

Independent Auditor's Report

To the Members of Godrej Real Estate Distribution Company Private Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Godrej Real Estate Distribution Company Private Limited (the "Company") which comprise the balance sheet as at 31 March 2024, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the period beginning from 20 July 2023 to 31 March 2024, and notes to the financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, and its loss and other comprehensive loss, changes in equity and its cash flows for the period ended on that date.

Basis for Opinion

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

Management's and Board of Directors Responsibilities for the Financial Statements

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

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

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Registered Office:

Independent Auditor's Report (Continued)

Godrej Real Estate Distribution Company Private Limited

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2 A. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

Independent Auditor's Report (Continued)

Godrej Real Estate Distribution Company Private Limited

- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e. On the basis of the written representations received from the directors as on 31 March 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act.
 - f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- 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 the best of our information and according to the explanations given to us:
- a. The Company does not have any pending litigations which would impact its financial position.
 - b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - c. There were 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 their knowledge and belief, as disclosed in the Note 22 (a) to the financial statements, 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 person(s) or entity(ies), 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 by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (ii) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note 22 (b) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), 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 by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.
- e. The Company has neither declared nor paid any dividend during the period.
 - f. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility except that the feature of recording audit trail (edit log) facility was not enabled for changes performed by privileged users at the application level for the accounting software used for maintaining the books of account for the period from 1 April 2023 to 8 April 2023. Further, for the periods where audit trail (edit log) facility was enabled and operated, we did not come across any instance of audit trail feature being tampered with during our course of audit.

Independent Auditor's Report (Continued)

Godrej Real Estate Distribution Company Private Limited

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the Company has not paid or provided for managerial remuneration. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**

Chartered Accountants

Firm's Registration No.:101248W/W-100022

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Viren Soni

Partner

Place: Mumbai

Date: 01 July 2024

Membership No.: 117694

ICAI UDIN:24117694BKFTSX6153

Annexure A to the Independent Auditor's Report on the Financial Statements of Godrej Real Estate Distribution Company Private Limited for the period ended 31 March 2024

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (i) (a) (A) The Company does not have any Property ,Plant and Equipment. Accordingly, paragraph 3 (i) (a) (A) of the order is not applicable to the Company.
 - (B) The Company does not have any intangible assets. Accordingly, paragraph 3 (i) (a) (B) of the order is not applicable to the Company.
- (i) (b) The Company does not have any Property ,Plant and Equipment. Accordingly, Clause (i) (b) of the order is not applicable to the Company.
 - (c) The Company does not have any immovable property. Accordingly, clause 3(i)(c) of the Order is not applicable.
 - (d) The company does not have any Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year. Accordingly, clause 3(i)(d) of the Order is not applicable.
 - (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The Company does not have any inventory. Accordingly, paragraph 3(ii)(a) is not applicable to the Company.
 - (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the period. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the period. Accordingly, provisions of clauses 3(iii)(a) to 3(iii)(f) of the Order are not applicable to the Company.
- (iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has neither made any investments nor has it given loans or provided guarantee or security and therefore the relevant provisions of Sections 185 and 186 of the Companies Act, 2013 ("the Act") are not applicable to the Company. Accordingly, clause 3(iv) of the Order is not applicable.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
- (vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the activities carried out by the Company. Accordingly, clause 3(vi) of the Order is not applicable.
- (vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the period since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Service Tax, Income-Tax,

Annexure A to the Independent Auditor's Report on the Financial Statements of Godrej Real Estate Distribution Company Private Limited for the period ended 31 March 2024 (Continued)

or other statutory dues have been regularly deposited by the Company with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Income-Tax, or other statutory dues were in arrears as at 31 March 2024 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues relating to Goods and Service Tax, Income-Tax, or other statutory dues, which have not been deposited with the appropriate authorities on account of any dispute.
- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the period.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.
 - (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
 - (c) According to the information and explanations given to us by the management, the Company has not obtained any term loans during the year. Accordingly, clause 3(ix)(c) of the Order is not applicable.
 - (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
 - (e) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the period ended 31 March 2024. Accordingly, clause 3(ix)(e) is not applicable.
 - (f) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the period ended 31 March 2024. Accordingly, clause 3(ix)(f) is not applicable.
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.
 - (b) According to the information and explanations given to us and on the basis of 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 period. Accordingly, clause 3(x)(b) of the Order is not applicable.
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
 - (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
 - (c) Based on the information and explanations provided to us, the Company does not have a vigil

Annexure A to the Independent Auditor's Report on the Financial Statements of Godrej Real Estate Distribution Company Private Limited for the period ended 31 March 2024 (Continued)

- mechanism and is not required to have a vigil mechanism as per the Act or SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) The requirements as stipulated by the provisions of Section 177 of the Act are not applicable to the Company. In our opinion and according to the information and explanations given to us and on the basis of our examination of records of the Company, transactions with the related parties are in compliance with Section 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) (a) In our opinion and based on the information and explanations provided to us, the Company does not have an Internal Audit system and is not required to have an internal audit system as per Section 138 of the Act.
- (b) In our opinion and based on the information and explanations provided to us, the Company does not have an internal audit system and is not required to have an internal audit system as per Section 138 of the Act. Accordingly, clause 3(xiv)(b) of the Order is not applicable.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) According to the information and explanations provided to us, the Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) does not have more than one CIC.
- (xvii) The Company has been incorporated in the current period, accordingly company has incurred cash losses of Rs 110.80 thousands.
- (xviii) There has been no resignation of the statutory auditors during the period. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) The requirements as stipulated by the provisions of Section 135 are not applicable to the

B S R & Co. LLP

**Annexure A to the Independent Auditor's Report on the Financial Statements
of Godrej Real Estate Distribution Company Private Limited for the period
ended 31 March 2024 (*Continued*)**

Company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**

Chartered Accountants

Firm's Registration No.:101248W/W-100022

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Viren Soni

Partner

Place: Mumbai

Date: 01 July 2024

Membership No.: 117694

ICAI UDIN:24117694BKFTSX6153

Annexure B to the Independent Auditor's Report on the financial statements of Godrej Real Estate Distribution Company Private Limited for the period ended 31 March 2024

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

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

Opinion

We have audited the internal financial controls with reference to financial statements of Godrej Real Estate Distribution Company Private Limited ("the Company") as of 31 March 2024 in conjunction with our audit of the financial statements of the Company for the period ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to

Annexure B to the Independent Auditor's Report on the financial statements of Godrej Real Estate Distribution Company Private Limited for the period ended 31 March 2024 (Continued)

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

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

For **B S R & Co. LLP**

Chartered Accountants

Firm's Registration No.:101248W/W-100022

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Viren Soni

Partner

Place: Mumbai

Date: 01 July 2024

Membership No.: 117694

ICAI UDIN:24117694BKFTSX6153

Godrej Real Estate Distribution Company Private Limited

Balance Sheet

as at March 31, 2024

(Currency in INR Thousands)

Particulars	Note	As at March 31, 2024
ASSETS		
Current Assets		
Financial Assets		
Cash and Cash Equivalents	2	213.27
Other Current Non Financial Assets	3	18.19
Total Current Assets		231.46
TOTAL ASSETS		231.46
EQUITY AND LIABILITIES		
EQUITY		
Equity Share Capital	4	10.00
Other Equity		(110.80)
Total Equity		(100.80)
LIABILITIES		
Current Liabilities		
Financial Liabilities		
Borrowings	5	253.99
Trade Payables	6	
total outstanding dues of micro enterprises and small enterprises (refer note 18)		-
total outstanding dues of creditors other than micro enterprises and small enterprises (refer note 18)		75.54
Other Current Non Financial Liabilities	7	2.73
Total Current Liabilities		332.26
TOTAL EQUITY AND LIABILITIES		231.46
Material Accounting Policies	1	

The accompanying notes 1 to 21 form an integral part of these Financial Statements.

As per our report of even date.

For **B S R & Co. LLP**

Chartered Accountants

Firm's Registration No: 101248W/W-100022

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Viren Soni

Partner

Membership No: 117694

Mumbai

July 01, 2024

For and on behalf of the Board of Directors of

Godrej Real Estate Distribution Company Private Limited

CIN: U68200MH2023PTC407021

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Jamnadas
Makhijani

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Lalit Makhijani

Director

DIN: 07410951

Mumbai

July 01, 2024

Himanshu
Nanda

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Himanshu Nanda

Director

DIN: 10611533

Mumbai

July 01, 2024

Godrej Real Estate Distribution Company Private Limited

Statement of Profit and Loss

For the period ended March 31, 2024

(Currency in INR Thousands)

Particulars	Note	For the Period ended March 31, 2024
EXPENSES		
Finance Costs	8	3.99
Other Expenses	9	106.81
Total Expenses		110.80
(Loss) before Tax		(110.80)
Tax Expense		
Current Tax	10(a)	-
Deferred Tax (Credit)/ Charge	10(b)	-
Total Tax Expense		-
(Loss) /Profit for the Period		(110.80)
Other Comprehensive Income		-
Total Comprehensive Income for the Period		(110.80)
Earnings Per Share (Amount in INR)		
Basic	11	(158.41)
Diluted	11	(158.41)
Material Accounting Policies	1	

The accompanying notes 1 to 21 form an integral part of these Financial Statements.

As per our report of even date.

For **B S R & Co. LLP**

Chartered Accountants

Firm's Registration No: 101248W/W-100022

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Viren Soni

Partner

Membership No: 117694

Mumbai

July 01, 2024

For and on behalf of the Board of Directors of

Godrej Real Estate Distribution Company Private Limited

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July 01, 2024

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Himanshu Nanda

Director

DIN: 10611533

Godrej Real Estate Distribution Company Private Limited

Statement of Cash Flows

For the period ended March 31, 2024

(Currency in INR Thousands)

Particulars	For the Period ended March 31, 2024
Cash Flow from Operating Activities	
(Loss) Before Tax	(110.80)
Adjustments for:	
Finance costs	3.99
Operating (loss) before working capital changes	<u>(106.81)</u>
Changes in Working Capital:	
Increase in Non Financial Liabilities	2.73
Increase in Financial Liabilities	75.54
(Increase) in Non Financial Assets	<u>(18.19)</u>
	60.08
Taxes Paid (net of refund)	-
Net cash flows (used in) operating activities	<u>(46.73)</u>
Cash Flow from Investing Activities	
Sale of investments in fixed deposits (net)	-
Interest Received	-
Investments Made in Equity Shares	-
Net cash flows generated from investing activities	<u>-</u>
Cash Flow from financing activities	
Proceeds from Issue of equity share capital (net of issue expenses)	10.00
Proceeds from short-term borrowings (net)	253.99
Interest paid	<u>(3.99)</u>
Net cash flows generated from financing activities	<u>260.00</u>
Net Increase in Cash and Cash Equivalents	213.27
Cash and Cash Equivalents - Opening Balance	-
Cash and Cash Equivalents - Closing Balance	<u>213.27</u>

Godrej Real Estate Distribution Company Private Limited

Statement of Cash Flows (Continued)

For the period ended March 31, 2024

(Currency in INR Thousands)

Notes :

(a) The above Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard (Ind AS) -7 "Statement of Cash Flows".

(b) Reconciliation of Cash and Cash Equivalents as per the Statement of Cash Flows. Cash and Cash Equivalents as per the above comprise of the following:

Particulars	For the Period ended March 31, 2024
Cash and Cash Equivalents (refer Note 2)	213.27
Cash and Cash Equivalents as per Statement of Cash Flows	213.27

(c) Changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes:

Particular	Reconciliation of liabilities arising from financing activities				As at March 31, 2024
	As at April 01, 2023	Changes in Statement of Cash Flows	Non Cash Changes Acquisition	Interest Accrued	
Short-term borrowings	-	253.99	-	(0.00)	253.99

The accompanying notes 1 to 21 form an integral part of these Financial Statements.

As per our report of even date.

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W/W-100022

VIREN
DILIPKUMAR
SONI

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DILIPKUMAR SONI
Date: 2024.07.01 21:55:53
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Viren Soni

Partner

Membership No: 117694

Mumbai
July 01, 2024

For and on behalf of the Board of Directors of
Godrej Real Estate Distribution Company Private Limited
CIN: U68200MH2023PTC407021

Lalit
Jamnadas
Makhijani

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Lalit Jamnadas
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Date: 2024.07.01
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Lalit Makhijani

Director

DIN: 07410951

Mumbai
July 01, 2024

Himanshu
Nanda

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Himanshu Nanda

Director

DIN: 10611533

Godrej Real Estate Distribution Company Private Limited

Statement of Changes in Equity

For the period ended March 31, 2024

(Currency in INR Thousands)

a) Equity Share Capital

Particulars	As at March 31, 2024
Balance at the beginning of the period	-
Changes in equity share capital during the period	10
Balance at the end of the period	<u>10</u>

b) Other Equity

Particulars	Reserve and Surplus	
	Capital Reserve	Retained Earnings (refer Note (a) below)
Balance as at April 01, 2023	-	-
Total Comprehensive Income:		
i) (Loss) for the period	-	(110.80)
Balance as at March 31, 2024	<u>-</u>	<u>(110.80)</u>

(a) Retained Earnings

Retained earnings are the profits/ losses that the Company has earned/ incurred till date, less any transfers to general reserve, debenture redemption reserve, dividends or other distributions paid to shareholders.

The accompanying notes 1 to 21 form an integral part of these Financial Statements.

As per our report of even date.

For **BSR & Co. LLP**

Chartered Accountants

Firm's Registration No: 101248W/W-100022

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Date: 2024.07.01
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Viren Soni

Partner

Membership No: 117694

Mumbai

July 01, 2024

For and on behalf of the Board of Directors of
Godrej Real Estate Distribution Company Private Limited
CIN: U68200MH2023PTC407021

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by Lalit Jamnadas
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Date: 2024.07.01
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Lalit Makhijani

Director

DIN: 07410951

Mumbai

July 01, 2024

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Date: 2024.07.01
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Himanshu Nanda

Director

DIN: 10611533

Godrej Real Estate Distribution Company Private Limited

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

(Currency in INR Thousands)

Note 1

I. Company Overview

Godrej Real Estate Distribution Company Private Limited (“the Company”) having CIN number U68200MH2023PTC407021 is engaged primarily in the business of providing marketing, sales and promotional services for real estate projects. The Company is domiciled in India having its registered office at Godrej One, 5th Floor, Pirojshahnagar, Eastern Express Highway, Vikhroli, Mumbai - 400079.

II. Basis of preparation and measurement

a) Statement of compliance

These financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 (“the Act”) and the relevant provisions and amendments, as applicable.

These financial statements of the Company for the year ended March 31, 2024 were authorised for issue by the company’s Board of Directors on July 31, 2024.

b) Functional and Presentation Currency

These financial statements are presented in Indian rupees, which is also the functional currency of the Company. All financial information presented in Indian rupees has been rounded to the nearest thousand, unless otherwise stated.

c) Basis of measurement

These financial statements have been prepared on historical cost basis except certain financial instruments measured at fair value.

d) Use of Estimates and Judgements

The preparation of the financial statements in conformity with Ind AS requires the use of estimates, judgements and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. Management believes that the estimates made in the preparation of the financial statements are prudent and reasonable. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

Godrej Real Estate Distribution Company Private Limited

Notes forming part of financial Statements (Continued)

for the year ended March 31, 2024

(Currency in INR Thousands)

Note 1 (Continued)

II. Basis of preparation and measurement (Continued)

d) Use of Estimates and Judgements (Continued)

Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities within the next financial year, are as follows:

- *Fair value measurement of financial instruments*

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

- *Provisions and contingencies*

The recognition and measurement of other provisions are based on the assessment of the probability of an outflow of resources, and on past experience and circumstances known at the balance sheet date. The actual outflow of resources at a future date may therefore vary from the amount included in other provisions.

e) Recent pronouncements

Ministry of Corporate Affairs (“MCA”) notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

f) Measurement of fair values

The Company’s accounting policies and disclosures require the measurement of fair values for financial and non-financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values. The management regularly reviews significant unobservable inputs and valuation adjustments.

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

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

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

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

Godrej Real Estate Distribution Company Private Limited

Notes forming part of financial Statements (Continued)

for the year ended March 31, 2024

(Currency in INR Thousands)

Note 1 (Continued)

II. Basis of preparation and measurement (Continued)

f) Measurement of fair values (Continued)

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

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

The Company's accounting policies and disclosures require the measurement of fair values for financial and non-financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values. The management regularly reviews significant unobservable inputs and valuation adjustments.

g) Operating cycle

All assets and liabilities have been classified into current and non-current based on a period of twelve months.

h) Going Concern

The Company has been incorporated for the business of providing marketing, sales and promotional services for real estate projects., the Company incurs losses in relation to the compliance and establishment costs as per applicable laws. The Company has continued to incur losses and has a loss after tax of Rs. 110.80 Thousand during the current year, and an accumulated loss of Rs. 110.80 Thousand as at 31 March 2024.

Based on the financial support extended by Godrej Properties Limited (Shareholder of the Company), the Parent Company, in the form of equity or debt, the Management believe that the Company will continue to operate as a going concern for the foreseeable future, realize its assets and meet all its liabilities as they fall due for payment, in the normal course of business. In case of any fund requirement for development/continuing operation of the Company, the shareholders shall fund/arrange fund in form of Equity/Loan.

Accordingly, these financial statements have been prepared on a going concern basis and do not include any adjustments relating to the recorded assets or liabilities that may be necessary, if the Company is unable to continue as a going concern.

Godrej Real Estate Distribution Company Private Limited

Notes forming part of financial Statements (Continued)

for the year ended March 31, 2024

(Currency in INR Thousands)

Note 1 (Continued)

III. Material Accounting Policies

a) Financial instruments

I. Financial assets

Classification

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

Initial recognition and measurement

Trade receivables and debt securities issued are initially recognised when they originate.

The Company recognises financial assets (other than trade receivables and debt securities) when it becomes a party to the contractual provisions of the instrument. All financial assets are recognised initially at fair value plus transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

For the purpose of subsequent measurement, the financial assets are classified in three categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through profit or loss
- Equity investments

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss.

Godrej Real Estate Distribution Company Private Limited

Notes forming part of financial Statements (Continued)

for the year ended March 31, 2024

(Currency in INR Thousands)

Note 1 (Continued)

III. Material Accounting Policies (Continued)

a) Financial instruments (Continued)

Financial assets (Continued)

A debt investment is measured at FVOCI if it meets both of the following conditions or is not designated as at FVTPL:

- The asset is held within a business model whose objective is achieved by both collecting contractual cashflow and selling financial assets, and
- The contractual terms of the financial assets give rise on the specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments at Fair Value through Profit or Loss

Debt instruments included in the fair value through profit or loss (FVTPL) category are measured at fair value with all changes recognised in the statement of profit and loss.

Equity investments

All equity investments other than investment in subsidiaries, joint ventures and associate are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company decides to classify the same either as at fair value through other comprehensive income (FVOCI) or FVTPL. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVOCI, then all fair value changes on the instrument, excluding dividends, are recognised in other comprehensive income (OCI). There is no recycling of the amounts from OCI to the statement of profit and loss, even on sale of such investments.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in the statement of profit and loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset) is primarily derecognised when:

- (a) The rights to receive cash flows from the asset have expired, or
- (b) the Company has transferred substantially all the risks and rewards of the asset,
or
- (c) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Godrej Real Estate Distribution Company Private Limited

Notes forming part of financial Statements (*Continued*)

for the year ended March 31, 2024

(Currency in INR Thousands)

Note 1 (*Continued*)

III. Material Accounting Policies (*Continued*)

a) Financial instruments (*Continued*)

Financial assets (Continued)

Impairment of financial assets

The Company applies 'simplified approach' measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance.
- b) Trade receivables

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime Expected Credit Loss at each reporting date, right from its initial recognition.

II. *Financial Liabilities*

Classification

The Company classifies all financial liabilities as subsequently measured at amortised cost.

Initial recognition and measurement

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

Loans and borrowings

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

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

This category generally applies to loans and borrowings.

Derecognition

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

Godrej Real Estate Distribution Company Private Limited

Notes forming part of financial Statements (Continued)

for the year ended March 31, 2024

(Currency in INR Thousands)

Note 1 (Continued)

III. Material Accounting Policies (Continued)

a) Financial instruments (Continued)

III Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle them on a net basis or to realise the assets and settle the liabilities simultaneously.

IV. Share Capital

Ordinary equity shares

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

b) Revenue Recognition

Interest income

Interest income is accounted on an accrual basis at effective interest rate.

c) Income tax

Income tax expense comprises current tax and deferred tax. It is recognised in the statement of profit and loss except to the extent that it relates to items recognised directly in equity or in OCI.

Current tax

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

Current tax assets and liabilities are offset only if, the Company:

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

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent there is convincing evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

Godrej Real Estate Distribution Company Private Limited

Notes forming part of financial Statements (Continued)

for the year ended March 31, 2024

(Currency in INR Thousands)

Note 1 (Continued)

II. Material Accounting Policies (Continued)

c) Income tax (Continued)

Deferred tax (Continued)

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

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

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

Deferred tax assets and liabilities are offset only if:

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

Minimum Alternative Tax (MAT)

MAT credit is recognised as a deferred tax asset only when and to the extent there is a convincing evidence that the Company will pay normal tax during specified period. MAT credit is reviewed at each balance sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

Section 115BAA of Income Tax Act, 1961

A new Section 115BAA was inserted in the Income Tax Act, 1961, by The Government of India on September 20, 2019 vide the Taxation Laws (Amendment) Ordinance 2019 which provides an option to companies for paying income tax at reduced rates in accordance with the provisions/conditions defined in the said section.

d) Borrowing Costs

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

Borrowing costs, pertaining to development of long term projects, are transferred to Construction work-in-progress, as part of the cost of the projects upto the time all the activities necessary to prepare these projects for its intended use or sale are complete.

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

Godrej Real Estate Distribution Company Private Limited

Notes forming part of financial Statements (Continued)

for the year ended March 31, 2024

(Currency in INR Thousands)

Note 1 (Continued)

III. Material Accounting Policies (Continued)

e) Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above.

f) Earnings per share

This Basic earnings per share is computed by dividing the profit after tax attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit after tax attributable to the equity shareholders as adjusted interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on conversion of all dilutive potential equity shares. If potential equity shares converted into equity shares increases the earnings per share, then they are treated as anti-dilutive and anti-dilutive earning per share is computed.

g) Provisions, contingent liabilities and contingent assets.

A provision is recognised when the Company has a present legal or constructive obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are discounted to their present value at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. The unwinding of the discount is recognised as finance cost

Contingent liabilities are disclosed in the notes. Contingent liabilities are disclosed for

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

Contingent assets are not recognised in the financial statements. However, the same are disclosed in the financial statements where an inflow of economic benefit is probable.

Godrej Real Estate Distribution Company Private Limited

Notes forming part of financial Statements *(Continued)*

for the year ended March 31, 2024

(Currency in INR Thousands)

Note 1 *(Continued)*

III. Material Accounting Policies *(Continued)*

h) Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

i) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

Godrej Real Estate Distribution Company Private Limited

Notes Forming Part of Financial Statements (Continued)

as at March 31, 2024

(Currency in INR Thousands)

Particulars

**As at
March 31, 2024**

2 Cash and Cash Equivalents

Balances With Banks

In Current Accounts

213.27

213.27

3 Other Current Non Financial Assets

Unsecured, Considered Good

To parties other than related parties

Advance to Suppliers and Contractors

18.19

18.19

Godrej Real Estate Distribution Company Private Limited

Notes Forming Part of Financial Statements (Continued)

as at March 31, 2024

(Currency in INR Thousands)

Particulars

As at
March 31, 2024

4 Equity Share Capital

a) Authorised :

1000 Equity Shares of INR 10/- each (Previous Year: NIL Equity Share of INR 10/- each)	10.00
	<u>10.00</u>

b) Issued, Subscribed and Paid-Up:

1000 Equity Shares of INR 10/- each (Previous Year: NIL Equity Share of INR 10/- each)	10.00
	<u>10.00</u>

c) Reconciliation of number of shares outstanding at the beginning and end of the year :

Equity Shares :	As at March 31, 2024	
	No. of Shares	INR (In Thousands)
Outstanding at the beginning of the year	-	
Issued during the year	1,000.00	10.00
Outstanding at the end of the year	1,000.00	10.00

d) Shareholding Information

Equity shares are held by :	As at March 31, 2024	
	No. of Shares	INR (In Thousands)
Godrej Properties Limited (Holding Company)	990	9.9
Godrej Project Development Limited (Subsidiary of Godrej Properties Limited)	10	0.1

e) Rights, preferences and restrictions attached to Equity shares

The Company has only one class of equity shares having a par value of INR 10/- per share. Each holder of equity shares is entitled to one vote per share held. In the event of liquidation, the shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

f) Shareholders holding more than 5% shares in the Company:

Particulars	As at March 31, 2024	
	No. of Shares	%
Equity shares		
Godrej Properties Limited (Holding Company)	990	99.00%

g) Promoters Shareholding

Shares held by Promoters at the end of the March 31, 2024		
Promoter Name	No. of Shares	% of total Shares
1. Godrej Properties Limited (Holding Company)	990	99.00%

5 Borrowings (Current)

Particulars	As at March 31, 2024
Unsecured debentures	
From Related parties	
Other Loans *	253.99
	<u>253.99</u>

*Unsecured loan taken from related party (Godrej Properties Limited) bearing interest at the rate of 8% p.a. repayable on demand.

6 Trade Payables

Particulars	As at March 31, 2024
total outstanding dues of micro enterprises and small enterprises (refer note 18)	-
total outstanding dues of creditors other than micro enterprises and small enterprises (refer note 18)	75.54
	<u>75.54</u>

March 31, 2024

7 Other Current Non Financial Liabilities

To parties other than related parties	
Statutory Dues (Tax Deducted at Source)	2.73
	<u>2.73</u>

Godrej Real Estate Distribution Company Private Limited

Notes Forming Part of Financial Statements (Continued)

For the period ended March 31, 2024

(Currency in INR Thousands)

For the Period ended
March 31, 2024

8 Finance Costs

Interest Expense on Borrowings accounted at amortised cost	<u>3.99</u>
	<u>3.99</u>

9 Other Expenses

Consultancy Charges	40.99
Other Expenses *	<u>65.82</u>
	<u>106.81</u>

* includes payment to auditors amounting to INR 64,900 (refer note 18)

Godrej Real Estate Distribution Company Private Limited

Notes Forming Part of Financial Statements (Continued)

as at March 31, 2024

(Currency in INR Thousands)

10 Deferred Tax Liabilities (Net)

a) Amounts recognised in the statement of profit and loss

Particulars	As at March 31, 2024
Current Tax	-
Deferred Tax (Credit)/ Charge	-
Tax Expense for the period	<u>-</u>

b) Movement in Deferred Tax Balances

Particulars	Balance as at April 01, 2023	Movement during the period			Balance as at March 31, 2024
		Recognised in Profit or Loss	Recognised in Other Equity	Recognised in OCI	
Deferred Tax Assets/ (Liabilities)	-	-	-	-	<u>-</u>

c) Reconciliation of Effective Tax Rate

Particulars	As at March 31, 2024
(Loss) before Tax	(110.80)
Tax using the Company's domestic tax rate 25.17%	25.17
Tax effect of:	(27.89)
Non-deductible expenses	-
Unabsorbed losses	27.89
Other adjustments	-
Tax expense recognised	<u>-</u>

d) Unrecognised deferred tax assets

Deferred tax assets have not been recognised in respect of the following items, because it is not probable that future taxable profit will be available against which the Company can use the benefits therefrom:

Particulars	As at March 31, 2024	
	Gross Loss	Unrecognised tax effect
Business losses	110.80	27.89

e) Tax Losses Carried Forward

Particulars	As at March 31, 2024	
	Gross Loss	Expiry Date
Expire	110.80	2032-33

f) On 30th March 2019, MCA has issued amendment regarding the income tax Uncertainty over Income Tax Treatments. As per the Company's assessment, there are no material income tax uncertainties over income tax treatments during the current period

Godrej Real Estate Distribution Company Private Limited

Notes Forming Part of Financial Statements (Continued)

For the period ended March 31, 2024

(Currency in INR Thousands)

11 Earnings Per Share

a) Basic and Diluted Earnings Per Share

The calculation of basic earnings per share is based on the profit/Loss attributable to ordinary shareholders and weighted average number of ordinary shares outstanding.

	For the Period ended March 31, 2024
(i) Loss attributable to ordinary shareholders (basic and diluted)	
(Loss) for the Period , attributable to ordinary shareholders of the Company	(110.80)
	<u><u>(110.80)</u></u>
(ii) Weighted average number of ordinary shares (basic and diluted)	
Weighted Average number of equity shares at the beginning of the Period	-
Add: Weighted Average number of equity shares issued during the Period	699
Weighted Average number of Equity Shares at the end of the Period	<u><u>699</u></u>
Basic and Diluted Earnings Per Share (INR) (Face Value INR 10 each)	(158.41)

Godrej Real Estate Distribution Company Private Limited

Notes Forming Part of Financial Statements (Continued)

as at March 31, 2024

(Currency in INR Thousands)

12 Financial instruments – Fair values and risk management

a) Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

For the Period ended March 31, 2024	Carrying amount		Total	Fair value			Total
	Fair value through profit or loss	Amortised Cost		Level 1	Level 2	Level 3	
Financial Assets							
Current							
Cash and cash equivalents	-	213.27	213.27	-	-	-	-
	-	213.27	213.27	-	-	-	-
Financial Liabilities							
Current							
Borrowings	-	253.99	253.99	-	-	-	-
Trade Payables	-	75.54	75.54	-	-	-	-
	-	329.53	329.53	-	-	-	-

Godrej Real Estate Distribution Company Private Limited

Notes Forming Part of Financial Statements (*Continued*)

as at March 31, 2024

(Currency in INR Thousands)

12 Financial instruments – Fair values and risk management (*Continued*)

b) Measurement of Fair Value

- (i) The fair values of investments in mutual fund units is based on the net asset value ('NAV') as stated by the issuers of these mutual fund units in the published statements as at Balance Sheet date. NAV represents the price at which the issuer will issue further units of mutual fund and the price at which issuers will redeem such units from the investors.
- (ii) The Company uses the Discounted Cash Flow valuation technique (in relation to financial assets measured at amortised cost and fair value through profit or loss) which involves determination of present value of expected receipt/ payment discounted using appropriate discounting rates. The fair value so determined for financial asset measured at fair value through profit and loss are classified as Level 2.
- (iii) The Company uses the Discounted Cash Flow valuation technique (in relation to borrowings measured at amortised cost and fair value through profit or loss) which involves determination of present value of expected receipt/ payment discounted using appropriate discounting rates. The fair value so determined are classified as Level 2.

c) Risk Management Framework

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

The management monitors compliance of risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The management is assisted in its oversight role by Holding Company's internal audit team. Internal audit undertakes both regular and adhoc reviews of risk management controls and procedures, the results of which are reported to the management.

d) Financial risk management

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

- (i) Credit Risk
- (ii) Liquidity Risk
- (iii) Market Risk.

Godrej Real Estate Distribution Company Private Limited

Notes Forming Part of Financial Statements (*Continued*)

as at March 31, 2024

(Currency in INR Thousands)

12 Financial instruments – Fair values and risk management (*Continued*)

d) Financial risk management (*Continued*)

(i) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, investments in debt securities, loans given to related parties and project deposits.

The carrying amount of financial assets represents the maximum credit exposure. The Company does not have any receivables as at March 31, 2024.

Cash and Bank balances

Credit risk from cash and bank balances is managed by the Company's treasury department in accordance with the Company's policy.

Godrej Real Estate Distribution Company Private Limited

Notes Forming Part of Financial Statements (Continued)

as at March 31, 2024

(Currency in INR Thousands)

12 Financial instruments – Fair values and risk management (Continued)

d) Financial risk management (Continued)

(ii) Liquidity risk

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

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

The Company has sufficient current assets comprising of Trade Receivables, Cash & Cash Equivalents, Investment in Mutual Funds, Other Bank Balances (other than restricted balances), Loans, Inventories and Other Current Financial Assets to manage the liquidity risk, if any in relation to current financial liabilities

The Company does not have any derivative financial liabilities. The Company however invests its surplus funds in bank fixed deposits.

Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date:

For the Period ended March 31, 2024	Carrying Amount	Contractual cash flows				
		Total	Within 12 months	1-2 years	2-5 years	More than 5 years
Financial Liabilities						
Current						
Borrowings	253.99	253.99	253.99	-	-	-
Trade Payables	75.54	75.54	75.54	-	-	-

Godrej Real Estate Distribution Company Private Limited

Notes Forming Part of Financial Statements (Continued)

as at March 31, 2024

(Currency in INR Thousands)

12 Financial instruments – Fair values and risk management (Continued)

d) Financial risk management (Continued)

(iii) Market Risk

Market risk is the risk that changes in market prices such as foreign exchange rate and interest rates 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.

a) Currency Risk

The Company does not have any foreign currency transactions and hence is not exposed to currency risk.

b) 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 management is responsible for the monitoring of the Company's interest rate position. Various variables are considered by the management in structuring the Company's borrowings to

Exposure to interest rate risk

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

Particulars	As at March 31, 2024
Financial assets	
Fixed rate instruments	-
	-
Financial liabilities	
Fixed rate instruments	253.99
	253.99

c) Fair value sensitivity analysis for fixed rate instruments

The Company does not account for any fixed rate financial assets and liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

13 Capital Management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. However till revenue recognition starts it may be

The Company monitors capital using a ratio of 'Net Debt to Equity'. For this purpose, net debt is defined as total borrowings (including interest accrued) less cash and bank balances and other current investments.

The Company's net debt to equity ratio is as follows:

Particulars	As at March 31, 2024
Net debt *	40.72
Total equity	(100.80)
Net debt to Equity ratio	(0.40)

*the Company has higher financial assets and hence negative debt as at March 31,2024.

Godrej Real Estate Distribution Company Private Limited

Notes Forming Part of Financial Statements (Continued)

as at March 31, 2024

(Currency in INR Thousands)

14 Related Party Disclosure

Related party disclosures as required by IND AS-24, “Related Party Disclosures”, are given below:

I. Relationships:

i) Shareholders (Holding Company)

Godrej Properties Limited (GPL) holds 99% of the Share Capital of the Company. GPL is the Subsidiary of Godrej Industries Limited (GIL).

II. The following transactions were carried out with the related parties in the ordinary course of the business :

(i) Details relating to parties referred to in items 1 (i) above

Particulars	Godrej Properties Limited (i)	Godrej Project Development Limited (ii)	Total
Transactions during the Year			
Interest Expense			
Current Year	3.99	-	3.99
<i>Previous Year</i>	-	-	-
Borrowings Taken			
Current Year	250.00	-	250.00
<i>Previous Year</i>	-	-	-
Borrowings repaid			
Current Year	-	-	-
<i>Previous Year</i>	-	-	-
Equity Share Capital Issued			
Current Year	9.90	0.10	10.00
<i>Previous Year</i>	-	-	-
Balance Outstanding as on March 31, 2024			
Amount Payable			
As at March 31, 2024	253.99		253.99
<i>As at March 31, 2023</i>	-		-

In case of any fund requirement in the business of providing marketing, sales and promotional services for real estate projects, GPL will provide financial assistance in form of loan or capital infusion as and when called upon by the company to enable it to continue its business operations as a going concern at least for the next twelve months.

Godrej Real Estate Distribution Company Private Limited

Notes Forming Part of Financial Statements (Continued)
as at March 31, 2024

(Currency in INR Thousands)

15 Ratio Analysis

Sr. No.	Ratio	March 31, 2024	Reason for more than 25% change
1	Current Ratio	0.70	NA
2	Debt-Equity Ratio (Gross)	-	NA
3	Debt-Equity Ratio (Net)	2.12	NA
4	Debt Service Coverage Ratio	(26.77)	NA
5	Return on Equity Ratio	219.80%	NA
6	Inventory Turnover Ratio	-	NA
7	Trade Receivables Turnover Ratio	-	NA
8	Trade Payables Turnover Ratio	-	NA
9	Net Capital Turnover Ratio	-	NA
10	Net Profit Ratio	0.00%	NA
11	Return on Capital Employed	0.00%	NA
12	Return on Investment	0.00%	NA

(a) Formulae for computation of ratios are as follows:

Sr. No.	Particulars	Formula
1	Current Ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$
2	Debt-Equity Ratio (Gross)	$\frac{\text{Current Borrowings} + \text{Non-Current Borrowings}}{\text{Total Equity}}$
3	Debt-Equity Ratio (Net)	$\frac{\text{Current Borrowings} + \text{Non-Current Borrowings} - \text{Cash and Bank Balances} - \text{Fixed Deposits} - \text{Liquid Investments}}{\text{Total Equity}}$
4	Debt Service Coverage Ratio	$\frac{\text{Earnings before Interest and Tax (Profit/(loss) before tax} + \text{Finance cost} + \text{Finance cost included in Cost of Sales} + \text{Depreciation and amortisation expense})}{(\text{Finance Cost (excludes interest accounted on customer advance as per EIR Principal)} + \text{Principal Payment due to Non-Current Borrowing repayable within one year})}$
5	Return on Equity Ratio	$\frac{\text{Profit/(loss) for the year}}{\text{Average Equity}}$
6	Inventory Turnover Ratio	$\frac{\text{Cost of Material Consumed} + \text{Changes in inventories of finished goods and}}{\text{Average Inventory}}$
7	Trade Receivables Turnover Ratio	$\frac{\text{Revenue from Operations}}{\text{Average Trade Receivables}}$
8	Trade Payables Turnover Ratio	$\frac{\text{Cost of Materials Consumed} + \text{Project Maintenance Expense}}{\text{Average Trade Payables}}$
9	Net Capital Turnover Ratio	$\frac{\text{Revenue from Operations}}{\text{Average Working Capital (Current Assets} - \text{Current Liabilities)}}$
10	Net profit ratio	$\frac{\text{Profit/(loss) for the year}}{\text{Total Income}}$
11	Return on Capital Employed	$\frac{\text{Earnings before Interest and Tax (Profit/(loss) before tax} + \text{Finance cost} + \text{Finance cost included in Cost of Sales} + \text{Depreciation and amortisation expense})}{\text{Average Capital Employed (Tangible Net Worth} + \text{Total Debt} + \text{Deferred Tax Liability)}}$
12	Return on Investment	$\frac{\text{Other Income}}{\text{Average of Cash and Bank Balances} + \text{Fixed Deposits} + \text{Liquid Investments}}$

Notes Forming Part of Financial Statements (Continued)

as at March 31, 2024

(Currency in INR Thousands)

16 Contingent Liabilities and Commitments

a) Contingent Liabilities

Matters	As at March 31, 2024
Claims against Company not Acknowledged as debts:	Nil

b) Commitments

Particulars	As at March 31, 2024
Capital Commitment	Nil

17 Payment to Auditors (net of taxes)

Particulars	For The Period Ended March 31, 2024
Statutory Audit Fees	64.90
Reimbursement of Expenses	-
Total	<u><u>64.90</u></u>

- 18** Disclosure of outstanding dues of Micro and Small Enterprise under Trade Payables is based on the information available with the Company regarding the status of the suppliers as defined under the Micro, Small and Medium Enterprises Development Act, 2006. Principal amount remaining unpaid to supplier at the end of the Period is INR Nil.

Trade Payables ageing schedule as at March 31, 2024

Particulars	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) MSME	-	-	-	-	-	-
(ii) Others	64.90	10.64	-	-	-	75.54
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
Total	64.90	10.64	0.00	0.00	-	75.54

Godrej Real Estate Distribution Company Private Limited

Notes Forming Part of Financial Statements (Continued)

as at March 31, 2024

(Currency in INR Thousands)

19 Segment Reporting

A. Basis of Segmentation

Factors used to identify the entity's reportable segments, including the basis of organisation

For management purposes, the Company has only one reportable segment namely, Development of real estate property. The Board of Directors of the Company acts as the Chief Operating Decision Maker ("CODM"). The CODM evaluates the Company's performance and allocates resources based on an analysis of various performance indicators.

B. Geographical Information

The geographic information analyses the Company's revenue and Non-Current Assets by the Company's country of domicile and other countries. As the Company is engaged in Development of Real Estate property in India, it has only one reportable geographical segment.

C. Information about major customers

There were no reportable customers during the period ended March 31, 2024.

20 Utilisation of Borrowed funds

a). 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

b). 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 Company shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

21 The Company has incorporated on July 20, 2023. So previous year numbers are not applicable. Other information is either nil or not applicable as required under schedule III to the Act and hence not disclosed.

As per our report of even date.

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W/W-100022

VIREN

DILIPKUMAR SONI

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Date: 2024.07.01 21:57:07
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Viren Soni

Partner

Membership No: 117694

Mumbai

July 01, 2024

For and on behalf of the Board of Directors of Godrej Real Estate Distribution Company Private Limited

CIN: U68200MH2023PTC407021

Lalit

Jamnadas
Makhijani

Makhijani

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Lalit Makhijani

Director

DIN: 07410951

Mumbai

July 01, 2024

Himanshu
Nanda

Himanshu Nanda

Himanshu Nanda

DIN: 10611533

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by Himanshu
Nanda
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