or employees who have significant role in the accounting and internal control systems or that could have a material effect on the financial statements. We also state that the internal control procedures are commensurate with the size of the company and nature of the business. No major weakness in the internal control was noticed during the given year.
- We acknowledge our responsibility of maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and

application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

- We have made available to you all books of accounts and supporting documentation and all minutes of meetings of shareholders and the board of directors.
- All transactions have been recorded in the accounting records and are reflected in the financial statements.
- All known, actual, or possible non-compliance with laws and regulations, together with the actual or contingent consequences, which may arise there from, the effects of which should be considered when preparing financial statements, have been disclosed to you and have been appropriately dealt with by us in the financial statements.
- We represent and confirm that we have complied with the provisions of Companies Act, 2013, Foreign Exchange Management Act, 1999 and other material laws and regulations applicable to the Company.
- As the Company is a private company, section 197 of the Act related to the managerial remuneration is not applicable to us.
- The effects of uncorrected misstatements, if any, are immaterial, both individually and in the aggregate, to the financial statements as a whole.
- The company has complied with all aspects of contractual agreements that could have a material effect on the financial statements in the event of non-compliance. There has been no non-compliance with requirements of regulatory authorities that could have a material effect on the financial statements in the event of non-compliance.
- The accounting policies which are material or critical in determining the results of operations for the given year or financial position are set out in the financial statements and are consistent with those adopted in the financial statements for the previous year. The financial statements are prepared on accrual basis.
- The results for the given year were not materially affected by the following, except as disclosed in the accounts:
 - a. Transactions of a nature not usually undertaken by the Company;
 - b. Circumstances of an exceptional nature or non-recurring nature;
 - c. Changes in accounting policies;
 - d. Charges or credits relating to prior period.



- We confirm the completeness of the information provided regarding the identification of related parties.
- The identity of, and balances and transactions with, related parties have been properly recorded and, when appropriate, adequately disclosed in the financial statements.
- We have no plans or intentions that may materially alter the carrying value or classification of assets and liabilities reflected in the financial statements.

We additionally confirm that:

- We have provided all information and explanations, written and/ or otherwise, which are necessary for the purpose of audit and the effect of the same on the financial statements.
- The Company does not have branch offices as defined under section 2(14) of the Companies Act, 2013 for the year ended 31 March, 2023 and does not require any compliance in relation to the same.
- The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- No Directors of the company are disqualified from being appointed as directors under section 164(2) of the Companies Act, 2013 as at 31 March 2023.
- There are no contributions made to any political party during the given year.
- In the opinion of the management, all the books of accounts and other records as required and as are adequate for the operations of the Company has been maintained.
- In the opinion of the management, the financial statements confirm to all the applicable accounting standards prescribed under section 133.
- The Company does not have any significant and material pending litigations.
- The net book values at which fixed assets are stated in the balance sheet are arrived at:
 - a. after taking into account all capital expenditure on additions thereto, but no expenditure properly chargeable to revenue;
 - b. after eliminating the cost and accumulated depreciation relating to items sold, discarded, demolished or destroyed;
 - c. after providing depreciation as prescribed in Schedule II to the Companies Act, 2013 on fixed assets during the year;
- Depreciation on assets was provided over their estimated useful life using Written Down Value method and, in the manner specified under Schedule II to the Companies Act, 2013.



- There have been no events subsequent to year-end which require adjustment of or disclosure in the financial statements or notes thereto excepting those disclosed in the Notes to the financial statements.
- The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- The Company does not have any transactions with companies struck off.
- No order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any tribunal against the Company.
- The Company had issued 85,00,000 Unsecured Compulsorily Convertible Debentures (CCD's) of Rs. 10 each to Rajesh Kumar Jayantilal Kadakia at coupon rate of 10.5% p.a. during previous year 2018-19. All CCDs were to be converted into Equity on or before 120 months from the date of issue unless extended mutually. Pursuant to the conversion, debentures outstanding as at 31 March 2023 is Nil (Previous year Rs. 7,37,10,570) as all the outstanding 73,71,422 CCD's of Face Value Rs. 10/- were converted in to 8,836 equity shares of Rs.10/- each at premium of Rs. 8,332.07/- per share in the current year 2022-22.
- No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- No funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

As required under section 143 (1) of the Companies Act, 2013 we confirm that:

- a) The Company has not made any loans and advances on the basis of security.
- b) There are no transactions represented merely by book entries by the Company which are prejudicial to the interests of the Company.



SDNMJK REALTY PVT LTD

5-4-187/3&4, II floor, MG Road,
Secunderabad – 500 003.
Phone: +91-40-66335551

- c) Company does not have any shares, debentures or securities which have been sold at a price less than that at which they were purchased.
- d) The Company has not made any loans and advances which are shown as deposits.
- e) There are no personal expenses charged to the revenue account except as permitted contractually.
- f) The Company has made the following allotment for cash consideration during the year and the cash consideration for such allotment is received within the statutory timelines:
 - i) 95 Equity Shares having face value of Rs. 10 at a premium of Rs. 8,336 per share
 - ii) 4,864 Equity Shares having face value of Rs. 10 at a premium of Rs. 8,336 per share

We, the undersigned, confirm that we are authorized to sign this letter of representation on behalf of the Company.

Yours faithfully,

For and on behalf of **SDNMKJ Realty Private Limited**


Soham Satish Modi
Director

DIN: 02903050




Tejal Soham Modi
Director

DIN: 06983437

INDEPENDENT AUDITOR'S REPORT

To the Members of SDNMKJ Realty Private Limited

Report on the Financial Statements

Opinion

We have audited the accompanying financial statements of **SDNMKJ Realty Private Limited** ("the Company") which comprise the balance sheet as at March 31, 2023, and the statement of profit & loss, for the year ended March 31, 2023, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "financial statements").

In our opinion, and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and of its profit and its cash flows for the year ended March 31, 2023.

Basis for Opinion

We have conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of this report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Matter

The financial statements of the Company for the year ended March 31, 2022, were audited by another auditor who expressed unmodified opinion on those statements as on October 30, 2022.



Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the Act') with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, as applicable.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies, making judgements and estimates that are reasonable and prudent, and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the 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 Responsibility

Our objective is to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, We exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's Internal controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ('the Order'), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we report that the said order is not applicable to the Company.

2.

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

- a) We have sought and obtained all the information and explanation which to best of our knowledge and belief were necessary for the purpose of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from examination of those books.
- c) The Balance Sheet and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards prescribed under section 133 of the Act, as applicable.
- e) On the basis of the written representations received from the directors as on 31 March 2023, taken on record, none of the director is disqualified as on 31 March 2023, from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, the Ministry of Corporate Affairs vide its circular no G.S.R 583(E) dated 13th June 2017 exempts companies having turnover of less than Rs. 50 crores and aggregate borrowings from banks and other financial institutions of less than Rs. 25 crores



from reporting the same. SDNMKJ Realty Private Limited being a company satisfying the aforementioned conditions is therefore exempted from the above reporting requirements.

B) 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 best of information and according to the explanation given to us:

- a) The Company does not have any pending litigations which would impact its financial position.
- b) The Company does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- c) There are no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- d)
 - i) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
 - provide any guarantee, security, or the like to or on behalf of the Ultimate Beneficiaries.
 - ii) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or



A S AGARWAL & Co.

Chartered Accountants

- provide any guarantee, security, or the like to or on behalf of the Ultimate Beneficiaries.
- iii) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under subclause (d)(i) and (d)(ii) contain any material misstatement.
- e) No dividend has been declared or paid during the year by the Company and thus, Section 123 of the Act is not applicable to the Company during the year.
- C) The Company being a private limited company, 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 respect of whether the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act, is not applicable.

For A S Agarwal & Co
Chartered Accountants
(Firm Registration No: 014987S)

Ashish Agarwal

Partner

M. No. 222861

UDIN: 232228ABGNBCC9505

Place: Hyderabad

Date: September 29, 2023

SDNMKJ REALTY PVT LTD

5-2-223, Gokul Distillery Road,
Secunderabad, Hyd – 500 003.
Phone: +91-40-66335551

Date: 29 September 2023

A S Agarwal & Co.

Chartered Accountants

3-3-116/A, Kachiguda,

Hyderabad – 500027

Dear Ashish,

Sub: Statutory audit of consolidated financial statements of SDNMKJ Realty Private Limited for the year ended 31 March 2023.

This representation letter is provided in connection with your audit of the consolidated financial statements of **SDNMKJ Realty Private Limited** (hereinafter referred to as “Company”) for the year ended 31 March 2023 for the purpose of expressing an opinion as to whether the consolidated financial statements give a true and fair view of the financial position of company for the year ended 31 March 2023 and the results of its operations for the year ended 31 March 2023.

We confirm to the best of our knowledge and belief, the following representations are given to you in connection with your audit of the Company’s consolidated financial statements for the year ended 31 March 2023.

We acknowledge our responsibility for preparation of the consolidated financial statements in accordance with accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

We confirm that a detailed assessment of the reporting requirements under the Schedule III has been made by the Management and appropriate disclosures/ presentation, as required under the Schedule III, have been made in the consolidated financial statements.

Classification of items in the Balance Sheet as current and non-current is on the basis specified in the General Instructions for Preparation of Balance Sheet in the Schedule III.

Due consideration has been given to the requirements of the Accounting Standards and the requirements of the statutory provisions.

In connection with your audit we confirm, to the best of our knowledge and belief, the following representations made to you during your audit:

- There have been no irregularities involving management or employees who have significant role in the accounting and internal control systems or that could have a material effect on the consolidated financial statements. We also state that the



internal control procedures are commensurate with the size of the company and nature of the business. No major weakness in the internal control was noticed during the given year.

- We acknowledge our responsibility of maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
- We have made available to you all books of accounts and supporting documentation and all minutes of meetings of shareholders and the board of directors.
- All transactions have been recorded in the accounting records and are reflected in the consolidated financial statements.
- All known, actual, or possible non-compliance with laws and regulations, together with the actual or contingent consequences, which may arise there from, the effects of which should be considered when preparing consolidated financial statements, have been disclosed to you and have been appropriately dealt with by us in the consolidated financial statements.
- We represent and confirm that we have complied with the provisions of Companies Act, 2013, Foreign Exchange Management Act, 1999 and other material laws and regulations applicable to the Company.
- As the Company is a private company, section 197 of the Act related to the managerial remuneration is not applicable to us.
- The effects of uncorrected misstatements, if any, are immaterial, both individually and in the aggregate, to the consolidated financial statements as a whole.
- The company has complied with all aspects of contractual agreements that could have a material effect on the consolidated financial statements in the event of non-compliance. There has been no non-compliance with requirements of regulatory authorities that could have a material effect on the consolidated financial statements in the event of non-compliance.
- The accounting policies which are material or critical in determining the results of operations for the given year or financial position are set out in the consolidated financial statements and are consistent with those adopted in the consolidated



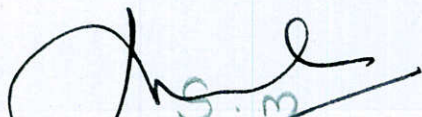
financial statements for the previous year. The consolidated financial statements are prepared on accrual basis.

- The results for the given year were not materially affected by the following, except as disclosed in the accounts:
 - a. Transactions of a nature not usually undertaken by the Company;
 - b. Circumstances of an exceptional nature or non-recurring nature;
 - c. Changes in accounting policies;
 - d. Charges or credits relating to prior period.
- We confirm the completeness of the information provided regarding the identification of related parties.
- The identity of, and balances and transactions with, related parties have been properly recorded and, when appropriate, adequately disclosed in the consolidated financial statements.
- We have no plans or intentions that may materially alter the carrying value or classification of assets and liabilities reflected in the consolidated financial statements.

We additionally confirm that:

- We have provided all information and explanations, written and/ or otherwise, which are necessary for the purpose of audit and the effect of the same on the consolidated financial statements.
- The Company does not have branch offices as defined under section 2(14) of the Companies Act, 2013 for the year ended 31 March, 2023 and does not require any compliance in relation to the same.
- The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- No Directors of the company are disqualified from being appointed as directors under section 164(2) of the Companies Act, 2013 as at 31 March 2023.
- There are no contributions made to any political party during the given year.
- In the opinion of the management, all the books of accounts and other records as required and as are adequate for the operations of the Company has been maintained.
- In the opinion of the management, the consolidated financial statements confirm to all the applicable accounting standards prescribed under section 133.
- The Company does not have any significant and material pending litigations.

- The net book values at which fixed assets are stated in the balance sheet are arrived at:
 - a. after taking into account all capital expenditure on additions thereto, but no expenditure properly chargeable to revenue;
 - b. after eliminating the cost and accumulated depreciation relating to items sold, discarded, demolished or destroyed;
 - c. after providing depreciation as prescribed in Schedule II to the Companies Act, 2013 on fixed assets during the year;
- Depreciation on assets was provided over their estimated useful life using Written Down Value method and, in the manner specified under Schedule II to the Companies Act, 2013.
- There have been no events subsequent to year-end which require adjustment of or disclosure in the consolidated financial statements or notes thereto excepting those disclosed in the Notes to the consolidated financial statements.
- The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- The Company does not have any transactions with companies struck off.
- No order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any tribunal against the Company.
- The Company had issued 85,00,000 Unsecured Compulsorily Convertible Debentures (CCD's) of Rs. 10 each to Rajesh Kumar Jayantilal Kadakia at coupon rate of 10.5% p.a. during previous year 2018-19. All CCDs were to be converted into Equity on or before 120 months from the date of issue unless extended mutually. Pursuant to the conversion, debentures outstanding as at 31 March 2023 is Nil (Previous year Rs. 7,37,10,570) as all the outstanding 73,71,422 CCD's of Face Value Rs. 10/- were converted in to 8,836 equity shares of Rs.10/- each at premium of Rs. 8,332.07/- per share in the current year 2022-22.
- No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.



SDNMKJ REALTY PVT LTD

- No funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

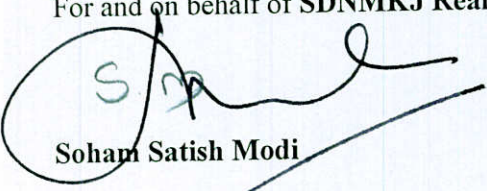
As required under section 143 (1) of the Companies Act, 2013 we confirm that:

- a) The Company has not made any loans and advances on the basis of security.
- b) There are no transactions represented merely by book entries by the Company which are prejudicial to the interests of the Company.
- c) Company does not have any shares, debentures or securities which have been sold at a price less than that at which they were purchased.
- d) The Company has not made any loans and advances which are shown as deposits.
- e) There are no personal expenses charged to the revenue account except as permitted contractually.
- f) The Company has made the following allotment for cash consideration during the year and the cash consideration for such allotment is received within the statutory timelines:
 - i) 95 Equity Shares having face value of Rs. 10 at a premium of Rs. 8,336 per share
 - ii) 4,864 Equity Shares having face value of Rs. 10 at a premium of Rs. 8,336 per share

We, the undersigned, confirm that we are authorized to sign this letter of representation on behalf of the Company.

Yours faithfully,

For and on behalf of SDNMKJ Realty Private Limited


Soham Satish Modi

Director

DIN: 02903050



Tejal Soham Modi

Director

DIN: 06983437