



74th

ANNUAL REPORT
2017 - 2018



Maha Rashtra Apex
Corporation Limited

Registered Office: 3rd Floor Front Wing, North Block
Manipal Centre, #47, Dickenson Road, Bengaluru-42

Respectful Salutations...



Late Sri T Ramesh U Pai

BOARD OF DIRECTORS

Chairman	: Sri K B SHETTY
Managing Director	: Sri Aspi Nariman Katgara from 22-12-2017
Director	: Sri S R Gowda upto 21.07.2018
Director	: Sri S S Kamath upto 21.07.2018
Director	: Smt Jyothi V B
Director	: Sri Manjunath Manohar Singh from 21.07.2018
Company Secretary/CFO	: Sri J M Panday
Bankers	: SYNDICATE BANK CORPORATION BANK INDIAN OVERSEAS BANK
Auditors	: M/s. Maiya & Maiya Chartered Accountants Vidyarathna Building UDUPI - 576 101
Registered Office	: 3rd Floor, Front Wing North Block, Manipal Centre 47, Dickenson Road Bangalore – 560042
Administrative Office	: Syndicate House 3rd Floor, Upendra Nagar MANIPAL – 576104
Share Transfer Agents	: M/s. Purva Sharegistry (India) Pvt Ltd. Unit Maha Rashtra Apex Corporation Ltd 9 Shiv Shakti Industrial Estate 7-B J R Boricha Marg Opp: Kasturba Hospital Lower Parel (E) MUMBAI-400 011

NOTICE

NOTICE is hereby given that the 74th Annual General Meeting of the members of MAHA RASHTRA APEX CORPORATION LIMITED will be held as follows:

Date: Friday, September 28, 2018 Time: 11.00 AM .

Venue: Sri T Ramesh Pai Memorial Hall at Kurlon Factory, Jalahalli Camp Road, Yashwantpur, Bengaluru – 560 022

The Agenda for the meeting is given below:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone and Consolidated Audited Financial Statement for The year ended 31st March, 2018 together with the Reports of the Board of Directors and Auditors thereon.
2. To ratify the appointment of M/s. Maiya & Maiya, Chartered Accountants as Statutory Auditors of the Company.

To consider and if thought fit to pass with or without modification the following resolution as an ordinary resolution.

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under, as amended from time to time, the Company hereby ratifies the appointment of M/s. Maiya & Maiya, Chartered Accountants (Registration No. 001944S) (who were appointed by the shareholders upto the conclusion of 78th AGM which is to be held in the year 2022) as Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of 78th Annual General Meeting at such remuneration as may be mutually agreed between the Board of Directors of the Company and Auditors”.

SPECIAL BUSINESS:

3. appointment of Mr. Aspi Nariman Katgara (DIN: 06946494) as Managing Director

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

“RESOLVED THAT pursuant to provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and in terms of Clause No. 73 of the Articles of Association, approval of the Company be and is hereby accorded to the appointment of Sri Aspi Nariman Katgara (DIN: 06946494) as the Managing Director of the Company for a period of 5 years from 22nd December, 2017 to 21st December, 2022 on such terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit and as may be acceptable to Sri Aspi Nariman Katgara (DIN: 06946494), subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds and actions as may be necessary to give effect to the above resolution.”

4. Appointment of Mr. Manjunath Manohar Singh (DIN 01111861) as a Non-Executive Director.

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) , Sri Manjunath Manohar Singh (DIN 01111861) who was appointed as an Additional Director of the Company by the Board of Directors, on

recommendation of Nomination and Remuneration Committee, with effect from 21st July, 2018 in terms of Section 161(1) of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 and who holds office up to the date of this Annual General Meeting of the Company, and in respect of whom the Company has received a Notice in writing from a member under the provisions of Section 160 of the Companies Act, 2013 proposing his candidature for the office of a Director be and is hereby appointed as a Director of the Company who shall be liable to retire by rotation.”

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total Share Capital of the Company. A member holding more than 10% (ten percent) of total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. Proxies in order to be effective should be duly completed stamped and must be deposited at the Company's Registered Office not less than 48 hours before the meeting time.
2. The Register of Members and share transfer books of the Company shall remain closed from Saturday 22.09.2018 to Friday, 28.09.2018 (both days inclusive) for the purpose of Annual General Meeting of the Company.
3. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of the item No. 3 and 4 is annexed thereto.
4. Members/Proxies should bring the enclosed Attendance Slip duly filled in, for attending the meeting.
5. A route map giving directions to reach the venue of the 74th Annual General Meeting is given at the end of the Notice.

Since Board of the Company comprised of Managing director and 3(three) Independent Directors with one Non-Executive Additional Director who is proposed to be regularised in this AGM therefore, there are no director(s) in the company who retires by rotation at the meeting henceforth details of the director(s) is not required to be given. In terms of Section 152 of the Act, in the notice of AGM Corporate members intending to send their authorised representative to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. Individual Shareholders can avail of the facility of nomination. The nominee shall be the person in whom all rights of transfer and/or amount payable in respect of the shares shall vest in the event of the death of the share holder(s). A minor can be a nominee provided the name of the guardian is given in the Nomination Form. The facility of nomination is not available to non-individual shareholders such as Bodies Corporate, Kartas of Hindu Undivided Families, Partnership Firms, Societies, Trusts and holders of Power of Attorney. For further details, please contact the Company's corporate office.
8. Members are requested to:
 - (a) intimate to the Company's Registrar and Share Transfer Agents, changes, if any, in their respective addresses along with Pin Code Number at an early date.
 - (b) Quote Folio Numbers in all their correspondence.
 - (c) Consolidate holdings into one folio in case of multiplicity of Folios with names in identical orders.
9. Queries on accounts and operations of the Company, if any, may please be sent to the Company at least seven days in advance of the meeting so that the information may be made readily available at the Meeting.
10. Relevant documents referred to in the Notice are open for inspection by the members at the Registered Office of the Company on all working days (i.e., except Saturdays, Sundays and Public Holidays) during business hours up to the date of the Meeting. The aforesaid documents will also be available for inspection by members at the Meeting

10. VOTING THROUGH ELECTRONIC MEANS:

In compliance with Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015, the Company is pleased to offer e-voting facility as an alternative mode of voting which will enable the members to cast their vote electronically. The members may cast their vote using an electronic voting system from a place other than the venue of the AGM ("remote e-voting"). Necessary arrangements have been made by the Company with Central Depository Services (India) Limited (CDSL) to facilitate e-voting.

The instructions for members for remote e-voting are as under:

- (i) The voting period begins on Tuesday September 25, 2018 at 9.00 a.m. (IST) and ends on Thursday, September 27, 2018 at 5.00 p.m. (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) Friday, September 21, 2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.
- (v) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) ● Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. The said sequence number will be the Demat/Folio no. of the respective shareholders.
DOB	● In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. ● If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v)

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
 - (xii) Click on the EVSN for the relevant 'MahaRashtra Apex Corporation Limited' on which you choose to vote.
 - (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
 - (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
 - (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
 - (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
 - (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
 - (xviii) If a demat account holder has forgotten the login password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 - (xix) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting through your mobile.
 - (xx) **Note for Non – Individual Shareholders and Custodians**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be emailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - (xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
11. Once the vote on a resolution is cast by the shareholder through remote e-voting, the shareholder shall not be allowed to change it subsequently.
 12. The voting right of the shareholders shall be in proportion to their shares in the paid up equity capital of the Company as on the cut-off date.
 13. A copy of this notice is placed on the website of the Company and the website of CDSL.
 14. Mr. Deepak Sadhu, Practicing Company Secretary (Certificate of Practice Number 14992) has been appointed as scrutinizer for conducting the e-voting in fair and transparent manner.
 15. The Scrutinizer shall after the conclusion of the voting at the AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make not later than 3 days of the conclusion of AGM, a consolidated Scrutinizer Report of the total votes cast in favour or



against, if any, to the Chairman or a person authorised by the chairman in writing, who shall countersign the same and declare the result of the voting forthwith.

16. The result declared along with the Scrutinizer Report shall be placed on the Company's website - www.maharashtraapex.com and the website of CDSL within two days of passing the resolutions at the AGM of the Company and communicated to Stock Exchanges where the shares of the Company are listed.

By Order of the Board,

Bengaluru
August 14, 2018

(K B Shetty)
Chairman
DIN-01451944

ANNEXURE TO NOTICE

Explanatory Statements under Section 102 (1) of the Companies Act, 2013.

Item No.3

Sri ASpi Nariman Katgara was appointed as a Managing Director with effect from 22nd December, 2017, for a period of 5 years.

Sri Aspi Nariman Katgara aged 64 years is M.Com, C.A.I.I.B with over 47 years of experience. Previously, he has served as a Managing Director Cum CEO of Zoroastrain Co-Operative Bank Ltd, a Multi-State Schedule Co-operative Bank. He is also on the Board of Polo Queen Industrial and Fintech Ltd as an Independent Director.

In view of the vast knowledge and expertise of Sri Aspi Nariman Katgara, the Board of Directors of the Company at its meeting held on 22nd December, 2017 has, appointed Sri Aspi Nariman Katgara as Managing Director, for a period of 5 years from 22nd December, 2017 subject to approval of the members.

It is proposed to seek the member's approval for the appointment of Mr. Aspi Nariman Katgara as Managing director of the Company for a period of five years.

Broad particulars of the terms of appointment and remuneration payable to Sri Aspi Nariman Katgara are as under:

- a. **Salary:** Rs.20,000/- p.m. with suitable annual increment as decided by the Board.
- b. **Conveyance Allowance:** Rs.5000/- p.m.
- c. **Medical Reimbursement:** For self and his family members, the total cost of which shall not exceed one month's salary in a year.
- d. **Leave Travel Concession:** Once in 2 years in accordance with Company's rules.
- e. **Leave:** On full pay and allowances in accordance with the rules of the Company.
- f. **Personal Accident Insurance:** Insurance coverage upto an extent of Rs.6 lakhs only.
- g. **Provident Fund:** Company's contribution to PF as per the applicable rules and norms.
- h. **Leave Encashment:** Encashment as per the rules of the Company
- i. **Car Facility:** Provision of a car with a Driver for Company's business purposes.
- j. **Telephone:** Provision of telephone at residence for business purposes.
- k. **Variation:** The terms and conditions as set out in the above resolution may be altered or varied from time to time by the Board with mutual consent of Sri Aspi Nariman Katgara provided it does not exceed the limits as specified in Schedule V of the Companies Act, 2013.

Statement showing the additional information as required to be given alongwith a Notice calling General Meeting as required under Section II, Part II of Schedule V to the Companies Act, 2013.

I. GENERAL INFORMATION

1. Nature of industry: Financial Activities.
2. Date of commencement of commercial production: 5th May, 1943
3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: N A

4. Financial performance based on given indicators: The financial performance of the Company in last three years is as under:

Financial Parameters	Year Ended as on		
	March 31, 2016	March 31, 2017	March 31, 2018
Total Income	863.53	555.65	728.48
Profit before exceptional items and tax	500.69	259.76	393.38
Net Profit/(Net Loss)	5953.03	2554.72	5193.67
Dividend %	Nil	Nil	Nil

5. Foreign investment or collaboration: Rs. Nil as on March 31, 2018.

II INFORMATION ABOUT THE APPOINTEE

- Background details: Name: Sri Aspi Nariman Katgara
 Father's Name: Sri Nariman Katgara
 Nationality: Indian
 Date of Birth: 30th August, 1953
 Qualifications: M.Com, C.A.I.I.B
 Experience: 47 years experience in Financial Sector as well as in administration
- Past remuneration: Rs. 1,00,000/- p m
- Recognition and awards: - NA
- Job profile and his suitability: Mr Aspi Nariman Katgara, as Managing Director will look after general administration, set goals and plans for reaching the goals and take care of the employees, protect shareholders interest and build assets of the Company.
- Remuneration proposed: The terms of the remuneration proposed to be paid to Sri Aspi Nariman Katgara have been specified in the Explanatory Statement as above.
- Comparative remuneration profile with respect to industry size of the company: Comparatively low.
- Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel: None

III OTHER INFORMATION

- During the year, Company had not carried out any business activities.
 At present Company's activities are restricted to recovery of Loans and advances. The Company is also concentrating on repayment of Deposit/Bonds as per the Scheme of arrangement/ restructure sanctioned by the Hon'ble High Court of Karnataka under Section 391, of the Companies Act, 1956.
- Steps taken or proposed to be taken for improvement: Company is trying to increase the income from properties. New business and enforcements can be planned only after paying deposit holders in full.
- Expected increase in productivity and profits in measurable terms: NA

This explanatory statement may also be read and treated as written memorandum setting out the terms of appointment of Sri Aspi Nariman Katgara in compliance with the requirements of Section 190 of the Companies Act, 2013.

Apart from Sri Aspi Nariman Katgara, none of the other Directors/Key Managerial Personnel of the Company / their relatives are in any way ,concerned or interested, financially or otherwise, in the resolution except to the extent of their shareholding. The Board commends the Special Resolution set out at Item No. 3 of the Notice for approval by the shareholders.

Item No.4

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Manjunath Manohar Singh (DIN-01111861) as an Additional Director of the Company, with effect from 21st July, 2018 in terms of Section 161 (1) of the Companies Act, 2013. Mr. Manjunath Manohar Singh holds office as an Additional Director upto the date of this Annual General Meeting. The Company has received a notice in writing from a member along with deposit of requisite amount under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company.



Mr. Manjunath Manohar Singh is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director

Mr Manjunath Manohar Singh is a IT Professional. He is an entrepreneur having 20 years of vast Experience in IT Sector. He has been building Companies since he was 18; this is his third stint as an entrepreneur. His offbeat approach to solve practical problems has resulted in many product ideas. He has Contagious Passion and unwavering commitment in taking the company to global heights, with such a dynamic individual at the helm the company is poised to make giant strides in the coming years. Presently he is on the Board of 3 Companies including M/s Integrated Risk Control Applications Private Limited ("IRCA") in which he acts as Managing Director.

Keeping in view his expertise and knowledge, the Board considers that his continued association would be of immense benefit to the Company and hence, it is desirable to appoint him as the Director of the Company liable to retire by rotation.

Apart from Mr. Manjunath Manohar Singh, none of the other Directors / Key Managerial Personnel of the Company/ their relatives are in any way, concerned or interested, financially or otherwise, in the resolution except to the extent of their shareholding.

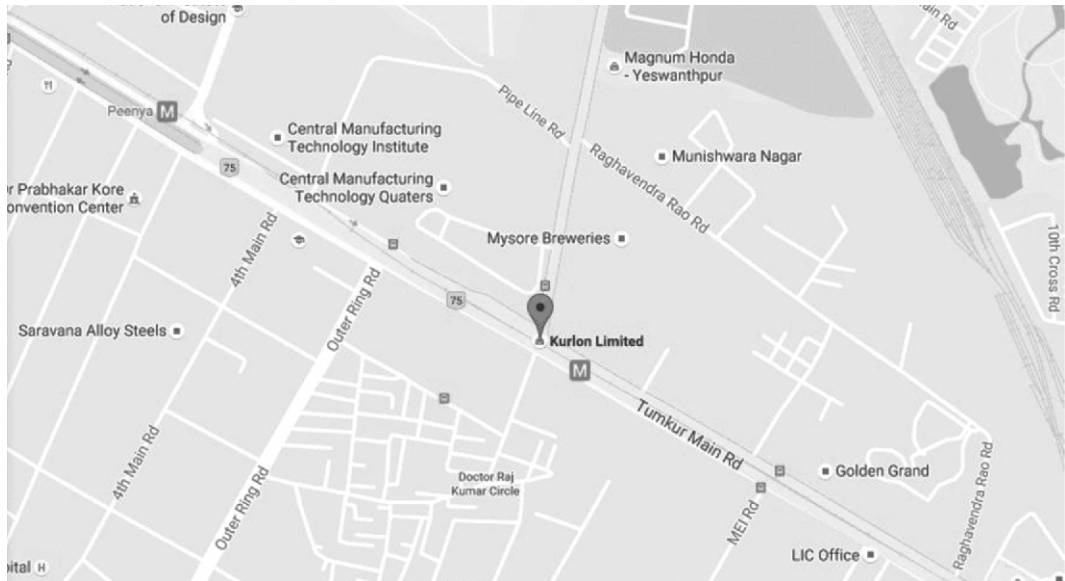
The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the shareholders.

Disclosure relating to Directors seeking appointment/re-appointment pursuant to Regulation 36 (3) of SEBI(Listing Obligations & Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standard 2 on General Meetings:

Particulars	Aspi Nariman Katgara	Manjunath Manohar Singh
Age	64 years	45
Qualification	M.Com, C.A.I.I.B	BE
Experience	over 47 years	20 years
Terms & Conditions of appointment/re-appointment	Terms and Conditions as set out in the Appointment Letter	N A
Remuneration to be paid	25,000.00	N A
Remuneration last drawn	1.00 lac pm	N A
Date of first appointment on Board	22.12.2017	21.07.2018
Shareholding in the Company	Nil	Nil
Relationship with other Directors/ Manager/Key Managerial Personnel	N A	N A
Number of Board Meetings attended	3	N A
Other Directorship	1. POLO QUEEN INDUSTRIAL AND FINTECH LIMITED 2. MANIPAL CAPITAL AND LEASING PRIVATE LIMITED	1. INTEGRATED RISK CONTROL APPLICATIONS PRIVATE LIMITED 2. FIKKA TECHNOLOGIES PRIVATE LIMITED 3. INFOTECH PRIVATE LIMITED
Other Membership / Chairmanship of Committees	1	1



Route Map to the venue of the 74th Annual General Meeting





DIRECTORS' REPORT

To the MEMBERS

Maha Rashtra Apex Corporation Limited

Your Directors have pleasure in presenting their Annual Report on the business and operation of the company and the accounts for the financial year ended 31st March, 2018.

1. FINANCIAL SUMMARY OR HIGHLIGHTS :

The financial summary for the year ended 31st March, 2018 along with the corresponding figures for the previous year are as under:-

Particulars	2017- 2018	2016- 2017
Revenue from operations	68,52,730.00	46,08,885.95
Other income	6,59,95,439.30	5,09,56,328.81
Sub total	7,28,48,169.30	5,55,65,214.76
Total expenses including depreciation and finance cost	3,35,10,085.96	2,95,88,985.41
Profit before tax & extraordinary & exceptional items	3,93,38,083.34	2,59,76,229.35
Exceptional items	81,21,700.43	1,89,42,868.10
Tax	77,85,000.00	-
Other Comprehensive income	47,96,91,728.55	21,05,52,879.52
Net profit	51,93,66,512.32	25,54,71,976.97

2. REVIEW OF OPERATION AND STATE OF COMPANY'S AFFAIRS:

During the year under review, the business operations of Company gave revenue of Rs. 728.48 lacs inclusive of fair value gain of ₹ 87.63 lacs arising out of adoption of IND AS 2015 & interest remission of Rs. 540.14 lacs. Fair value gain of unquoted investments gave additional revenue of Rs. 4796.92 under other comprehensive income. Consequently the net profit is Rs. 5193.67 lacs as compared to Rs. 2554.72 lacs in the previous year.

Pursuant to the cancellation of NBFC License by the Reserve Bank of India during the year 2002, the Company is not carrying out any activity as a Non Banking Financial Company and is under Scheme of Arrangement as approved by Hon'ble High Court of Karnataka under Section 391 of Companies Act 1956. Presently the company is engaged only in recovery of its assets and repayment of liabilities under the said arrangement.

3. RESERVE & SURPLUS:

The other comprehensive income of Rs. 4796.92 lacs has been transferred to the reserves for the year on 31st March, 2018 and balance of Rs. 396.75 lacs .is carried to retained earnings.

4. DIVIDEND

Though the financial results shows as profits which is arising out of interest remission and fair valuations of certain assets , which is notional in nature hence no dividend recommended by the Board.

5. SCHEME OF ARRANGEMENT AND PUBLIC DEPOSIT:

In terms of Scheme of arrangement sanctioned by the Hon'ble High Court of Karnataka, the Company has completed payment of three instalments. The payment of 4th instalment is in progress. The outstanding balance of Deposit/Bond was Rs. 3228.91 lacs as on 31st March, 2017 and Rs. 2816.55 lacs.as on 31st March, 2018.

During the year, Company has not taken any public deposit falling under the purview of Section 73 of the Companies Act, 2013.



6.CHANGE IN THE NATURE OF BUSINESS:

There is no change in the nature of the business of the Company during the year.

7. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

In accordance with the provisions of the Companies Act, 2013 Sri Aspi Nariman Katgara, was appointed as Managing Director and Sri Subbaram Gowda resigns for the post of Whole Time Director and continue as Director and Sri J M Panday appointed as Chief Financial Officer during the financial year.

DIN/PAN	Board of Directors and Key Managerial Personnel.	Designation
1451944	Kudi Bhoja Shetty	Chairman
6946494	Aspi Nariman Katgara	Managing Director wef 22.12.2017
46329	Subbaram Gowda	Director
1039656	Sevagoor Srinivas Kamath	Director
7133349	Jyothi Vishweshwaraiah Bhadravathi	Director
AACPP7417J	Jamsheed Minocher Panday	Chief Financial Officer/ Company Secretary

None of the Directors of the Company is disqualified under Section 164 of the Companies Act, 2013.

The Company is required to appoint Key Managerial Personnel under Section 203 of Companies Act 2013. Details are given below:

Sl. No	Name of the Key managerial personnel	DIN/PAN	Designation
01	SUBBARAM GOWDA	00046329	Whole time Director Upto 14.12.2017
02	ASPI NARIMAN KATGARA	06946494	Managing Director wef 22-12-2017
03	JAMSHEED MINOCHER PANDAY	AACPP7417J	Chief Financial Officer/ Company Secretary

8. Remuneration to Directors and other employees:

The Board is comprised of Managing Director, 1 non-executive director and 3 independent directors. Only Whole Time Director and Managing Director are paid remuneration and independent directors are not paid any remuneration.

A) Ratio of remuneration of director to the median remuneration of the employees:

Name of the director	Ratio to median remuneration of the employees
Sri Subbaram Gowda- Whole Time Director Upto 14.12.2017	1:1.81
Sri Aspi Nariman Katgara- Managing Director Wef 22-12-2017.	1:1.15

B) No percentage increase in remuneration has been made to Whole-time Director and Managing Director of your company for the year ended March 2018.

C) Percentage increase in median remuneration of the employees for the year ended March 2018:Nil

- D) Number of permanent employees on the rolls: 30
- E) Average percentile increase already made in the salaries of employees and comparison with managerial remuneration and justification thereof and exceptional circumstances for increase in the managerial remuneration: Due to on-going arrangement under Section 391 of Companies Act 1956 under the order of Honourable High Court of Karnataka, the Whole-time Director and Managing Director are drawing minimum salary compared to industry standards.
- F) The remuneration is as per remuneration policy of the company.
 The statement containing particulars of employees as required under section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report. Further, the report and the accounts are being sent to the members excluding the aforesaid annexure. In terms of section 136 of the Act, the said annexure is open for inspection at the Registered Office of the Company. Any shareholder interested in obtaining a copy of the same may write to the Company Secretary.

Under Section 197(14) of Companies Act 2013, it is hereby informed that none of the directors are in receipt of commission from the company / from holding / subsidiary company.

9. SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANY:

Sl.No	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE
1	Maharashtra Apex Asset Management Company Limited	U85110KA1995PLC016881	Subsidiary
2	Eldorado Investments Company Private Limited	U65910MH1986PTC039904	Subsidiary
3	Crimson Estate & Properties Private Limited	U7010MH1987PTC042955	Subsidiary
4	Kurlon Limited	U17214KA1962PLC001443	Associate
5	Rajmahal Hotels Limited	U55101KA1976PLC003035	Associate
6	Mangala Investments Limited	U65993KA1979PLC003652	Associate
7	Manipal Home Finance Limited	U85110KA1994PLC016671	Associate
8	Manipal Springs Limited	U29309KA1984PLC005964	Associate

The Company has Subsidiary and Associate Companies. Details are given below:
 There is no Joint venture for the Company.

No company became or ceased to be subsidiary/associate or joint venture during the financial year 2017-18

Pursuant to Section 129(3) of the Companies Act, 2013 the salient features of financial Statement of Subsidiaries and Associate Companies in Form AOC-1 as 'Annexure I' to this report.

10. INTERNAL FINANCIAL CONTROL:

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the design or operation was observed.

11. MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

No material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which these financial statements relate on the date of this report.

12. MEETINGS:

During the financial year ended 31.03.2018, Eight Board Meetings were held .These meetings were held on 26th May, 2017, 14th August, 2017, 13th September, 2017 14th December, 2017, 22nd December, 2017, 13th February, 2018, 2nd March, 2018 and 7th March, 2018. The attendance of the directors is provided in the corporate governance report enclosed to this.

13. INDEPENDENT DIRECTORS

The Company has appointed independent directors in terms of Section 149(4) read with Rule 4 of Companies (Appointment and Qualification of Directors) Rules, 2014. The Company has received necessary declarations from the Independent Directors confirming their Independence. There has been no re-appointment of independent director during the year.

14. CORPORATE GOVERNANCE:

As required under Regulation 34(3) read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a detailed Report on Corporate Governance is enclosed. A Certificate from the Auditors regarding compliance of the conditions of Corporate Governance is made as part of this Report.

15. RISK MANAGEMENT POLICY :

Pursuant to Scheme of Arrangement, sanctioned by the High Court of Karnataka, to repay the deposit liabilities and also in compliance of RBI restrictions, the Company focused only on recovery of loans and repayment of deposits. At present the risk is associated with this activity and all efforts are on to manage the delay and shortfall in instalment payments and assessment of its impact on the Company.

16. POLICIES ON DIRECTOR'S APPOINTMENT AND REMUNERATION:

The Company is covered under Section 178(1) of Companies Act 2013 read with Rule 6 of Companies (Meeting of Board and its Powers) Rules 2014. Accordingly Section 134(3)(e) of the Act requires the Company to disclose policy on director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and matters relating to remuneration for directors, key managerial personnel and employees. The highlights of the said policy is provided hereunder:

- The policy is recommended by Remuneration Committee and approved by the Board
- The policy provides for criteria for appointment / continuation of appointment of directors on the basis of requirements of Companies Act 2013 and Rules made thereunder
- The policy also specifies minimum - qualification, experience and other attributes
- The policy lays down criteria for evaluation of performance of board, committees and individual directors (as elaborated under separate heading in this report)
- Other matters like criteria for removal of directors, components of remuneration...etc are specified by the policy.

17. CONSTITUTION OF NOMINATION AND REMUNERATION COMMITTEE AND AUDIT COMMITTEE AND STAKEHOLDER RELATIONSHIP COMMITTEE :

The Company is required to constitute a Nomination and Remuneration Committee, Audit committee and Stakeholders Relationship Committee under section 178(1), 177 & 178(5) respectively of the Companies Act, 2013 and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014. Consequently disclosure pertaining to composition thereof and their recommendations are covered in Corporate Governance Report. During 2017-18, all recommendations of Audit Committee are accepted by the board. The company has adopted vigil mechanism and the same is available on the website of the company.

18. FORMAL ANNUAL EVALUATION

The Company is covered under Section 134(3)(p) read with Rule 8(4) of Companies (Accounts) Rules 2014. Accordingly formal annual evaluation of performance of Board, committees and individual directors have been conducted by the Nomination & Remuneration Committee in the following manner:

- The evaluation is done internally
- The evaluation is done on the basis of inputs received from the directors regarding the performance of board & committees as a whole and also of director in individual capacity. Specific inputs have been collected from Independent Directors regarding performance of Whole-time Director.

- Broad parameter for board performance have been the efficiency to guide the company through the process of recovering the assets and paying-off liabilities under the scheme of arrangement approved by Honourable High Court of Karnataka under Section 391 of Companies Act 1956. Supplementary parameter is exploring opportunities for bringing new business opportunities for the company. Specific parameter for Whole-time Director is achievement of targets on the said recoveries and payments. Specific parameter for independent directors is attendance at board / committee meetings and providing independent judgements on the board decisions. Specific parameter for committees is execution of their terms of reference.

19. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

During the year, the Company has not given any loans, provided any securities or guarantee to any persons within the meaning of Section 186 of the Companies Act, 2013.

The investments as on 31.03.2018 are provided under schedule 5(b) to the balance sheet.

20. CORPORATE SOCIAL RESPONSIBILITY:

The provisions of Section 135, Corporate Social Responsibility is not applicable to the company.

21. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO:

The information relating to energy conservation, technology absorption and research & development pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is as follows:

A. Conservation of Energy-

I	Steps taken or impact on conservation of energy	Tungsten & fluorescent bulbs are replaced by LED bulbs.
II	Steps taken by the Company for utilizing alternate sources of energy:	Roof top Solar heaters installed to heat water for lodge use.
III	Capital investment on energy conservation equipments	No Capital expenditure. Bulb cost written off as expenditure

B. Technology absorption:-

- Efforts made towards technology absorption: Nil**
- Benefits derived like product improvement, cost reduction, product development or import substitution: Nil**
- Imported technology (imported during the last three years reckoned from the beginning of the financial year):**
 - Details of technology imported - No technology was imported during the year.
 - Year of import - Not Applicable
 - Whether the technology been fully absorbed- Not Applicable
 - If not fully absorbed, areas where absorption has not taken place, and the reasons thereof - Not Applicable
- Expenditure incurred on Research and Development** - Your Company is predominantly a service provider and is not required to set up a formal R&D unit.

C. During the year 2017-18, there has been no foreign exchange earnings or outgo.

22. SHARE CAPITAL:

- Issue of equity shares with differential rights: None
- Issue of sweat equity shares: None
- Issue of employee stock options: None
- Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees: None
- Redemption of securities: None

23. DIRECTORS' RESPONSIBILITY STATEMENT:

In accordance with the provisions of section 134(5) the Board confirm and submit the Directors' Responsibility Statement that:—

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the loss of the company for that period;
- (c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The directors had prepared the annual accounts on a going concern basis;
- (e) The directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- (f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively

24. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

The particulars of every contract or arrangement entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto has been disclosed in Form No. AOC -2 as 'Annexure II'.

25. INDIAN ACCOUNTING STANDARDS:

The Ministry of Corporate affairs (MCA) vide its notification dated February 16, 2015 notified the Indian Accounting Standards (IND AS) applicable to certain class of Companies. Ind AS has replaced the existing Indian GAAP prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules 2014.

The Company has adopted Indian Accounting Standard (IND AS) as notified by the Ministry of Corporate affairs with effect from 1st April, 2017 with a transaction date of 1st April 2016. These financial statements for the year ended 31st March, 2018 are the first financial statements the Company has prepared under Ind AS. For all periods up to and including the year ended 31st March, 2017, the Company prepared the financial statements in accordance with the accounting standards notified under the Section 133 of the Companies Act, 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Previous GAAP)

The adoption of Ind AS has been carried out in accordance with IND AS 101, First-time adoption of Indian Accounting Standards. Ind AS 101 requires that all Ind AS standards and interpretations that are issued and effective for the first Ind AS financial statements be applied retrospectively and consistently for all financial years presented. Accordingly, the Company has prepared financial statements which comply with Ind AS for year ended 31st March, 2018 together with the comparative information as at and for the year ended 31st March, 2017 and the opening Ind AS Balance Sheet as at 1st April 2016, the date of transaction to Ind AS"

26. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS OF THE COMPANY:

During the year under review there has been no such significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

27. REPORTING OF FRAUD:

The auditor of the company has not reported any fraud under Section 143(12) read with Rule 13 of Companies (Audit & Auditors) Rules 2014

28. EXTRACT OF ANNUAL RETURN: {Section 134(3)(a)}

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014 an extract of annual return in **Form MGT- 9** as a part of this Annual Report is annexed as '**Annexure III**'.



29. DISCLOSURE PURSUANT TO SECTION 22 OF SEXUAL HARASSMENT OF WOMAN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redressal) Act, 2013 requires every employer to comply with its provisions and make a disclosure of the number of cases occurring under the Act pursuant to Section 22. Your Board confirms that no complaints/cases have been filed / are pending with the Company during the year.

30. AUDITORS AND THEIR REPORT:

Maiya & Maiya, Chartered Accountants, Udupi, the statutory auditor of the company were appointed in for a term of five years . The said appointment however shall be subject to ratification by the shareholders at every annual general meeting. Accordingly it is proposed to ratify the appointment of Maiya & Maiya, Chartered Accountants, Udupi, as statutory auditor of the company

The report of the statutory auditor for the financial year 2017-18 is circulated to the members along with financials for the said period.

The provisions of Section 204 regarding Secretarial Audit are applicable to the company and accordingly Secretarial Audit Report is enclosed to this report as 'Annexure IV'. Qualifications by Secretarial Auditor is answered in the annexure to this report.

31. ACKNOWLEDGEMENTS:

The directors place on record their sincere appreciation for the assistance and co-operation extended by Bank, its employees, its investors and all other associates and look forward to continue fruitful association with all business partners of the company.

For and on behalf of the Board

For Maha Rashtra Apex Corporation Limited

K B Shetty
Chairman
DIN: 01451944

Place: Bengaluru
Date: 14th August 2018

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries or associate companies or Joint ventures

Part A subsidiaries

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

₹ in lakhs

Particulars	Maharashtra Apex Asset Management Company Limited	Eldorado Investments Company Private Limited	Crimson Estate & Properties Private Limited
Relation	Subsidiary	Subsidiary	Subsidiary
The date since when subsidiary was acquired	2002	2002	2002
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA	NA	NA
Reporting currency and exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	INR	INR	INR
Share capital	502.58	100.00	180.00
Reserves and surplus	(252.99)	207.68	(68.27)
Total assets	311.19	325.47	126.86
Total Liabilities	311.19	325.47	126.86
Investments	73.93	0.00	19.00
Turnover	278.26	12.21	0.22
Profit/loss before taxation	(9.01)	4.03	9.78
Excess/(short) Provision for taxation	0.00	(0.52)	(0.89)
Profit/loss after taxation	(9.01)	3.51	8.89
Proposed Dividend	0.00	0.00	0.00
Extent of shareholding (in percentage)	99.99	81.00	99.99

Notes:

- Names of subsidiaries which are yet to commence operations: NONE
- Names of subsidiaries which have been liquidated or sold during the year: NONE

Part B Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures.

Name of Associates or Joint Ventures	Kurlon Limited	Rajmahal Hotels Limited	Mangala Investments Limited	Manipal Home Finance Limited	Manipal Springs Limited
Relationship	Associate	Associate	Associate	Associate	Associate
Latest audited Balance Sheet Date	31.03.2018	31-03-2018	31-03-2018	31-03-2018	31-03-2018
Date on which the Associate or Joint Venture was associated or acquired.	2004	1996	2002	2013	
No. Shares of Associate or Joint Ventures held by the company on the year end	5693020	36368	58436	895000	33990
Amount of Investment in Associates or Joint Venture	1726.06	0.76	1.50	89.77	34.16
Extent of Holding (in percentage)	38.00	29.44	28.14	38.11	22.97
Description of how there is significant influence	Note –A	Note –A	Note –A	Note –A	Note –A
Reason why the associate/ joint venture is not consolidated	N A	N A	N A	N A	N A
Net worth attributable to shareholding as per latest audited Balance Sheet	48504.37	45.28	1522.74	863.03	-1134.59
Profit or Loss for the year:	9111.69	2.44	565.99	109.54	27.78
i. Considered in Consolidation	Yes	Yes	Yes	Yes	Yes
ii. Not Considered in Consolidation					

Notes:

- A. There is significant influence due to percentage (%) of Share Capital.
- Names of associates or joint ventures which are yet to commence operations: NONE
 - Names of associates or joint ventures which have been liquidated or sold during the year: NONE

Annexure II

Form No. AOC-2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis: NONE

2. Details of material contracts or arrangement or transactions at arm's length basis: NONE

Note: The company has entered into transaction with M/s Kurlon Limited (Associate Company) for sale of property situated at Yashwanthpur, Bangalore. The said transaction is as per the order of Honourable Karnataka High Court on 25.05.2012 – as a part of on-going scheme of arrangement with depositors

For and on behalf of the Board

Maha Rashtra Apex Corporation Limited

K B Shetty

Chairman

DIN: 01451944

Place: Bengaluru

Date: 14th August 2018

ANNEXURE- III

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
 as on the financial year ended on 31st March 2017
 [Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies
 (Management and Administration) Rules, 2014]

I. Registration and other details:

(i)	CIN	L85110KA1943PLC001177
(ii)	Registration Date	26.04.1943
(iii)	Name of the Company	Maharashtra Apex Corporation Limited
(iv)	Category / Sub-Category of the Company	Indian Non-Government Company
(v)	Address of the registered office and contact details	3rd Floor, Front Wing North Block, Manipal Centre 47, Dickenson Road Bangalore-560042 Karnataka
(vi)	Whether listed company Yes / No	Yes
(vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s. Purva Sharegistry (India) Pvt. Ltd. 9, Shiv Shakti Industrial Estate 7-B J R Boricha Marg Opp: Kasturba Hospital Lower Parel (E) MUMBAI -400 011

II. Principal business activities of the company (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

SN	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1.	None		

III. Particulars of Holding, Subsidiary and Associate Companies (No. of companies for which information is being filled)

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE	%of the Shares held	Applicable Section
01	Maharashtra Apex Asset Management Company Limited Add: G5, Ground Floor, Brigade Links Apts, Seshadripuram, Bangalore – 560020	U85110KA1995PLC016881	Subsidiary	99.99	2(87)
02	Eldorado Investments Company Private Limited Add: 504, Vardaman, Chambers, 17/G, CawasjiPatel Street, Fort, Mumbai – 400 023	U65910MH1986PTC039904	Subsidiary	81.00	2(87)
03	Crimson estate & properties Private Limited Add: 315, Dalamal Towers, Nariman Point, Mumbai – 400021	U7010MH1987PTC042955	Subsidiary	99.99	2(87)
04	Kurlon Limited Add: N-301, 3 rd Floor, North Block, Front Wing, Manipal Centre, 47, Dickenson Road, Bangalore - 560042	U17214KA1962PLC001443	Associate	38.00	2(6)
05	Rajmahal Hotels Limited Add: Syndicate House, Upendra Nagar, Manipal, Karnataka – 576 104	U55101KA1976PLC003035	Associate	29.44	2(6)
06	Mangala Investments Limited Add: Syndicate House, Upendra Nagar, Manipal, Karnataka – 576 104	U65993KA1979PLC003652	Associate	28.14	2(6)
07	Manipal Home Finance Limited Add: N-301, 3 rd Floor, North Block, Front Wing, Manipal Centre, 47, Dickenson Road, Bangalore - 560042	U85110KA1994PLC016671	Associate	46.50	2(6)
08	Manipal Springs Limited Add: 131-A, Industrial Area, Baikampady, Mangalore- 575011	U29309KA1984PLC005964	Associate	22.97	2(6)

IV.SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year 31/03/2017				No. of Shares held at the end of the year [As on 31/03/2018)			% Change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter's									
(1) Indian									
(g) Individuals/ HUF	1970925	706699	2677624	18.92	1974063	703561	2677624	18.92	0.01
(h) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
(i) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
(j) Bodies Corp.	5084462	907533	5991995	42.35	5990759	3022	5993781	42.36	0.03
(k) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
(l) Any Other....									
* DIRECTORS	0	0	0	0.00	0	0	0	0.00	0.00
* DIRECTORS RELATIVES	0	0	0	0.00	0	0	0	0.00	0.00
* PERSON ACTING IN CONCERN	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total (A)(1):-	7055387	1614232	8669619	61.27	7964822	706583	8671405	61.28	0.04
(2) Foreign									
(a) NRI Individuals	0	0	0	0.00	0	0	0	0.00	0.00
(b) Other Individuals									
(c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
(d) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
(e) Any Other....									
Sub Total (A)(2):-	0	0	0	0.00	0	0	0	0.00	0.00
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	7055387	1614232	8669619	61.24	7964822	706583	8671405	61.28	0.04
B. Public Shareholding									
(1) Institutions									
(a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
(b) Banks FI	480	399	879	0.01	480	399	879	0.01	0
(c) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
(d) State Govet(s)	0	0	0	0.00	0	0	0	0.00	0.00
(e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
(g) FIs	0	0	0	0.00	0	0	0	0.00	0.00
(h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(i) Others (specify)									
* U.T.I.	0	0	0	0.00	0	0	0	0.00	0.00
* FINANCIAL INSTITUTIONS	0	0	0	0.00	0	0	0	0.00	0.00
* I.D.B.I.	0	0	0	0.00	0	0	0	0.00	0.00
* I.C.I.C.I.	0	0	0	0.00	0	0	0	0.00	0.00
* GOVERNMENT COMPANIES	0	0	0	0.00	0	0	0	0.00	0.00
* STATE FINANCIAL CORPORATION	0	0	0	0.00	0	0	0	0.00	0.00
* QUALIFIED FOREIGN INVESTOR	0	0	0	0.00	0	0	0	0.00	0.00

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2017]				No. of Shares held at the end of the year [As on 31-March-2018]			% Change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
* ANY OTHER	0	0	0	0.00	0	0	0	0.00	0.00
* OTC DEALERS									
(BODIES CORPORATE)	0	0	0	0.00	0	0	0	0.00	0.00
* PRIVATE SECTOR BANKS	400	0	400	0.00	400	0	400	0.00	0.00
Sub-total (B)(1):-	880	399	1279	0.01	880	799	1679	0.01	0
(2) Non-Institutions									
(a) Bodies Corp.									
(i) Indian	298558	12647	311205	2.2	266653	12547	279200	1.97	-0.2
(ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
(b) Individuals									
(l) Individual shareholders holding nominal share capital upto Rs. 1 lakh	1062835	3011254	4074089	28.79	1092544	2680886	3773430	26.67	-2.07
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	483156	473960	957116	6.76	597719	485230	1082949	7.65	0.89
(c) Others (specify)									
* IEPF	0	0	0	0	0	0	0	0	0
* LLP	0	0	0	0	0	0	0	0	0
* FOREIGN NATIONALS	0	0	0	0	0	0	0	0	0
* QUALIFIED FOREIGN INVESTOR	0	0	0	0	0	0	0	0	0
* ALTERNATE INVESTMENT FUND	0	0	0	0	0	0	0	0	0
N.R.I.	33430	249	33679	0.24	254297	249	254546	1.8	1.56
* FOREIGN CORPORATE BODIES	0	0	0	0	0	0	0	0	0
* TRUST	2192	2000	4192	0.03	2340	2000	4340	0.03	0
* HINDU UNDIVIDED FAMILY	35309	0	35309	0.25	67317	0	67317	0.48	0.23
* EMPLOYEE	0	0	0	0	0	0	0	0	0
* CLEARING MEMBERS	63612	0	79125	0.56	15234	0	15234	0.11	-0.45
* DEPOSITORY RECEIPTS	0	0	0	0	0	0	0	0	0
* OTHER DIRECTORS & RELATIVES	0	0	0	0	0	0	0	0	0
* MARKET MAKERS	0	0	0	0	0	0	0	0	0
Sub-total (B)(2):	1979092	3500110	5479202	38.72	2296104	3180912	5477016	38.71	-0.04
Total Public Shareholding (B) = (B) (1)+(B)(2)	1979972	3500110	5480082	38.76	2296984	3181711	5478695	38.72	-0.04
C. TOTSHR held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
GrandTotal(A + B + C)	9035359	5114741	14150100	100	10261806	3888294	14150100	100	0
Other									

B) Shareholding of Promoter-

S.N	Shareholder's Name	Shareholding at the beginning of the year 31-03-2017			Share holding at the end of the year 31-03-2018			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	SHANTI RAMESH PAI	386110	2.73	0		0	0	-2.73
2	RAMESH U PAI T	7085	0.05	0	0	0	0	-0.05
3	MANIPAL HOLDINGS PRIVATE LIMITED	2488875	17.59	0	2488875	17.59	0	0
4	METROPOLIS BUILDERS PVT LTD	1888364	13.35	0	1890150	13.36	0	0.01
5	JAYA SUDHAKAR PAI	1627365	11.5	0	1627365	11.5	0	0
6	CHITRAKALA INVESTMENT TRADE & BUSINESS F	906297	6.4	0	906297	6.4	0	0
7	MANGALA INVESTMENTS LIMITED	670000	4.73	0	670000	4.73	0	0
8	TONSE SUDHAKAR PAI	391198	2.76	0	391198	2.76	0	0
9	SHEELA PAI	265184	1.87	0	265184	1.87	0	0
10	GENERAL INVESTMENT AND COMMERCIAL CORPORATION LTD	38059	0.27	0	38059	0.27	0	0
11	VARADA S PRABHU	562	0	0	562	0	0	0
12	EFFICIENT MANAGEMENT SERVICES (P) LTD	400	0	0	400	0	0	0
13	TONSE SATISH UPENDRA PAI	120	0	0	120	0	0	0
14	T SUDHAKAR PAI (TRUSTEE) TRUST FOUNDATION	0	0	0	393195	2.78	0	2.78

C) Change in Promoter's Shareholding:

SI No.		Share Holding at the beginning of the year 31/03/2017		Cumulative Shareholding during the year 31/03/2018		Type
		No. of Shares	% of Total Shares of the company	No. of Shares	share holding during the year	
1	MANIPAL HOLDINGS PRIVATE LIMITED	2488875	17.59			
	31-03-2018		0.00	2488875	17.59	
2	METROPOLIS BUILDERS PVT LTD	1888364	13.35			
	16-06-2017	1786	0.01	1890150	13.36	Buy
	31-03-2018		0.00	1890150	13.36	
3	JAYA S PAI	1627365	11.5	0.00		
	31-03-2018		0.00	1627365	11.5	

SI No.		ShareHolding at the beginning of the year 31/03/2017		Cumulative Shareholding during the year 31/03/2018		Type
		No. of Shares	% of Total Shares of the company	No. of Shares	share holding during the year	
4	CHITRAKALA INVESTMENT TRADE & BUSINESS F	906297	6.4		0.00	
	31-03-2018		0.00	906297	6.4	
5	MANGALA INVESTMENTS LIMITED	670000	4.73	0.00		
	31-03-2018		0.00	670000	4.73	
6	T SUDHAKAR PAI	391198	2.76	0.00		
	31-03-2018		0.00	391198	2.76	
7	SHANTI RAMESH PAI	386110	2.73	0.00		
	31-03-2018	-386110	-2.73	0.00	0.00	Sell
	31-03-2018		0.00	0.00	0.00	
8	SHEELA PAI	265184	1.87	0.00		
	31-03-2018		0.00	265184	1.87	
9	GENERAL INVESTMENT AND COMMERCIAL CORPORATIONLTD	38059	0.27		0.00	
	31-03-2018		0.00	38059	0.27	
10	RAMESH U PAI T	7085	0.05		0.00	
	09-03-2018	-7085	-0.05	0.00	0.00	Sell
	31-03-2018		0.00	0.00	0.00	
11	VARADA S PRABHU	562	0.00		0.00	
	31-03-2018		0.00	562	0.00	
12	EFFICIENT MANAGEMENT SERVICES (P) LTD	400	0.00		0.00	
	31-03-2018		0	400	0.00	
13	TONSE SATISH UPENDRA PAI	120	0.00		0.00	
	31-03-2018		0.00	120	0.00	
14	T SUDHAKAR PAI (TRUSTEE) TRUST FOUNDATION	0.00		0.00	0.00	
	09-03-2018	7085	0.05	7085	0.05	Buy
	31-03-2018	386110	2.73	393195	2.78	Buy
	31-03-2018		0.00	393195	2.78	

D. Sharedholding Pattern of top ten Shareholders:

Sl No.		ShareHolding at the beginning of the year 01/04/2017		Cumulative Shareholding during the year 31/03/2018		Type
		No. of Shares	% of Total Shares of the company	No. of Shares	% change in share holding during the year	
1	GOKULDAS HEGDE	192985	1.36			
	31-Mar-18			192985		
	1.36					
2	MANIPAL HOME FINANCE LIMITED	141700	1.00		0.00	
	31-03-2018		0.00	141700	1.00	
3	D VEERENDRA HEGDE	88320	0.62		0.00	
	31-03-2018		0.00	88320	0.62	
4	PARAS N BERAVALA	76000	0.54		0.00	
	16-02-2018	-9599	-0.07	66401	0.47	Sell
	23-02-2018	-1200	-0.01	65201	0.46	Sell
	31-03-2018		0.00	65201	0.46	
5	DAVE AJAY GIRISHCHANDRA	68000	0.48		0.00	
	02-02-2018	-1000	-0.01	67000	0.47	Sell
	16-02-2018	-3000	-0.02	64000	0.45	Sell
	23-02-2018	-4000	-0.03	60000	0.42	Sell
	02-03-2018	-1000	-0.01	59000	0.42	Sell
	09-03-2018	-1000	-0.01	58000	0.41	Sell
	31-03-2018		0.00	58000	0.41	
6	SHILPA PAI	64285	0.45		0.00	
	31-03-2018		0.00	64285	0.45	
7	NITIN GAJANANRAO KHOT	61650	0.44		0.00	
	16-03-2018	26130	0.18	87780	0.62	Buy
	31-03-2018		0.00	26130	0.18	
8	T G SREENIVASAN NAIR	38610	0.27		0.00	
	31-03-2018		0.00	38610	0.27	
9	SANDEEP DIPAK RANDERY	37546	0.27		0.00	
	14-04-2017	-2000	-0.01	35546	0.25	Sell
	09-02-2018	-4000	-0.03	31546	0.22	Sell
	02-03-2018	-2000	-0.01	29546	0.21	Sell
	31-03-2018		0.00	29546	0.21	
10	MAHESH RAMDAS KANANI	32685	0.23		0.00	
	19-05-2017	-685	0.00	32000	0.23	Sell
	09-06-2017	1596	0.01	33596	0.24	Buy
	21-07-2017	5623	0.04	39219	0.28	Buy
	28-07-2017	2763	0.02	41982	0.03	Buy
	04-08-2017	237	0.00	42219	0.03	Buy
	18-08-2017	2936	0.02	45155	0.32	Buy
	25-08-2017	6334	0.04	51489	0.36	Buy
	08-09-2017	660	0.00	52149	0.37	Buy

SI No.		ShareHolding at the beginning of the year 01/04/2017		Cumulative Shareholding during the year 31/03/2018		Type
		No. of Shares	% of Total Shares of the company	No. of Shares	% change in share holding during the year	
	24-11-2017	440	0.00	52589	0.37	Buy
	25-01-2018	-589	0.00	52000	0.37	Sell
	02-02-2018	3500	0.02	55500	0.39	Buy
	09-02-2018	1000	0.01	56500	0.04	Buy
	16-02-2018	-3000	-0.02	53500	0.38	Sell
	23-02-2018	-2500	-0.02	51000	0.36	Sell
	09-03-2018	100	0.00	51100	0.36	Buy
	16-03-2018	-1840	-0.01	49260	0.35	Sell
	23-03-2018	1000	0.01	50260	0.36	Buy
	29-03-2018	740	0.01	51000	0.36	Buy
	31-03-2018		0.00	51000	0.36	

E) Shareholding of Directors and Key Managerial Personnel:

Sl.No	For each of Directors and KMP	Shareholding at the beginning of the year	% of the total shares of the Company	Share holding at the end of the year	% of the total shares of the Company
1	Sri S R Gowda	800	0.00	800	0.00
2	Sri K B Shetty	0	0.00	0	0.00
3	Sri S S Kamath	400	0.00	50	0.00
4	Smt Jyothi V B	0	0.00	0	0.00

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	3228.91	561.81	-	3790.72
ii) Interest due but not paid	3873.58	-	-	3873.58
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	7102.49	561.81		7664.30
Change in Indebtedness during the financial year				
# Addition	-	-	-	-
# Reduction	819.77	-	-	819.77
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount	2816.55	561.81	-	3378.36
ii) Interest due but not paid	3466.17	-	-	3466.17
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	6282.72	561.81	-	6844.53

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

SN.	Particulars of Remuneration	Name of Whole Time Director	Name of Managing Director	Total Amount
		Sri S R Gowda Upto 14.12.2017	Sri Aspi Nariman Katgara w e f 22.12.2017	
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	3,83,246.00 0.00 0.00 0.00	93,542.00 0.00 0.00 0.00	4,76,788.00 0.00 0.00 0.00
2	Stock Option	0.00	0.00	0.00
3	Sweat Equity	0.00	0.00	0.00
4	Commission-as % of profit - others, specify...	0.00	0.00	0.00
5	Others, please specify Total (A)	0.00 3,83,246.00	0.00 93,542.00	4,76,788.00
	Ceiling as per the Act	₹60 lacs p.a.		

*The ceiling as per the Act is not applicable since the company has not commenced business and consequently the remuneration is paid in absence of profits. Compliance with Rule 7(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Section II of Part II of Schedule V of the Companies Act 2013

B. Remuneration to other directors:

SN.	Particulars of Remuneration	Name of Directors				Total Amount
		Sri K B Shetty	Sri S S Kamath	Smt Jyothi V B	Sri S R Gowda	
1.	Independent Directors					
	Fee for attending board committee meetings	16,000.00	16,000.00	16,000.00	0.00	48,000.00
	Commission	0.00	0.00	0.00	0.00	0.00
	Others, please specify	0.00	0.00	0.00	0.00	0.00
	Total (1)	16,000.00	16,000.00	16,000.00	0.00	48,000.00
2.	Other Non-Executive Directors					
	Fee for attending board committee meetings	0.00	0.00	0.00	8,000.00	8,000.00
	Commission	0.00	0.00	0.00	0.00	0.00
	Others, please specify	0.00	0.00	0.00	0.00	0.00
	Total (2)	0.00	0.00	0.00	8,000.00	8,000.00
	Total Managerial Remuneration	16,000.00	16,000.00	16,000.00	8,000.00	56,000.00
	Overall Ceiling as per the Act	NA				

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

SN.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary			0.22 lacs	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission - as % of profit others, specify...				
5	Others, please specify				
	Total			0.22 lacs	

XII. Penalties / punishment/ compounding of offences: None

For and on behalf of the Board

Maha Rashtra Apex Corporation Limited

K B Shetty
 Chairman
 DIN: 01451944

Place: Bengaluru
 Date : 14th August 2018

Annexure IV

**Form No. MR-3
SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED 31.03.2018

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

**SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31.03.2018**

To,
The Members,
Maha Rashtra Apex Corporation Limited
Manipal

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Maha Rashtra Apex Corporation Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my/our opinion, the company has, during the audit period covering the financial year ended on 31.03.2018 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I/we have examined the books, papers, minute books, forms and returns filed and other records maintained by the company for the financial year ended on 31.03.2018 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- ~~(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;~~
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - ~~(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;~~
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - ~~(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;~~
and

- (h) ~~The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;~~
 (I) ~~The Securities and Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015~~
 (vi) ~~Other Labour, Industrial and Environmental laws as applicable to the company~~
 I/we have also examined compliance with the applicable clauses of the following:
 (i) ~~Secretarial Standards issued by The Institute of Company Secretaries of India.~~
 (ii) ~~The Listing Agreements entered into by the Company with Bombay Stock Exchange and National Stock Exchange, if applicable;~~

(The struck-off items above are not applicable to the company)

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

1. Financials of associate companies are not consolidated with company's financial statements
2. The preference shareholders are part of the scheme of arrangement. However, no immunity from this section is obtained by any interim order of Karnataka High court and the company has also not allowed voting rights as per the section.
3. The company has not intimated the details of KMP assigned to determine materiality of events, provided to stock exchange
4. Company's website does not include certain disclosures mandated under Company Laws & Securities Laws
5. The company has not disclosed cumulative impact of modified opinion and note on addressing the same - in the annual report for the year ended 31.03.2017
6. Promoter & promoter group shareholding is not 100% in demat
7. The company has subsisting lease with Managal Investment Limited and Rajmahal Hotels Limited. In the absence of lease agreement / board approval / shareholders approval / disclosure in Form AOC.2, we are unable to comment whether the transaction is on arms length basis. Consequently we are unable to comment on compliance of Section 188
8. Share certificate format used by the company is not as per Form SH.1 as specified under Rule 5 of Companies (Share Capital and Debenture) Rules 2014
9. The notice of Annual General Meeting includes e-voting facility. However, the notice was not sent via registered post or speed post as required under Para 1.2.2 of Secretarial Standard on General Meetings.
10. During 2017-18, the company has received Rs. 28767847.35/- from M/s Kurlon Limited as advance for sale of property of the company (as represented to us). In the absence of written agreement in this regard, we are unable to comment regarding compliance of Rule 2(1)(c) of Companies (Acceptance of Deposits) Rules 2014 and Section 188 of Companies Act 2013

Signature:

Date : 14.08.2018

Place: Bengaluru

Name of Company Secretary in practice / Firm: Madhwesh K

ACS/FCS No.: 21477

C P No.: 10897

**BOARD'S RESPONSE TO SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31.03.2018**

To,
The Members,
Maha Rashtra Apex Corporation Limited
BENGALURU

1. The Audited Financial Statement/Financial information of the Associate Companies for the year ended 31st March, 2017 were not received. So, not consolidated. Accounts are consolidate for the year 2017-18.
2. The company will obtain relevant order from High Court in due course, failing which the company will provide voting rights to preference shareholders, going forward
3. Company is not carrying out any activity except Court monitored repayment of deposits. In the event of any material changes affecting the Company's business or finances the same will be communicated to Regularity bodies and KMP will be assigned and informed to SEBI.
4. Company has now taken necessary steps to include certain disclosures mandated under Company Laws & Securities Laws in the Website of the Company.
5. A note on the impact of modified opinion by the Auditors was submitted to the Stock Exchanges along with the Audited Financials. However same was not included in the printed annual report. This omission is not intentional. In future if there is a modified opinion a note on its impact will be published in the annual report.
6. About 8.02% of Promoters shares are not in Demat. Efforts on to convert all the shares of Promoters into Demat.
7. Company's office is in a rented premises. As small portion has been sub leased to associates to earn rentals and reduce the rental expenses.
8. The company has printed new share certificates as per SH-1 as specified under Rule 5 of Companies (Share Capital and Debenture) Rules 2014. All duplicate shares are issued using new Format -SH-1.
9. Notices were mailed, web paged and posted to shareholders to save on cost. In future notices will be sent by registered post as required under Para 1.2.2 of Secretarial Standard on General Meetings.
10. Agreement to sell the property is entered between Company and M/s Kurlon Enterprises Ltd, and the same available for scrutiny. The advance is not a deposit.

Date : 14.08.2018

Place: Bengaluru

(K B Shetty)

Chairman

DIN-01451944

CORPORATE GOVERNANCE REPORT- 2018

1. COMPANY'S PHILOSOPHY:

The primary motive of the Company is to uphold good Corporate Governance and the management did not spare any effort in implementing all possible measures by adopting adequate steps in order to achieve this objective.

2. BOARD OF DIRECTORS:

Composition and category of directors:

As of 31st March, 2018 the total strength of the Board of Directors was five directors. All the directors except the Managing Director are Non-Executive Directors. 60% of the Board Members consisted of Independent Directors. Composition of the Board of Directors of the Company and their other Directorship(s)/Committee Membership(s)/Chairmanship(s) as on 31st March, 2018 was as under:

Eight Board Meetings were held during the period 2017-18. These meetings were held on 26th May, 2017, 14th August, 2017, 13th September, 2017, 14th December, 2017, 22nd December, 2017, 13th February, 2018, 2nd March, 2018 and 7th March, 2018.

The details are follows:

Sl. No	Name of Directors	Category of Directorship	No of Board Meetings Attended	Attendance at last AGM	No of other Directorship	No. of other Committee Membership or Chairmanship	
						Member	Chairman
1	Sri S. R. Gowda	Executive & Whole Time Director	8	Yes	18	2	0
2	Sri K B Shetty	Independent Non-Executive Director	8	Yes	Nil	3	1
3	Sri S S Kamath	Independent Non-Executive Director	8	Yes	10	3	1
4	Smt Jyothi V B	Non-Executive Director	8	Yes	Nil	1	0

3. COMMITTEES OF THE BOARD

a) AUDIT COMMITTEE:

Composition of the Audit Committee meets all the criteria under the law. The Committee comprises of three Directors, majority being Non-Executive and independent. It met five times during the period 2017-2018 on 26th May, 2017, 14th August, 2017, 13th September, 2017, 14th December, 2017 and 13th February, 2018.

The Audit Committee comprised of the following members:

Sri K B Shetty	Chairman
Sri S R Gowda	Member
Sri S S Kamath	Member

The Company Secretary acts as the Secretary to the Audit Committee.

The Chairman of the Audit Committee was present at the annual general meeting held on 29th September, 2017. The Composition of the committee is in accordance with the requirements of Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013. The particulars of meetings and attendance by the members of committee during the year under review as are given in the table below:

Attendance of the Directors in the Audit Committee Meeting:

26th May, 2017	Sri K B Shetty Sri S S Kamath Sri S R Gowda
14th August, 2017	Sri K B Shetty Sri S S Kamath Sri S R Gowda
13th September, 2017	Sri K B Shetty Sri S R Gowda Sri S S Kamath
14th December, 2017	Sri K B Shetty Sri S R Gowda Sri S S Kamath
13th February, 2018	Sri K B Shetty Sri S R Gowda Sri S S Kamath

Brief description of terms of reference:

The Audit Committee of the Company is entrusted with the following responsibilities to supervise the Company's internal control and financial reporting process:

- 1) To recommend to appointment, remuneration and terms of appointment of auditors of the Company.
- 2) To approve payment to statutory auditors for any other services rendered by the statutory auditors.
- 3) To examine the financial statement and the auditors' report thereon;
- 4) To approve transactions of the Company with related parties and modifications thereof;
- 5) To undertake valuation of undertakings or assets of the Company, wherever it is necessary;
- 6) To evaluate internal financial controls and the management systems;

b) NOMINATION AND REMUNERATION COMMITTEE:

The Board constituted a Nomination and Remuneration Committee in terms of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 .

The Committee consists of the following directors:

Name of Director	Status
Sri K B Shetty	Non-Executive-Independent Director
Sri S S Kamath	Non-Executive-Independent Director
Smt Jyothi V B	Non-Executive-Director

Nomination and Remuneration Policy

As required under Section 178 (3) of the Companies Act, 2013 the Company's Nomination and Remuneration policy is hosted on the website of the Company.

Details of remuneration paid to the Whole-Time Director and Managing Director during the period from 1.4.2017 to 31.3.2018 is given here below:

i) Whole-Time Director	: 3.83 lacs
ii) Managing Director	: 0.93 lacs
iii) Non-Executive Directors -	Nil

c) STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Committee comprising three members of the Board, approves transfers, transmission issue of duplicate shares and review and redress Share holders grievances/complaint on matters relating to transfer of shares and non-receipt of Balance Sheet. The Committee met 33 times during the year under report.

The composition of Stakeholders Relationship Committee and attendance of members in the meeting are given below:

Sl.No	Name of Director	Category of Directorship	No. of Meeting attended
1	Sri S R Gowda	Executive	71
2	Sri K B Shetty	Non-Executive-Independent	3
3	Sri S S Kamath	Non-Executive-Independent	71

Mr S S. Kamath heading the Committee, Company Secretary is the Compliance Officer.

No. of Share Holders Complaints received during the year - 3
 No. of Share Holders Complaints settled during the year - 3
 No. of Complaints pending for settlement - Nil

4. GENERAL MEETINGS:

The last three Annual General Meetings were held at Sri T Ramesh Pai Memorial Hall at Kurlon Factory, Jalahalli Camp Road, Yashwantpur, Bangalore the details are given here below:

AGM No.	DATE	TIME	Special Resolution required for
70	30.9.2015	11.00 a m	NIL
71	30.9.2016	12.00 a.m	**3
72	29.9.2017	12.00 noon	*1

*Re-appointment of Mr. Subbaram Gowda as Whole Time Director of the Company for a period of 3 years w.e.f 10th December, 2014.

**1. To Approve of borrowing Limits of the Company.

**2. To Approve the limits for investing Funds of the company.

**3. To adopt new set of Articles of Association.

*Re-appointment of Sri Subbaram Gowda as Whole Time Director for a period of 3 years.

All the resolutions as set out in the respective notices were passed by the Share holders. No special resolution was passed through Postal Ballot in the financial year 2017-18 and the Company does not propose to pass any Special Resolution through Postal Ballot as on the date of report.

5. DISCLOSURES:

Disclosure regarding Material Related Party Transaction:

The Company does not have any related party transactions during the year, that are material in nature either with its promoters and/or their subsidiary Companies, Directors, Management and relatives etc that may have potential conflict with the interests of company at large.

Disclosures regarding non-compliance:

There were no instances of non-compliance or penalty, strictures imposed on the Company by Stock Exchanges or SEBI or any Statutory Authority on any matter related to capital markets during the last three years.

Vigil Mechanism:

Your Company has in place a Vigil Mechanism for Directors and employees to report concern about the unethical behaviour, actual or suspected fraud and violation of the Code of Conduct or Ethics Policy. The Policy is in line with your Company's Code of Conduct, Vision and Values and forms part of good Corporate Governance.

Compliance with mandatory requirements:

The Company has complied with all the mandatory requirements of Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.



6. MEANS OF COMMUNICATION:

- Quarterly/Half/Yearly Financial Results of the Company were forwarded to Stock Exchanges in addition to getting the same published in the leading English Daily (Indian Express) & Regional Newspaper (Kannada Prabha) as per the Listing Agreement and SEBI (LODR) Regulations, 2015.
- The financial results also displayed on the Company's website – www.maharashtraapex.com
- Company has not made any presentations to any institutional Investors/Analyst during the year.

7. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Consequent upon the cancellation of the NBFC license the Company desisted from accepting deposit and doing Hire Purchase/Lease/Loan Business. At present Company's activities are restricted to recovery of Hire Purchase instalments/Loans. The Company is also concentrating on repayment of Deposit/Bonds as per the Scheme of arrangement/ restructure sanctioned by the Hon'ble High Court of Karnataka.

BUSINESS REVIEW:

During the year Company collected Rs. 48.68 lakh by debt recoveries.

REPAYMENT OF DEPOSIT/BOND:

In terms of Scheme of arrangement sanctioned by the Hon'ble High Court of Karnataka, the Company has completed three instalments. The payment of 4th instalment is in progress. The outstanding balance of Deposit/Bond is Rs.2816.55 lacs as on 31st March, 2018.

INTERNAL CONTROL SYSTEM:

All payments are made from Head Office only and existing Branches are not permitted to disburse any amount without obtaining prior approval from Head Office.

DISCUSSION ON FINANCIAL PERFORMANCE:

This subject has been covered in the Directors' Report

HUMAN RESOURCE DEVELOPMENT:

The Number of staff has been reduced to the minimum which is essential to run the organisation. There are only 30 Staff members working in the entire organisation as on 31.3.2018.

8. a) GENERAL SHAREHOLDER INFORMATION:

a) Annual General Meeting:	74 th Annual General Meeting
Date:	28.09.2018
Time:	11.00 a.m.
Venue:	Sri T Ramesh Pai Memorial Hall at Kurlon Factory, Jalahaali Camp Road, Yashwantpur, Bangalore – 560 022
b) Financial Year:	1 st April to 31st March.
c) Date of Book-Closure:	22.9.2018 to 28.9.2018 (both days inclusive) for the purpose of Annual General Meeting of the Company.
d) Dividend:	The Board of Directors has not recommended any dividend for the period 2017-18.
e) Registered Office:	3 rd Floor, Front Wing, North Block, Manipal Centre, 47, Dickenson Road, Bangalore – 560 042
f) Listing on Stock-Exchanges:	The Equity Shares are listed at the Bombay Stock Exchange Ltd & National Stock Exchange Ltd. The Listing Fee for the year 2017-18 has been paid to both of the Stock Exchanges and custodial fees paid for the year 2017-18 to NSDL and CDSL.
g) Stock Code BSE:	523384
NSE:	MAHAPEXLTD
h) Demat ISIN Number of Equity Shares of the Company and liquidity:	INE843B01013 As on 31st March, 2018, 1,02,61,806 Equity Shares forming 72.52% Share Capital of the Company stands Dematerialised.

b) Share Price Data:

Market price data of the Company's equity Shares in Bombay Stock Exchange Ltd for the period from April, 2017 to March 2018 is as below:

Month	High	Low
April, 2017	102.50	76.70
May, 2017	94.15	69.50
June, 2017	72.90	63.20
July, 2017	63.10	54.00
August, 2017	61.00	49.90
September, 2017	55.40	49.10
October, 2017	63.75	52.80
November, 2017	77.00	66.70
December, 2017	84.85	80.85
January, 2018	159.70	85.90
February, 2018	189.90	155.25
March, 2018	174.00	125.00

c) Registrar and Share Transfer Agents:

M/s Purva Sharegistry (India) Pvt Ltd.
 Unit MahaRashtra Apex Corporation Ltd
 9 Shiv Shakti Industrial Estate, 7-B J R BorichaMarg
 MUMBAI-400 011
 Tel: 23010771, 23016761
 Email – purvashr@gmail.com
 Web site – www.purvashare.com

Share Transfer Systems

Shares received for transfer by the Company or its Registrar and Transfer Agent in physical mode are processed and all valid transfers are approved. The Share Certificates are duly transferred and dispatched within stipulated time.

d) DISTRIBUTION OF EQUITY SHAREHOLDING ON 31st MARCH, 2018:

SHARE HOLDING OF NOMINAL VALUE OF (1)	NUMBER (2)	% TO TOTAL (3)	IN ₹ (4)	% TO TOTAL (5)
UPTO 5,000	9315	86.39	21689210	15.33
5,001 - 10,000	965	8.95	6884970	4.87
10,001 - 20,000	296	2.75	4150560	2.93
20,001 - 30,000	76	0.7	1858930	1.31
30,001 - 40,000	31	0.29	1082600	0.77
40,001 - 50,000	13	0.12	595000	0.42
50,001 - 1,00,000	45	0.42	3330970	2.35
1,00,001 AND ABOVE	41	0.38	101908760	72.02
TOTAL	10782	100.00	141501000	100.00



e. SHAREHOLDING PATTERN AS ON 31st MARCH, 2018

Category	No. of Shares Held	Percentage of Shareholding
A. Directors and Promoters	8672255	61.29
B. Institutional Investors	0.00	0.00
C. Mutual Funds and UTI	0.00	0.00
D. Banks	1279	0.01
E. FIIs	0.00	0.00
F. Private Corporate Bodies	279200	1.97
G. Indian Public	4855529	34.31
H. NRI ((Repat& Non-Repat)	254546	1.80
I. Any other(Please specify)		
i.Hindu Undivided Family	67317	0.48
ii.Trust	4340	0.03
iii.Clearing Member	15234	0.11
GRAND TOTAL	14150100	100

Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity - Nil

f) Plant Locations: Nil

g) ADDRESS FOR INVESTORS CORRESPONDENCE:

M/s PurvaSharegistry (India) Pvt Ltd.
Unit MahaRashtra Apex Corporation Ltd
9 Shiv Shakti Industrial Estate
7-B J R BorichaMarg
MUMBAI-400 011
Phone: (022) 2301 6761
E-mail:busicomp@vsnl.com
Web site – www.purvashare.com

CERTIFICATE ON COMPLIANCE WITH CODE OF CONDUCT

I hereby confirm that the Company has obtained from all the members of the Board and Management Personnel, affirmation that they have complied with the 'Code of Conduct' for the Financial Year 2017-18.

Place: Bengaluru
Date: 30th May 2018

K. B. Shetty
Chairman
DIN: 01451944

MANAGING DIRECTOR/CFO CERTIFICATION

To

The Board of Directors
MAHA RASTRA APEX CORPORATION LTD
Bangalore

We, Managing Director, and Chief Financial Officer of the Company certify to the Board that:

- (a) We have reviewed financial statements and the cash flow statement for the year and that to the best of their knowledge and belief:
 - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) To the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and they have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit committee
 - (i) there is no significant changes in internal control over financial reporting during the year;
 - (ii) there is no significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) there are no instances of significant fraud of which they have become aware and the involvement therein, of the management or an employee having a significant role in the company's internal control system over financial reporting.

CHIEF FINANCIAL OFFICER

MANAGING DIRECTOR

Place: Bengaluru
Date: 30th May 2018

AUDITORS' CERTIFICATE

We have examined the compliance of corporate governance by Maha Rashtra Apex Corporation Ltd (the Company) for the year ended 31st March, 2018, as stipulated in:

Regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations for the period from April 01, 2017 to March 31, 2018.

The Compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedure and implementation thereof, adopted by the Company for the ensuring the compliance of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

Based on such examination, to the best of our information and according to the explanations given to us, we certify that the Company has complied with the material conditions of Corporate Governance as stipulated in the above mentioned listing agreement.

We have examined the relevant records of the Company in accordance with the Generally Accepted Auditing Standards in India, to the extent relevant, and as per the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India.

We further state that such compliance is neither an assurance as to the future Viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **Maiya & Maiya**
Chartered Accountants
FRN:001944S

Ravi Prasad K
Partner
Membership No. 228348

Place: Bengaluru
Date: 30th May 2018

INDEPENDENT AUDITOR'S REPORT

To the Members,
MAHARASHTRA APEX CORPORATION LTD

Report on the Standalone Ind AS Revised Financial Statements

We have audited the accompanying standalone Ind AS Revised financial statements of **Maha Rashtra Apex Corporation Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2018 the Statement of Profit and Loss, (including the statement of Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information [hereinafter referred to as "standalone Ind AS Revised Financial statements"].

Management's Responsibility for the Standalone Ind AS Revised 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 [standalone] Ind AS Revised financial statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), cash flows and changes in equity of the Company in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act., read with [the Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in india.

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

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone Ind AS Revised financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit of the standalone Ind AS Revised financial statements in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the IND AS Revised financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the IND AS revised financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS revised financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone Ind AS revised financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS revised financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS revised financial statements.

Opinion:

In our opinion and to the best of our information and according to the explanations given to us, the Ind AS revised financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2018, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Emphasis on Matters:

On revised financial statements:

In forming our Opinion on the revised financial statements, which is not qualified, we have considered the disclosure made in note (Refer Note No 1(a)) on Fair Value Gain, of unquoted Equity share which is regrouped from Other Income to Other Comprehensive Income and its consequential effect on EPS. The original financial statements were approved by the board on 30/05/2018 and our previous report was signed on that date.

Further we draw attention to the following:

- a. Refer to Note No 31, As per the scheme sanctioned by Honorable High Court of Karnataka vide order dated 8th October 2004 all Deposit/ Bonds should have been repaid by 15.06.2009 and 15.09.2009. The balance outstanding as on date are shortfall of repayment amounting to Rs.6282.72 Lakhs.*
- b. the management believe that the accumulated loss of earlier years would be effectively monitored and paired in due course. The revised financial statements, as such have been prepared on going concern basis.*
- c. Fair value of Investments in Associate companies are as furnished by the management on the basis of unaudited revised financial statements*
- d. In the opinion of the management Income tax Provision is required to be made on the profits as per IGAAP.*

Our opinion is not modified in respect of the matters as stated in the above paragraph.

Other Matter

The Ind AS revised financial statements of the Company for the year ended March 31, 2017, included in these standalone Ind AS revised financial statements, have been audited by the predecessor auditor who expressed an Qualified opinion on those statements on 26.05.2017. The comparative financial information of the Company for the year ended March 31, 2017 and the transition date opening balance sheet as at April 01, 2016 included in these standalone Ind AS revised financial statements, are based on the previously issued statutory financial statements prepared in accordance with the accounting principles generally accepted in India, including the Companies (Accounting Standards) Rules, 2006 (as amended) specified under section 133 of the Act, read with the Companies (Accounts) Rules, 2014 audited by the predecessor auditor whose report for the year ended March 31, 2017 and March 31, 2016 dated May 26, 2017, and May 30, 2016 respectively expressed an qualified opinion on those standalone financial statements, as adjusted for the differences in the accounting principles adopted by the Company on transition to the Ind AS, which have been audited by us.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 1 statement on the matters specified in paragraphs 3 and 4 of the Order.

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

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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 our examination of those books;

(c) The Balance Sheet, Statement of Profit and Loss (including the Statement of Other Comprehensive Income), the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

(d) In our opinion, the aforesaid standalone Ind AS Revised financial statements comply with the Indian Accounting Standards specified under section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

(e) On the basis of written representations received from the directors as on March 31, 2018, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018, 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 with reference to these standalone Ind AS revised financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its Ind AS revised financial statements – Refer Note 38 On Contingent Liabilities to the Ind AS revised financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses].

iii. Refer to Note No.32 The entire deposit liability is covered under the scheme of arrangement, hence the Transfer of unclaimed deposit and remaining unpaid for a period of exceeding 7 years to Investor Education and Protection Fund, the question of delay in transferring such sums does not arise.

For **MAIYA AND MAIYA**

Chartered Accountants

ICAI Firm Registration Number: 001944S

S/d

RAVI PRASAD K

Partner

Membership Number: 228348

Place of Signature: Bengaluru.

Date: 12th June, 2018.

Annexure "1" to the Independent Auditor's Report to the members of Company for the year ended 31st March, 2018

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the revised financial statements for the year ended 31st March 2018, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets ;
- (b) i. During the year, Fixed assets have been physically verified by the management as informed, no material discrepancies were noticed on such verification; In our opinion, the frequency of verification is reasonable having regard to the size of the Company and the nature of its assets.
- ii. In respect of the Assets on lease have not been physically verified by the Management as most of the assets are under legal proceedings. Material discrepancies noticed (if any) on such verification have been properly dealt with in the books of account.
- (c) The title deeds of the immovable properties are in the name of the Company.
- (ii) The nature of business of the Company does not require it to have any inventory. Hence, the requirement of clause (ii) of paragraph 3 of the said Order is not applicable to the Company
- (iii) As Informed, the company has not granted any loans, during the year secured or unsecured to companies, firms, Limited liability Partnership or other parties covered in the register maintained under section 189 of the Act. In respect of loans granted in earlier years the repayment of loans is not regular but the company has taken proper steps for recovery.
- (iv) The Company has not made any Loans requiring compliance of section 185 of the Companies Act 2013 during the year. In respect of an Investment of 50,000 equity shares of ₹10/- each in M/s Eldorado Investments Company (P) Ltd. a subsidiary company for a sale consideration of ₹ 9,50,000/- compliance of Section 186 of the Companies Act 2013 is pending.
- (v) The Company has not accepted any deposits from the public covered under Section 73 to 76 of the Companies Act, 2013
- (vi) As informed to us, the Company is not required maintain cost records under sub-section (1) of Section 148 of the Act, clause not applicable.
- (vii) (a) Based on the records of the company examined by us, the company is regular in depositing the undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, , Service Tax, Goods and Service Tax, Custom Duty, Excise Duty and other material statutory dues, as applicable, with the appropriate authorities in India ;
- (b) According to the information and explanations given to us and based on the records of the company examined by us, there are no dues of Income Tax, Service Tax, Sales Tax, Customs Duty and Excise Duty which have not been deposited on account of any disputes. Disputed income tax liability amounting to `264.82 lakhs for the Assessment years 1998-99 to 2000-01 are pending before CIT(A) for disposal. This demand has raised on account of disallowance of depreciation on leased assets and bad debts. The said demand is adjusted against refund due to the company. Disputed sales tax amounting to ₹17.54 lakhs in Andhra Pradesh pending for disposal Sales Tax Appellate Tribunal.
- (viii) The company has not borrowed loans from Banks financial institution, government authorities. In respect of Debenture interest accrued thereon up to 31.03.2002, the company is in the process repayment as per the scheme of compromise and arrangement sanctioned by the Honorable High Court of Karnataka dated 8th October 2004.
- (ix) As Informed, the company has not raised money by way of Initial public offer /Further Public Offer (including debt Instrument) during the year.
- (x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company or any fraud on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such instance by the Management.
- (xi) The Managerial Remuneration paid to its Managing Director is within the limits specified under Section 197 read with Schedule V of the Companies Act.



- (xii) The Company is Not a Nidhi company and Paragraph 3(xii) of the Order is not applicable to the Company.
- (xiii) The Company has disclosed all transaction with the related parties are in compliance with section 177 and 188 of Companies Act 2013 were applicable and the details have been disclosed in the standalone Ind As revised financial statements etc., as required by applicable Indian Accounting standards (refer to Note No:26) . However in respect of Two Associate companies i.e Mangala Investment Limited and Rajmahal Hotels Ltd. in absence of documentary evidence we are unable to comment upon related party transactions entered in- respect of arm's length price.
- (xiv) No private placement or preferential allotment of the shares or debentures were made during the year.
- (xv) The company has not entered into any non-cash transactions with directors or persons connected with him.
- (xvi) The certificate of registration granted to the company to act as Non-Banking Financial Company as per Section 45-IA of Reserve Bank of India Act, 1934, has been cancelled by an order dated 13th June 2002.

For **MAIYA AND MAIYA**

Chartered Accountants

ICAI Firm Registration Number: 001944S

S/d

RAVI PRASAD K

Partner

Membership Number: 228348

Place of Signature: Bengaluru.

Date: 12th June, 2018.

ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in Paragraph 2 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of **Maha Rashtra Apex Corporation Limited** on the Standalone Ind AS Revised Financial Statements for the year ended March 31, 2018

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

We have audited the internal financial controls over financial reporting of **Maha Rashtra Apex Corporation Limited** ("the Company") as of March 31, 2018 in conjunction with our audit of the Standalone Ind AS Revised Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI").

These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing specified under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over



financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For **MAIYA AND MAIYA**

Chartered Accountants

ICAI Firm Registration Number: 001944S

S/d

RAVI PRASAD K

Partner

Membership Number: 228348

Place of Signature: Bengaluru.

Date: 12th June, 2018.

BALANCE SHEET AS ON - 31.03.2018

₹ in lakhs

Particulars	Note No.	Current Year 31-March-2018	Previous Year 31-March-2017	Previous Year 31-March-2016
I ASSETS				
NON-CURRENT ASSETS				
Property, plant and equipment	3	10.07	10.20	11.32
Investment in property	4	135.23	136.91	92.20
Investment in Subsidiaries and Associates	5	18,625.99	13,793.61	11,739.91
Financial assets				
Investments	5	333.57	249.85	179.49
Other Tax Assets	6	244.09	328.30	326.88
Other non-current assets	7	-	-	2.20
TOTAL NON-CURRENT ASSETS		19,348.95	14,518.87	12,352.00
CURRENT ASSETS				
Financial assets				
Investments	8	84.29	79.26	68.36
Trade receivables	9	11.06	33.86	29.68
Cash and cash equivalents	10	155.12	311.43	348.64
Other financial assets	11	16.56	27.46	45.55
Assets classified as held for sale		32.40	32.62	32.82
TOTAL CURRENT ASSETS		299.43	484.63	525.05
TOTAL ASSETS		19,648.38	15,003.50	12,877.05
II EQUITY & LIABILITIES				
EQUITY				
Equity Share Capital	12	1,411.78	1,411.16	1,411.12
Other Equity	13	7,106.38	1,912.11	(642.65)
TOTAL EQUITY		8,518.16	3,323.27	768.47
CURRENT LIABILITIES				
Financial liabilities				
Trade payables	14	3.40	1.76	12.28
Other financial liabilities	15	7,539.14	8,378.47	8,796.30
Liabilities directly associated with the assets classified as held for sale		3,587.68	3,300.00	3,300.00
TOTAL CURRENT LIABILITIES		11,130.22	11,680.23	12,108.58
TOTAL EQUITY AND LIABILITIES		19,648.38	15,003.50	12,877.05
Summary of significant accounting policies	2			

The accompanying notes are an integral part of these financial statements
For and on behalf of the Board of Directors of
Maha Rashtra Apex Corporation Limited

As per our report of even date

Aspi Nariman Katgara
Managing Director
Din: 06946494

K B Shetty
Chairman
DIN: 01451944

For MAIYA & MAIYA
Chartered Accountants
ICAI Firm Registration Number: 001944S

J M Panday
Company Secretary/CFO

S S Kamath
Director
DIN: 01039656

S R Gowda
Director
Din: 00046329

Jyothi V B
Director
DIN: 07133349

Ravi Prasad K
Partner
Membership Number: 228348

Place: Bengaluru
Date: 12.06.2018

Place: Bengaluru
Date: 12.06.2018

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2018

₹ in lakhs

Particulars	Note No.	Current Year 31-March-2018	Previous Year 31-March-2017	Previous Year 31-March-2016
Income				
Revenue from Operations	16	68.53	46.09	40.04
Other Income	17	659.95	509.56	823.49
Total Income		728.48	555.65	863.53
Expenses:				
Employee Benefits Expense	18	89.76	69.06	71.50
Finance Cost	19	139.64	158.55	214.95
Depreciation and Amortisation	20	2.81	2.89	3.61
Other Expenses	21	102.89	65.39	72.78
Total Expenses:		335.10	295.89	362.84
Profit before Exceptional and Tax		393.38	259.76	500.69
Exceptional Items (Refer note no 22)		81.22	189.43	341.37
Profit before Extra Ordinary Items and Tax		474.60	449.19	842.06
Extraordinary Items		-	-	-
Profit before Tax		474.60	449.19	842.06
Tax Expense:				
Current Tax		77.85	-	-
Tax For Earlier Years		-	-	-
Welath Tax		-	-	-
Deferred Tax		-	-	-
Total Tax Expense:		77.85	-	-
Profit for period from continuing operations		396.75	449.19	842.06
Profit from discontinuing operations (after tax)		-	-	-
Profit for the year		396.75	449.19	842.06
Other Comprehensive Income		4,796.92	2,105.53	5,110.97
Total comprehensive income for the year		5,193.67	2,554.72	5,953.03
Earnings per Equity Share:				
Basic (Rs)		2.80	3.17	5.95
Diluted (Rs)		2.80	3.17	5.95
Summary of significant accounting policies	2			

The accompanying notes are an integral part of these financial statements

For and on behalf of the Board of Directors of
Maha Rashtra Apex Corporation Limited

As per our report of even date

Aspi Nariman Katgara
Managing Director
Din: 06946494

K B Shetty
Chairman
DIN: 01451944

For MAIYA & MAIYA
Chartered Accountants
ICAI Firm Registration Number: 001944S

J M Panday
Company Secretary/CFO

S R Gowda
Director
Din: 00046329

Jyothi V B
Director
DIN: 07133349

Ravi Prasad K
Partner
Membership Number: 228348

Place: Bengaluru
Date: 12.06.2018

S S Kamath
Director
DIN: 01039656

Place: Bengaluru
Date: 12.06.2018

'Notes to the Financial Statements for year ended March 31, 2018
Note: 3: Property plant and equipment
March 31, 2018

March 31, 2018													₹ in lakhs	
Particulars	Cost or Deemed cost						Accumulated depreciation and impairment						Carrying Amount	
	Balance as at April 1, 2017	Additions	Disposals / Adjustments	Impairment Loss	Ind AS Adjustment	Others	Balance as at March 31, 2018	Balance as at April 1, 2017	Eliminated on disposals of assets	Eliminated on reclassification as held for sale	Impairment losses recognised in profit or loss	Depreciation expense		Others	Balance as at March 31, 2018
Property plant and equipment														
Office Furniture & Equipments	72.58	2.12	-1.70	-6.33			66.67	63.52	-0.70	-	-6.01	0.71	-	57.52
Motor Cars & Other Vehicles	6.90	-	-0.32	-			6.58	5.76	-0.30	-	-	0.20	-	5.66
Property plant and equipment on lease :														
Plant & Machinery	587.42	-	-	-			587.42	587.42	-	-	-	-	-	-
Motor Vehicles	5.11	-	-	-			5.11	5.11	-	-	-	-	-	5.11
Gas Cylinders	3.20	-	-	-			3.20	3.20	-	-	-	-	-	3.20
Furniture	9.36	-	-	-			9.36	9.36	-	-	-	-	-	9.36
Total	684.57	2.12	-2.02	-6.33	-	-	678.34	674.37	-1.00	-	-6.01	0.91	-	668.27
														10.07

March 31, 2017

March 31, 2017														₹ in lakhs
Particulars	Cost or Deemed cost						Accumulated depreciation and impairment						Carrying Amount	
	Balance as at April 1, 2016	Additions	Disposals / Adjustments	Impairment Loss	Ind AS Adjustment	Others	Balance as at March 31, 2017	Eliminated on disposals of assets	Eliminated on reclassification as held for sale	Impairment losses recognised in profit or loss	Depreciation expense	Others	Balance as at March 31, 2017	
Property plant and equipment														
Office Furniture & Equipments	81.91	1.89	-3.02	-8.20	-	-	72.58	71.97	-1.44	-7.77	-	0.76	63.52	
Motor Cars & Other Vehicles	6.90	-	-	-	-	-	6.90	5.52	-	-	-	0.24	5.76	
Property plant and equipment on lease :														
Plant & Machinery	708.63	-	-121.21	-	-	-	587.42	708.63	-121.21	-	-	-	587.42	
Motor Vehicles	5.11	-	-	-	-	-	5.11	5.11	-	-	-	-	5.11	
Gas Cylinders	3.20	-	-	-	-	-	3.20	3.20	-	-	-	-	3.20	
Furniture	15.74	-	-6.38	-	-	-	9.36	15.74	-6.38	-	-	-	9.36	
Total	821.49	1.89	-130.61	-8.20	-	-	684.57	810.17	-129.03	-7.77	-	1.00	674.37	
													10.20	

April 01, 2016

April 01, 2016

Particulars	Cost or Deemed cost						Accumulated depreciation and impairment						Carrying Amount
	Balance as at April 1, 2015	Additions	Disposals / Adjustments	Impairment Loss	Ind AS Adjustment	Others	Balance as at March 31, 2016	Eliminated on disposals of assets	Eliminated on reclassification as held for sale	Impairment losses recognised in profit or loss	Depreciation expense	Others		Balance as at March 31, 2016
Property plant and equipment													
Office Furniture & Equipments	88.99	0.31	- 7.13	- 0.25	-	-	81.91	- 6.98	-	-	1.01	-	71.97
Motor Cars & Other Vehicles	7.17	-	- 0.27	-	-	-	6.90	- 0.27	-	-	0.70	-	5.52
Property plant and equipment on lease :													
Plant & Machinery	708.63	-	-	-	-	-	708.63	-	-	-	-	-	708.63
Motor Vehicles	5.11	-	-	-	-	-	5.11	-	-	-	-	-	5.11
Gas Cylinders	3.20	-	-	-	-	-	3.20	-	-	-	-	-	3.20
Furniture	15.74	-	-	-	-	-	15.74	-	-	-	-	-	15.74
Total	828.84	0.31	- 7.40	- 0.25	-	-	821.49	- 7.25	-	-	1.71	-	810.17

₹ in lakhs

NOTES FORMING PART OF BALANCE SHEET AS ON 31-03-2018

₹ in lakhs

Particulars	March 31, 2018	March 31, 2017	March 31, 2016
4 Investment in Properties			
Gross carrying amount			
Opening balance	174.98	128.59	123.77
Addition	-	46.39	4.82
Disposal	-	-	-
Closing balance	174.98	174.98	128.59
Depreciation and impairment			
Opening balance	38.07	36.39	34.72
Depreciation	1.68	1.68	1.67
Closing balance	39.75	38.07	36.39
Net block	135.23	136.91	92.20
5 Non Current Investments			
A Investment in Subsidiary and Associates			
Investment in Associates			
(Unquoted Equity Shares, Fair value through P&L)			
5693020 Kurlon Limited shares of Rs. 10/- each	18,122.65	13,320.33	11,216.63
-			
Investment in Associates			
(Unquoted Equity Shares, at cost)			
36368 Rajmahal Hotels Ltd. Shares of Rs. 10/- each	0.76	0.76	0.76
58436 Mangala Investments Ltd. Shares of Rs. 10/- each	1.50	1.50	1.50
895000 Manipal Home Finance Ltd. Shares of Rs. 10/- each	89.77	89.77	139.77
33990 Manipal Springs Ltd. Shares of Rs. 100/- each	34.16	34.16	34.16
Unquoted Equity Shares of Subsidiaries:			
(Unquoted, at cost)			
5025100 Maharashtra Apex Asset Managment Co. Ltd.			
shares of Rs. 10/- each	502.51	502.51	502.51
810000 Eldorado Investments Co. (P) Ltd. shares of Rs. 10/- each	85.63	85.63	85.63
1799950 Crimson Estates & Properties Pvt. Ltd. shares of Rs. 10/- each	180.30	180.30	180.30
Sub Total	19,017.28	14,214.96	12,161.26
Less: Diminution in the value of Investment	391.29	421.35	421.35
Total	18,625.99	13,793.61	11,739.91
B Other Investments			
Quoted Equity Shares :			
(Fair value through Profit & Loss account)			
20000 Voltas Limited shares of Rs. 1/- each	124.12	82.43	55.39
22000 TATA Power Company Limited shares of Rs. 1/- each	17.46	19.91	14.22
9655 HDFC Bank Ltd. Shares of Rs. 2/- each	182.62	139.25	103.42



Particulars	March 31, 2018	March 31, 2017	March 31, 2016
Unquoted Equity Shares Others			
(Fair value through Profit & Loss account)			
16000 I C D S Ltd. shares of Rs. 10/- each	1.88	1.88	1.67
3000 General Investment & Commercial Corporation Ltd. shares of Rs. 10/- each	3.18	3.18	2.88
2000 Shamrao Vithal Co-operative Bank Ltd. shares of Rs. 25/- each	8.64	9.47	8.20
200000 Manipal Motors (P) Ltd. Shares of Rs. 10/- each	20.00	20.00	20.00
4000 MPL Enterprises Ltd. Shares of Rs. 10/- each	0.95	0.95	0.92
750000 Bhooma Automobiles (P) Ltd. shares of Rs. 10/- each	75.00	75.00	75.00
Investment in Government or Trust Securities (at amortised cost)			
6 year National Savings Certificate at cost	0.14	0.14	0.14
Investment in Debentures or Bonds			
Unquoted Debentures (At amortised cost)			
Unquoted Debentures			
750 Jay Rapid Roller Limited Debentures of Rs. 1000/- each	7.50	7.50	7.50
Sub Total	441.48	359.71	289.34
Less: Diminution In the value of Investment	107.92	109.86	109.85
TOTAL	333.57	249.85	179.49
Aggregate book value of quoted investments	12.38	12.38	12.38
Market value of quoted investments	324.20	241.59	173.04
Aggregate amount of unquoted investments	2,732.23	2,732.23	2,732.23
Aggregate amount of impairment in value of investments	-	-	-
6 Non Current Tax Assets			
Advance Income-Tax and TDS - Net of Provision	244.09	328.30	326.88
Total ::::	244.09	328.30	326.88
7 Other Non Current Asset			
Advance for purchase of property	71.22	67.91	67.91
Term Deposits with banks with maturity period beyond 12 months	-	-	2.20
Less: Provision for doubtful debts	(71.22)	(67.91)	(67.91)
Total	-	-	2.20
8 Current Investments			
Investment in Mutual Funds:			
(Fair value through Profit & Loss account)			
54001.28 Franklin Tempelton India - Balanced (Growth) @ 15.62 each	60.66	58.72	50.10
349701.602 units of UTI - Bluechip Flexicap Fund (Div) of Rs. 10/- each	21.53	18.44	16.30
6500 units of UTI - Mastershare (Div) of Rs. 10/- each	2.10	2.10	1.96
Total ::::	84.29	79.26	68.36



Particulars	March 31, 2018	March 31, 2017	March 31, 2016
Aggregate book value of mutual funds	23.76	23.76	23.76
Market value of mutual fund investments	84.29	79.26	68.35
9 Trade Receivables			
Unsecured:			
Considered good:			
Dues exceeding Six Months	354.63	399.44	536.44
Others	9.65	9.61	6.98
Less: Provision for doubtful debts	(353.22)	(375.19)	(513.74)
Total ::::	11.06	33.86	29.68
10 Cash and cash equivalents			
Cash on hand	2.23	2.22	3.15
<u>Balances with Banks</u>			
On Current account	14.39	308.43	59.51
Deposits with maturity less than 3 months	138.00	-	285.00
Stamps in hand	0.03	0.27	0.40
Stock of Stationery on hand at cost	0.47	0.51	0.58
Total ::::	155.12	311.43	348.64
11 Other Financial Asset - Current			
Demand Loans	1,108.21	1,128.37	1,384.77
Staff Demand Loan	0.60	1.15	1.96
Recovery under Chit Scheme	18.91	18.91	18.91
Bills Discounted	99.08	105.20	119.90
Other Advance	0.56	0.56	0.56
Business Imprest Advance	-	0.01	0.01
Other Deposits	15.40	16.35	22.14
Interest accrued on Investments	1.18	-	10.01
Other Receivables.	291.91	307.53	308.07
Less: Provision for doubtful receivables	(1,519.29)	(1,550.62)	(1,820.78)
Total ::::	16.56	27.46	45.55

Particulars			March 31, 2018	March 31, 2017	April 1, 2016	
12 Equity (I) Authorised Capital: 20,000,000 (March 31, 2017: 20,000,000 , April 01, 2016: 20,000,000) Equity Shares of Rs. 10/- each Total :::: (ii) Issued, Subscribed and Paid-up Capital (Fully Paid-up): 14,150,100 Equity Shares of Rs. 10/- each fully Called-Up (March 31, 2017: 14,150,100, April 01, 2016: 14,150,100) Equity Shares of Rs 10/- each fully Called-Up) Less: Calls Unpaid: 316,200 14% Redeemable Cumulative Preference shares of Rs. 10/- each Total ::::			2,000.00	2,000.00	2,000.00	
			2,000.00	2,000.00	2,000.00	
			1,415.01 -3.23	1,415.01 -3.85	1,415.01 -3.89	
			-	-	-	
			1,411.78	1,411.16	1,411.12	
(iii) Reconciliation of Number of Shares Outstanding at the beginning and at the end of the reporting periods						
Equity Shares	March 31, 2018 No. of Shares Amount		March 31, 2017 No. of Shares Amount		April 01, 2016 No. of Shares Amount	
At the beginning of the year	1,41,50,100	1,415.01	1,41,50,100	1,415.01	1,41,50,100	1,415.01
Changes during the year	-	-	-	-	-	-
At the end of the year	1,41,50,100	1,415.01	1,41,50,100	1,415.01	1,41,50,100	1,415.01
(iv) Details of shares in the Company held by each shareholder holding more than 5% shares:						
Equity Shares	March 31, 2018 No. of Shares %		March 31, 2017 No. of Shares %		April 01, 2016 No. of Shares %	
M/s Manipal Holdings (P) Ltd	24,88,875	17.59%	24,88,875	17.59%	24,88,875	17.59%
Mrs Jaya S Pai	16,27,365	11.50%	16,27,365	11.50%	21,27,365	15.03%
M/s Chitrakala Invesment Trade & Business Finance Ltd.	9,06,297	6.40%	9,06,297	6.40%	9,06,297	6.40%
M/s Metropolis Builders (P) Ltd.	18,90,150	13.36%	18,88,364	13.35%	13,62,743	9.63%
Preference Shares						
M/s General Investment & Commercial Corporation Limited	20100	6.36%	20100	6.36%	20100	6.36%
M/s Kurlon Limited	29200	9.23%	-	-	-	-

Terms / rights attached to shares

The equity shares have a par value of Rs 10 per share. Each shareholders is eligible for one vote per each share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in the case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company(after dustribution of all preferential amounts including payment to the preference shareholders) in proportion to their shareholding.



'Statement of changes in Equity for the year ended March 31, 2018

₹ in lakhs

A. Equity share capital	March 31,2018	March 31, 2017	March 31, 2016
Equity shares of INR 10 each issued. subscribed and fully paid	No.	No.	No.
Opening balance	141.50	141.50	141.50
Changes during the year	-	-	-
Closing balance as per Ind AS	141.50	141.50	141.50
B. Other Equity			
a. Securities Premium			
Balances as per last financial statements	997.53	997.49	997.49
Addition during the year	0.61	0.04	-
At the end of the period as per Ind AS	998.14	997.53	997.49
b. Capital Reserve			
Balances as per last financial statements	1.03	1.03	1.03
Addition during the year	-	-	-
At the end of the period as per Ind AS	1.03	1.03	1.03
c. Capital Redemption Reserve			
Balances as per last financial statements	176.35	176.35	176.35
Addition during the year	-	-	-
At the end of the period as per Ind AS	176.35	176.35	176.35
d. Special Reserve - [Pursuant to RBI (Amendment) Act, 1997]			
Balances as per last financial statements	159.52	159.52	159.52
Addition during the year	-	-	-
At the end of the period as per Ind AS	159.52	159.52	159.52
C. Other Reserves			
i) General reserve			
Balances as per last financial statements	218.61	218.61	218.61
Addition during the year	-	-	-
At the end of the period as per Ind AS	218.61	218.61	218.61
ii) Retained earnings			
Balances as per last financial statements	(11,234.78)	(11683.97)	(12526.03)
Profit/(loss) for the year	396.75	449.19	842.06
Less : Appropriations	-	-	-
Ind AS adjustment			
Other comprehensive income/(loss) for the period			
-Re-measurement gains/ (losses) on defined benefit plans	-	-	-
At the end of the period as per Ind AS	(10,838.03)	(11234.78)	(11683.97)
iii) Other Compransive Income			
Balances as per last financial statements	11,593.85	9,488.32	4,377.35
Transfer from Statement of Profit and Loss	4,796.92	2,105.53	5,110.97
Deduction During the year	-	-	-
At the end of the period as per Ind AS	16,390.77	11,593.85	9,488.32

Particulars	March 31, 2018	March 31, 2017	March 31, 2016
13 Other Equity			
a. Securities Premium			
At the beginning of the year	997.53	997.49	997.49
Increase/(decrease) during the year	0.61	0.04	-
At the end of the year	998.14	997.53	997.49
b Capital Reserve			
At the beginning of the year	1.03	1.03	1.03
Increase/(decrease) during the year	-	-	-
At the end of the year	1.03	1.03	1.03
c Capital Redemption Reserve			
At the beginning of the year	176.35	176.35	176.35
Increase/(decrease) during the year	-	-	-
At the end of the year	176.35	176.35	176.35
d Special Reserve - [Pursuant to RBI (Amendment) Act, 1997]			
At the beginning of the year	159.52	159.52	159.52
Increase/(decrease) during the year	-	-	-
At the end of the year	159.52	159.52	159.52
e Other Reserves			
i General Reserve			
At the beginning of the year	218.61	218.61	218.61
Increase/(decrease) during the year	-	-	-
At the end of the year	218.61	218.61	218.61
ii Retained Earnings			
At the beginning of the year	(11,234.78)	(11,683.97)	(12,526.03)
Profit / (loss) for the year	396.75	449.19	842.06
Less: Appropriations	-	-	-
Total Retained Earnings	(10,838.03)	(11,234.78)	(11,683.97)
Other Compransive Income			
Balance as per Last balance Sheet	11,593.85	9,488.32	4,377.35
Transfer from Statement of Profit and Loss	4,796.92	2,105.53	5,110.97
Deduction During the year	-	-	-
As at end of year	16,390.77	11,593.85	9,488.32
Total Other Reserves	5,771.34	577.68	(1977.04)
Total Other Equity	7,106.38	1,912.11	(642.65)
14 Trade Payables - Current			
Trade Payables:			
Micro, Small & Medium Enterprises	-	-	-
Others - H.P and other Creditors	3.40	1.76	12.28
Total :::	3.40	1.76	12.28



₹ in lakhs

Particulars	March 31, 2018	March 31, 2017	March 31, 2016
15 Other Financial liabilities - Current			
Secured			
Amount due to Subsidiaries	191.09	214.13	218.07
Lease Security Deposits	438.78	438.78	446.53
Unpaid Creditors being outstanding Bonds/Deposits with interest	4,043.61	4,655.53	4,982.93
Deposit for Bonds with interest less than Rs. 5000/-	71.87	75.99	81.87
Delayed period interest on deposit	2,167.24	2,370.97	2,442.59
(Secured by first charge on Co's financial assets, book debts & receivables)			
316,200 14% Redeemable Cumulative Preference shares of Rs. 10/- each	31.62	31.62	31.62
Unsecured			
Inter Corporate Deposits	561.81	561.81	561.81
Rent Security Deposit	6.40	8.10	6.60
TDS for Payments made 2017-2018	0.49	0.41	0.37
Liabilities for Expenses	23.42	18.44	21.27
Other Advances	0.19	0.44	0.39
Collection and other Accounts	0.99	0.62	0.62
Other Payables	1.63	1.63	1.63
Total :::	7,539.14	8,378.47	8,796.30
16 Revenue From Operations			
Income from Hire Purchase, Lease, Loans & Advances	55.93	33.49	29.54
Lodging Business	12.60	12.60	10.50
Total ::::	68.53	46.09	40.04
17 Other Income			
Interest Income on			
Bank Deposit	8.89	27.70	64.83
Others	6.49	0.63	1.17
Service Charges	0.78	0.89	1.28
Income from House Property	11.29	8.97	4.90
Dividend Income on long term Investments	2.47	7.33	1.82
Income from Profession	-	-	1.54
Interest Remission from Bonds/Deposits	540.14	340.84	744.48
Profit/loss on Sale of Assets	(0.82)	6.42	(0.06)
Sale of scrap papers	-	0.05	0.16

Particulars	March 31, 2018	March 31, 2017	March 31, 2016
Fair value gain on financial instruments at fair value through profit or loss	87.63	79.47	0.66
Profit / loss on sale of Investments (carried at cost)	-	25.00	-
Miscellaneous Receipts	3.08	12.26	2.71
Total ::::	659.95	509.56	823.49
18 Employee Benefits Expense			
Salaries, Wages and Bonus	61.67	57.70	61.63
Contribution to Provident and Other Funds	5.95	6.00	6.04
Gratuity Expenses	19.02	1.16	(0.10)
Staff Welfare Expenses	3.12	4.20	3.93
Total ::::	89.76	69.06	71.50
19 Finance Cost			
Deposit Interest cost	139.64	158.55	214.95
Total ::::	139.64	158.55	214.95
20 Depreciation And Amortisation			
Depreciation on tangible fixed assets	2.81	2.89	3.61
Total ::::	2.81	2.89	3.61
21 Other Expenses			
Electricity Expenses	1.68	1.58	1.58
Rent	8.52	8.28	7.08
Rates & Taxes			
Taxes and Licence	4.11	1.88	1.66
Luxury Tax	-	-	0.48
Service Tax	1.60	3.21	2.82
Value Added Tax Paid	-	0.03	0.04
GST Paid	5.86	-	-
Filing Fees	0.30	0.17	0.19
Insurance	0.25	0.26	0.29
Repairs and Maintenance			
Buildings	9.10	4.07	11.20
Others			
Other Repairs & Maintenance	0.97	0.89	1.05
Vehicle Maintenance	1.30	1.05	1.28
Computers and other Advisory Services	23.48	10.37	7.48
Advertisement Charges	3.27	1.13	2.70
Printing and Stationery	2.55	1.15	1.88
Postage and Telephones	5.17	3.55	5.16

₹ in lakhs

Particulars	March 31, 2018	March 31, 2017	March 31, 2016
Newspapers, Books & Periodicals	0.12	0.15	0.15
Travelling and Conveyance	2.24	2.29	2.68
Directors - Travelling	0.12	0.02	0.06
Legal and Profesional fees	21.10	15.77	16.35
Directors' Sitting Fees	0.56	0.24	0.36
Payment to Auditors as:			
Statutory Audit Fees	2.00	1.80	1.80
Certification Charges	-	0.40	0.40
Out of Pocket Expenses	-	0.38	0.35
Miscellaneous expenses	8.25	6.52	5.39
Bank Charges	0.34	0.20	0.35
Total ::::	102.89	65.39	72.78

22 Exceptional Items			
Particulars	March 31, 2018	March 31, 2017	March 31, 2016
Exceptional Income:			
Depreciation Reversed	-	-	
Reversal of NPA Provision	49.99	408.70	858.24
Reversal of Provision for Diminuation in Value of Investment	32.00	-	6.27
Bad Debts Recovered	45.05	76.79	130.98
Less:	127.04	485.49	995.49
Exceptional Expenses:			
Bad Debts Written off	45.50	295.63	653.87
Impairment Loss	0.32	0.43	0.25
	45.82	296.06	654.12
Exceptional Expenses/Income	81.22	189.43	341.37

23. Earnings per Share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of Equity shares outstanding during the period/year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

₹ in lakhs

Particulars	March 31, 2018	March 31, 2017	March 31, 2016
Nominal Value of Equity Shares (Rs. Per Share)	10.00	10.00	10.00
Total number of equity shares outstanding at the beginning of the period	1,41,50,100	1,41,50,100	1,41,50,100
Add : Issue of Equity Shares during the period	-	-	-
Total number of equity shares outstanding at the end of period	1,41,50,100	1,41,50,100	1,41,50,100
Weighted average number of equity shares at the end of period	1,41,50,100	1,41,50,100	1,41,50,100
Profit / (Loss) for the period (Rs.)	396.75	449.19	842.06
Basic and Diluted Earnings per share not annualized (Rs.)	2.80	3.17	5.95

24. Details of dues to micro and small enterprises as per MSMED Act, 2006

There are no Micro and Small Enterprises as defined in the Micro and Small Enterprises Development Act, 2006 to whom the Company owes dues on account of principal amount together with interest and accordingly no additional disclosures have been made. The above information regarding Micro and Small Enterprises has been determined to the extent such parties has been identified on the basis of information available with the Company.

25 Fair Values

The carrying values of financial instruments of the Company are reasonable and approximations of fair values.

Particulars	Carrying amount		Fair Value	
	March 31, 2018	March 31, 2017	March 31, 2018	March 31, 2017
Financial assets				
<u>Financial assets measured at amortised cost</u>				
Loans	-	-	-	-
Other Financial Assets	16.56	27.46	16.56	27.46
Trade receivable	11.06	33.86	11.06	33.86
Assets classified as held for sale	32.40	32.62	32.40	32.62
Cash and cash equivalents	155.12	311.43	155.12	311.43
Total financial assets carried at amortised cost	215.14	405.37	215.14	405.37
<u>Financial assets measured at fair value through statement of Profit & Loss</u>				
Investments (quoted)	36.14	36.14	408.49	320.86
Investments (unquoted)	2,233.15	2,516.82	18,635.36	13,801.87
Financial assets measured at fair value through statement of Profit & Loss	2,269.29	2,552.96	19,043.85	14,122.73
Financial liabilities				
<u>Financial liabilities measured at amortised cost</u>				
Borrowings				
Trade payables	3.40	1.76	3.40	1.76
Other financial liabilities	7,539.14	8,378.47	7,539.14	8,378.47
Total Financial liabilities measured at amortised cost	7,542.54	8,380.23	7,542.54	8,380.23
The Management assessed that carrying amount of Loans, Cash and Cash Equivalents, Borrowings, Trade Payables and Other Financial Assets & Liabilities are reasonable estimates of their Fair Value.				

26. Related Parties Disclosure as per Ind AS 24
a. List of Related parties and Relationship:

Relationship	Related Parties
Subsidiary	Maharashtra Apex Asset Management Co. Ltd. Crimson Estates & Properties Pvt. Ltd. El'Dorado Investments Pvt. Ltd.
Associate	Kurlon Ltd. Manipal Home finance Ltd. Mangala Investment Ltd. Rajmahal Hotels Ltd. Manipal Springs Ltd.
Companies in which director is Interested	Manipal Chit Fund Pvt. Ltd

Related Party Transactions Details
1. Loans and Advance given and Recovered :

₹ in lakhs

Name of the party	Transaction Value		Outstanding Value	
	2018	2017	2018	2017
Manipal Chit Fund Pvt., Ltd.,	-	-	-	-
CCI Ltd	-	-	288.37	288.37
CCI Ltd – Sundry	0.06	(0.01)	0.11	0.05
Maharashtra Apex Asset Management Company Ltd.,	0.49	0.53	(119.62)	(120.11)
Crimson Estate & Properties Pvt. Ltd.	2.73	3.91	(60.69)	(63.42)
Eldorado Investment Pvt. Ltd.	19.82	0.50	(10.78)	(30.60)
Mangala Investment Ltd.	(0.10)	(0.10)	61.09	61.19
Dagny Investment Pvt. Ltd.	-	-	0.57	0.57
Manipal Springs Ltd.,	(21.18)	(76.29)	512.49	533.67

2. Advance Received for Purchase of Property

Name of the party	Transaction Value		Outstanding Value	
	2018	2017	2018	2017
Kurlon Ltd.	-	-	2,364.91	2,077.24

3. Rent Received

Name of the party	Transaction Value		Outstanding Value	
	2018	2017	2018	2017
Mangala Investment Ltd.	0.02	0.02	-	-
Rajmahal Hotels Ltd.,	0.01	0.01	-	-

4. Expenses

Name of the party	Transaction Value		Outstanding Value	
	2018	2017	2018	2017
Mangala Investment Ltd	0.10	0.10	-	-

₹ in lakhs

5. Remuneration to Whole time Director

Name of the party	Transaction Value		Outstanding Value	
	2018	2017	2018	2017
Sri S.R Gowda	3.83	4.06	0.25	0.46

6. Remuneration to Managing Director from 22.12.2017

Name of the party	Transaction Value		Outstanding Value	
	2018	2017	2018	2017
Sri Aspi Nariman Katgara	0.94	-	0.05	-

In accordance with the provision of Schedule - V of companies act 2013.

27. Employee benefits as per Ind As 19 “Employee benefits”
(a) Defined contribution plans:

The following amount recognized as an expense in Statement of profit and loss on account of provident fund and other funds. There are no other obligations other than the contribution payable to the respective authorities.

Retirement benefit in the form of provident fund is a defined contribution scheme. The contributions to the provident fund are charged to the statement of profit and loss for the year when the contributions are due. The company has no obligation, other than the contribution payable to the provident fund.

(b) Defined benefit plan:

The Company operates a gratuity plan wherein every employee is entitled to a benefit equivalent to 15 days salary (includes dearness allowance) last drawn for each completed year of service. The same is payable on termination of service, or retirement, or death, whichever is earlier. The benefits vests after five years of continuous service. Gratuity benefits are valued in accordance with the Payment of Gratuity Act, 1972.

(I) Net benefit expense recognised in profit or loss

₹ in lakhs

	March 31, 2018	March 31, 2017	March 31, 2016
Current service cost	2.12	1.68	0.82
Interest expense	0.09	-1.07	-1.22
Total amount recognized in profit or loss	2.21	0.61	-0.40

(ii) Other Comprehensive Income for the current period

(Gain)/loss from changes in financial assumptions	-0.73	1.91	0.00
Experience (gain)/loss for plan liabilities	6.29	15.35	0.46
Return on plan assets excluding amounts included in interest income	-0.98	-0.46	-0.19
Amounts recognized in Other Comprehensive Income	4.58	16.80	0.27

(iii) Reconciliation of opening and closing balances of the defined benefit obligation:

Present value of obligation as at the beginning of the year	35.68	17.81	17.43
Current service cost	2.12	1.68	0.82
Interest expense	2.28	1.12	1.31
Total amount recognized in profit or loss	40.08	20.61	19.56

Re-measurements

(Gain)/loss from changes in financial assumptions	-0.73	1.91	0.00
Experience (gain)/loss for plan liabilities	6.29	15.35	0.46
Total amount recognized in other comprehensive income	5.56	17.26	0.46
Benefits paid	-8.18	-2.19	-2.20
Present value of obligation as at the end	37.46	35.68	17.82

(iv) Reconciliation of opening and closing balances of the fair value of plan assets:

	March 31, 2018	March 31, 2017	March 31, 2016
Fair value of plan assets at the beginning	34.32	33.66	32.18
Interest Income	2.19	2.19	2.52
Return on plan assets excluding amount included in interest income	0.98	0.46	0.19
Contributions by employer	0.10	0.21	0.96
Benefits paid	-8.18	-2.19	-2.20
Fair value of plan assets at the end	29.41	34.33	33.65
Less: Interest accounted in other income	-	-	-
Fair value of plan assets at the end excluding interest	29.41	34.33	33.65
Net defined benefit liability			
Present value of funded obligations	37.46	35.68	17.82
Fair value of plan assets	29.41	34.33	33.65
Net defined benefit liability	8.05	1.35	-15.83

(v) Bifurcation of liability as per schedule III

	March 31, 2018	March 31, 2017	March 31, 2016
Current Liability	8.05	1.35	-15.83
Non-Current Liability	-	-	-
	8.05	1.35	-15.83

(vi) Significant estimates: actuarial assumptions and sensitivity

	March 31, 2018	March 31, 2017	March 31, 2016
Discount rate	7.22%	6.72%	8.00%
Future salary growth	6.00%	6.00%	6.00%
Retirement age	60	60	60
Mortality table	Indian Assured Lives Mortality (2006-08) Table	Indian Assured Lives Mortality (2006-08) Table	Indian Assured Lives Mortality (2006-08) Table
Withdrawal rate (p.a.)	5% at all age	5% at all age	5% at all age

The estimates of future salary increases, considered in actuarial valuation, is based on inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

(vii) Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

	March 31, 2018	March 31, 2017	March 31, 2016
Discount rate (1% increase)	36,09,194	33,21,538	16,58,387
Discount rate (1% decrease)	38,95,258	38,72,392	19,37,698
Future salary growth (1% increase)	38,95,608	38,31,721	19,37,401

Future salary growth (1% decrease)	36,06,391	33,57,215	16,36,070
Withdrawal rate (1% increase)	37,46,966	33,21,538	17,88,028
Withdrawal rate (1% decrease)	37,44,630	33,21,538	17,74,166

The sensitivity analysis above have been determine based on reasonably possible change of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The estimates of future salary increases, considered in actuarial valuation, is based on inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

28. First-time adoption of Ind AS

Transition to Ind AS

These are the company's first financial statements prepared in accordance with Ind AS.

The accounting policies set out in Note 1 have been applied in preparing the financial statements for the year ended 31st March 2018, the comparative information presented in these financial statements for the year ended 31st March 2017 and in the preparation of an opening Ind AS balance sheet at 1st April 2016 (the company's date of transition). In preparing its opening Ind AS balance sheet, the company has adjusted the amounts reported previously in financial statements prepared in accordance with the accounting standards notified under Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the Act (previous GAAP or Indian GAAP). An explanation of how the transition from previous GAAP to Ind AS has affected the company's financial position, financial performance and cash flows is set out in the following tables and notes.

A. Exemptions and exceptions availed

Set out below are the applicable Ind AS 101 optional exemptions and mandatory exceptions applied in the transition from previous GAAP to Ind AS.

A.1: Ind AS optional exemptions

A.1.1: Deemed cost

Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition.

Accordingly, the company has elected to measure all of its property, plant and equipment, as recognised in its previous GAAP financials as its deemed cost at the transition date.

A.2: Ind AS mandatory exceptions

A.2.1: Estimates

An entity estimates in accordance with Ind ASs at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error.

Ind AS estimates as at 1st April 2016 and 31st March 2017 are consistent with the estimates as at the same date made in conformity with previous GAAP.

A.2.2: Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets (investment in debt instruments) on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

B. Reconciliations between previous GAAP and Ind AS

Ind AS 101 requires an entity to reconcile equity, total comprehensive income and cash flows for prior periods.

The following tables represent the reconciliations from previous GAAP to Ind AS.

Balance sheet reconciliation as at 1st April, 2016

₹ in lakhs

Notes to first- time adoption	Previous GAAP *	Ind AS adjustments	Ind AS
ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment	11.34	-	11.34
Investment property	115.19	-22.99	92.20
Investment in Subsidiaries and Associates	2,483.95	9,255.96	11,739.91
Financial assets			
Investments	105.08	74.40	179.48
Other Tax Assets	326.88	-	326.88
Other non-current assets	70.11	-67.91	2.20
TOTAL NON-CURRENT ASSETS	3,112.55	9,239.46	12,352.01
CURRENT ASSETS			
Financial assets			
Investments	23.76	44.59	68.35
Trade receivables	60.14	-30.45	29.68
Cash and cash equivalents	348.64	-	348.64
Other financial assets	1,087.33	-1,041.78	45.55
Assets classified as held for sale	-	32.82	32.82
TOTAL CURRENT ASSETS	1,519.87	-994.82	525.04
TOTAL ASSETS	4,632.42	8,244.64	12,877.05
EQUITY & LIABILITIES			
EQUITY			
Equity Share Capital	1,442.74	-31.62	1,411.12
Other Equity	-8,887.29	8,244.64	-642.65
TOTAL EQUITY	-7,444.55	8,213.02	768.47
CURRENT LIABILITIES			
Financial liabilities			
Trade payables	12.28	-	12.28
Other financial liabilities	8,764.69	31.62	8,796.30
Liabilities directly associated with the assets classified as held for sale	3,300.00	-	3,300.00
TOTAL CURRENT LIABILITIES	12,076.97	31.62	12,108.58
TOTAL LIABILITIES	12,076.97	31.62	12,108.58
TOTAL EQUITY AND LIABILITIES	4,632.42	8,244.64	12,877.05

* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

Balance sheet reconciliation as on 31st March, 2017

₹ in lakhs

Notes to first- time adoption	Previous GAAP *	Ind AS AS adjustments	Ind AS
ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment	10.20	-	10.20
Investment property	113.31	23.60	136.91
Investment in Subsidiaries and Associates	2,433.96	11,359.66	13,793.62
Financial assets			
Investments	151.46	98.39	249.85
Other Tax Assets	328.30	-	328.30
Other non-current assets	67.91	-67.91	-
TOTAL NON-CURRENT ASSETS	3,105.14	11,413.74	14,518.88
CURRENT ASSETS			
Financial assets			
Investments	23.76	55.50	79.26
Trade receivables	33.86	-	33.86
Cash and cash equivalents	311.43	-	311.43
Other financial assets	690.99	-663.53	27.46
Assets classified as held for sale -	-	32.62	32.62
TOTAL CURRENT ASSETS	1,060.04	-575.41	484.63
TOTAL ASSETS	4,165.18	10,838.33	15,003.51
EQUITY & LIABILITIES			
EQUITY			
Equity Share Capital	1,442.78	-31.62	1,411.16
Other Equity	-8,926.22	10,838.33	1,912.11
TOTAL EQUITY	-7,483.44	10,806.71	3,323.27
CURRENT LIABILITIES			
Financial liabilities			
Trade payables	1.76	-	1.76
Other financial liabilities	8,346.85	31.62	8,378.47
Liabilities directly associated with the assets classified as held for sale	3,300.00	-	3,300.00
TOTAL CURRENT LIABILITIES	11,648.62	31.62	11,680.24
TOTAL LIABILITIES	11,648.62	31.62	11,680.23
TOTAL EQUITY AND LIABILITIES	4,165.18	10,838.33	15,003.51

₹ in lakhs

Reconciliation of total comprehensive income for the year ended 31st March, 2017

Notes to first- time adoption	Previous GAAP *	Ind AS AS adjustments	Ind AS
Income			
Revenue from Operations	46.09	-	46.09
Other Income	430.09	79.47	509.56
Total Income	476.18	79.47	555.65
Expenses:			
Employee Benefits Expense	69.05	0.01	69.06
Finance Cost	158.55	-	158.55
Depreciation and Amortisation	2.89	-	2.89
Other Expenses	65.39	-	65.39
Total Expenses	295.88	0.01	295.89
Profit before Exceptional Items and Tax	180.30	79.45	259.76
Exceptional Items	-219.27	-408.70	189.43
Profit before Tax	-38.97	488.15	449.19
Tax Expense:			
Current Tax	-	-	-
Tax For Earlier Years	-	-	-
Tax on Distributed Income- Buy back	-	-	-
Deferred Tax	-	-	-
Total Tax Expense:	-	-	-
Profit for the year	-38.97	488.15	449.19
Other Comprehensive Income	-	2,105.53	2,105.53
Total comprehensive income for the year	-38.97	2,593.68	2,554.72

Reconciliation of total equity as at 31st March, 2017 and 1st April 2016

Particulars	Note	March 31, 2017	April 1, 2016
Total equity under previous GAAP		-7,483.44	-7,444.55
Ind AS adjustments:		10,806.71	8,213.02
Total equity under Ind AS		3,323.27	768.47

Reconciliation of total comprehensive income for the year ended March 31, 2017

Particulars	Note	March 31, 2017
Profit / (Loss) after tax under previous GAAP		-38.97
Ind AS adjustments:		2,593.69
Total equity under Ind AS		2,554.72

Notes to first-time adoption

Fair value of Investments

Under IGAAP, Long-term investments were valued at cost. As per Ind AS 109, investments needs to be stated at fair value. The difference between fair value and book value as on April 01, 2016 has been recognised through retained earnings.

29. Tax Expense

(a) Tax charge/(credit) recognised in profit or loss

Particulars	March 31,2018	March 31,2017
Current tax:		
Current tax on profit for the year	31.75	-
Charge/(credit) in respect of current tax for earlier years	(28.81)	-
Additional Adhoc Provision made	74.91	-
Total Current tax	77.85	-
Deferred Tax:		
Origination and reversal of temporary differences	-	-
Total Deferred Tax	-	-
Net Tax expense	77.85	-
Effective Income tax rate	19.06%	19.06%

(b) A reconciliation of income tax expense applicable to accounting profits / (loss) before tax at the statutory income tax rate to recognised income tax expense for the year indicated are as follows:

Accounting profit/(loss) before tax	474.60	449.19
Statutory income tax rate	19.06%	19.06%
Tax at statutory income tax rate	90.43	85.59
Tax Effect on Exempt Income	(0.47)	(1.39)
(Charge/credit) in respect of current tax for earlier years	(28.81)	-
Tax Effect on Account of withdrawal of provision	(15.62)	(77.88)
Net tax effect on brought forward depreciation loss MAT purpose	(42.59)	(6.32)
Additional Adhoc provision made	74.91	-
Total	77.85	0.00

*Note: Deferred Tax Not recognised as there is uncertainty that sufficient future taxable income will be available against which such deferred tax can be realised.

30. Scheme of Compromise and Arrangement:

The salient features of the scheme of Compromise and Arrangement sanctioned by the High Court of Karnataka under sections 391 to 394 of the Companies Act, 1956 vide its Order dated 8th October, 2004 and filed with the Registrar of Companies, Karnataka on 15th December 2004 with its effective date is as under:

- No interest shall accrue or be payable on the bonds/deposits maturing on or after 1st April, 2002 and remaining unpaid/outstanding as on 31.3.2002
- Bonds/deposits matured prior to 31st March, 2002 and remaining unclaimed shall be repaid with interest upto the date of maturity and Bonds/deposits accepted/renewed in between 1st April, 2002 and 15th April, 2002 shall be repaid without any interest, on receipt of the claim from the holders thereof.

- c) Any loans/advances granted to any bond/deposit holders shall be set off/adjusted against the deposits/ bonds and the outstanding debts payable by the Company shall be reduced accordingly.
- d) All deposits and bonds of the face value of ₹ 5,000/- and less shall be paid within six months from the date of order in one installment with interest accrued upto 31st March, 2002
- e) Deposits/ bondholders receiving interest at monthly/quarterly rests shall be paid the face value in 20 equal quarterly installments.
- f) Outstanding deposits/bonds other than those stated in para d & e above shall be paid as follows:
- 15% of the face value on or before the expiry of 6th month of the Effective date
 - 20% of the face value on or before the expiry of the 18th month of the Effective date
 - 25% of the face value on or before the expiry of the 30th month of the Effective date
 - 20% of the face value on or before the expiry of the 42nd month of the Effective date
- v) Balance 20% of the face value and interest payable upto 31st March 2002 on or before the expiry of the 54th month of the Effective date against the surrender of the bond/deposit certificates.
- g) For delay in payment of installments interest shall be paid @ 6% p.a.
- h) Upon the Scheme becoming effective, all Trust Deeds executed between the Company and Trustees for Bond holders shall be and deemed to be cancelled.
- i) Upon the Scheme becoming effective, the General Investment and Commercial Corporation Limited shall act as trustees for unpaid creditors in respect of outstanding bonds/deposits and such outstanding bonds/deposits shall be secured by first charge on company's financial assets, book debts and receivables.
- j) The Company shall not carry on the business as a non-banking financial company without the prior permission of the RBI.
- 31.** All the Installments as per the scheme in respect of Note 30 (e) and Note 30 (f) have fallen due on 15th Sept., 2009 and 15th June, 2009 respectively. The shortfall in repayment as per the scheme up-to 31st March, 2018 amounts to Rs.6282.72 lakhs, (Up to Previous year Rs. 7102.49 lakhs).
- 32.** There are no deposits matured and remaining unpaid for a period of 7 years during the year ended 31.03.2018. The transfer of unclaimed matured deposits to Investor Protection Fund does not arise in view of the entire deposit liability being covered under the scheme of arrangement.
- 33.** The Property at Jai Bharath Industrial Estate, Jalahalli Camp Road, Yashanthpur Bangalore was let out to Kurlon Ltd. This property was auctioned by the Karnataka High court on 20/04/2012. M/s Kurlon Ltd was the highest bidder and the Court permitted them to pay the auction price in installments. Vide letter dated 5/4/2013 M/s Kurlon Ltd requested the company for waiver of rent from 1/4/2013 in view of substantial payment of purchase price for which the company agreed. Confirmation of sale is pending before honourable High Court of Karnataka.
- 34.** Though the Company is incurring losses since 2001 and its funds are blocked in non-performing assets, it has prepared the accounts ongoing concern basis as the management is of the view that the company will be able to recover the dues from most of the borrowers/ debtors and monitor effectively the deficit in operations.
- 35.** Land includes agricultural land of the book value of Rs. 0.10 lakhs acquired in 1963 in satisfaction of debt. The Company has claimed compensation in respect of the said property. But as the compensation is not yet determined, the profit or loss is not adjusted in the accounts.
- Investment in property includes Land acquired in satisfaction of debt of Rs.56.22 lakhs (previous year Rs. 56.22 lakhs)
- Investments include; NSC of Rs. 0.14 lakhs given as security for Sales Tax.



36.750000 equity shares of Rs. 10 each in Bhooma Automobiles Ltd., sent for transfer in June 2012 is still pending for transfer in the name of the company. These shares were initially held by the company shown under investment and included in the list submitted to Honorable High Court of Karnataka in CP/37/2003. Subsequently these shares were sold, but ROC Karnataka objected for sale of these shares for not obtaining prior permission from Honorable High Court of Karnataka. Therefore the company repurchased these shares during 2012 and sent for transfer in the companies name.

37. Significant accounting judgements, estimates and assumptions

The preparation of the company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

Operating lease commitments –as lessor

The Company has entered into leases on its property portfolio. The Company has determined, based on an evaluation of the terms and conditions of the arrangements, such as the lease term not constituting a major part of the economic life of the commercial property and the fair value of the asset, that it retains all the significant risks and rewards of ownership of these properties and accounts for the contracts as operating leases.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. These estimates are most relevant to goodwill and other intangibles with indefinite useful lives recognised by the Company.

Taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961. Deferred income taxes reflects the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet



date. Deferred tax assets and deferred tax liabilities are offset, if legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities related to the taxes on income levied by same governing taxation laws. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each balance sheet date the Company re-assesses unrecognised deferred tax assets. It recognises unrecognised deferred tax assets to the extent that it has become reasonably certain that sufficient future taxable income will be available against which such deferred tax assets can be realised or virtually certain as the case may be.

The carrying amount of deferred tax assets are reviewed at each balance sheet date. The Company writes-down the carrying amount of a deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

Minimum alternative tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay income tax higher than that computed under MAT, during the period that MAT is permitted to be set off under the Income Tax Act, 1961 (specified period). In the year, in which the MAT credit becomes eligible to be recognised as an asset in accordance with the recommendations contained in the guidance note issued by the Institute of Chartered Accountants of India (ICAI), the said asset is created by way of a credit to the Statement of profit and loss and shown as MAT credit entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay income tax higher than MAT during the specified year.

Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates. Further details about gratuity obligations are given in Note 27.

38. Contingent Liabilities

- a) Suits against the Company for damages not acknowledged as debt Rs. 0.28 lakhs.
- b) No Provision is made in the books for disputed Income Tax Liability for the Assessment years 1998-99, 1999-2000 and 2000-01 aggregating Rs.264.82 lakhs as the appeals filed by the company are pending disposal before the CIT(A). The disputed tax has been adjusted by the Department out of refund due. The company is of view that No provision is considered necessary in view of the appeals are pending before are Higher Appellate authorities and

confident of winning the appeals successfully in favour of the company. From the Income tax returns filed by the company for the past years Tax deducted at source is due for refund to the company by Income tax department the company is making efforts to get the refund.

c) No provision is made in the books for the disputed Sales tax liability amounting to Rs.17.54 lakhs for the Assessment years 1995-96 to 1996-97 as the appeals filed by the company are pending disposal.

d) Arrears of Cumulative Fixed Dividend from 31.03.2001 to maturity date for redemption amounts to Rs. 17.14 lakhs.

39. Preference Share not redeemed

Cumulative Preference Shares amounting to Rs. 31.62 lakhs are not redeemed and no redemption reserve is created as the Company is incurring losses since 2001.

40. Events after the reporting period

There is no subsequent event after reporting period for reportable.

41. Previous year comparatives

The Previous GAAP figures have been reclassified to conform to current year's Ind AS presentation requirements. The accompanying notes are an integral part of these financial statements

For and on behalf of the Board of Directors of
Maha Rashtra Apex Corporation Limited

Aspi Nariman Katgara
Managing Director
Din: 06946494

J M Panday
Company Secretary

K B Shetty
Chairman
DIN: 01451944

S R Gowda
Director
Din: 00046329

S S Kamath
Director
DIN: 01039656

Jyothi V B
Director
DIN: 07133349

As per our report of even date

For MAIYA & MAIYA
Chartered Accountants
ICAI Firm Registration Number: 001944S

Ravi Prasad K
Partner
Membership Number: 228348

Place: Bengaluru
Date: 12.06.2018

Place: Bengaluru
Date: 12.06.2018



Notes to the Financial Statements for the year ended March 31, 2018

1 Background

Maha Rashtra Apex Corporation Limited ('the Company') is a public limited company domiciled in India and is incorporated on 26th April 1943. The Company is engaged in the business of Hire Purchase and Leasing Business, Presently the Company has discontinued the operation and concentrated the recovery of Hire Purchase and Leasing Business. The registered office of the company is located at 3rd Floor, front Wing North Block, Manipal Centre, Bangalore, Karnataka - 560001.

The financial statements were authorized for issue in accordance with a resolution of the directors on 12th June, 2018.

- (a) The company has revised the financials for the year ending on 31.03.2018 by regrouping fair value gain of Rs. 4803.94 lakhs on unquoted investments consequent to adoption of INDIA-AS 15. The gain is notional in nature. In the first published result on 30.05.2018 the gain was grouped under "Other Income". In the revised financials the same is shown under "Other Comprehensive Income".

2 Significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated. The financial statements are prepared for Maha Rashtra Apex Corporation Limited.

(a) Basis of Preparation

(i) Compliance with Ind AS

The financial statement comply in all material aspects with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

The financial statements up to year ended 31st March 2017 were prepared in accordance with the accounting standards notified under Companies (Accounting Standard) Rules, 2006 (as amended) and other relevant provisions of the Act.

These financial statements are the first financial statements of the company under Ind AS. Refer note 28 for an explanation of how the transition from previous GAAP to Ind AS has affected the company's financial position, financial performance and cash flows.

(ii) Historical cost convention

The financial statements have been prepared on a historical cost basis, except for the following:

- certain financial assets and liabilities that is measured at fair value; and
- defined benefit plans plan assets measured at fair value

(b) Current versus Non-current classification

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

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

All other assets are classified as non-current.

A liability is current when:



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

(c) Segment Reporting

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

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ("CODM") of the Company. The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Managing Director and CEO of the Company.

(d) Foreign Currency Transactions

(i) Functional and presentation currency

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

(ii) Transactions and balances

Transactions denominated in foreign currency are recorded at the exchange rate prevailing on the date of transactions. Exchange differences arising on foreign exchange transactions settled during the period are recognised in the statement of profit and loss of the period.

Monetary assets and liabilities in foreign currency, which are outstanding as at the year-end, are translated at the year-end at the closing exchange rate and the resultant exchange differences are recognised in the statement of profit and loss. Non-monetary foreign currency items are carried at cost.

(e) Fair Value Measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

(f) Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable.

The company recognizes revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the entity's activities. The company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

For all financial instruments measured at amortised cost, interest income is recorded using the effective interest rate, which is the rate that exactly discounts the estimated future cash receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset. Interest income is included in 'Other income' in the Statement of Profit and Loss.

(g) Income tax

Current Income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in India. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the standalone financial statements. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

(h) Leases

As a Lessee

Leases of property, plant and equipment where the company, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalized at the lease's inception at the fair value of

the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Leases in which a significant portion of the risks and rewards of ownership are not transferred as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

(i) Impairment

Financial assets

A financial asset is assessed at each reporting date to determine whether there is any objective evidence that it is impaired. A financial asset is considered to be impaired, if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset.

Non-financial assets

The carrying amount of non-financial assets other than inventories are assessed at each reporting date to ascertain whether there is any indication of impairment. If any such indication exists then the asset's recoverable amount is estimated. An impairment loss is recognised, as an expense in the Statement of Profit and Loss, for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost to sell and value in use. Value in use is ascertained through discounting of the estimated future cash flows using a discount rate that reflects the current market assessments of the time value of money and the risk specific to the assets. For the purpose of assessing impairment, assets are grouped at the lowest levels into cash generating units for which there are separately identifiable cash flows.

An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment had been recognised.

(j) Cash and cash equivalents

Cash and Cash equivalents in the balance sheet comprise cash at bank and in hand and short term fixed deposits with an original maturity of less than or equal to three months.

(k) Inventories

Finished goods are carried at the lower of cost and net realisable value. The comparison of cost and net realisable value is made on an item-by-item basis. Damaged and unserviceable stocks are suitably depreciated.

Cost of all inventories is determined based on weighted average cost method. Cost of raw material, packing material and stores and spares comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition.

Cost of finished goods and work-in-process includes the cost of raw materials, packing materials, an appropriate share of fixed and variable production overheads, excise duty as applicable and other costs incurred in bringing the inventories to their present location and condition. Fixed production overheads are allocated on the basis of normal capacity of production facilities. Valuation of work-in-progress is based on stage of completion or as certified by management.

(l) Financial instruments

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

Financial assets Recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at 'Fair value through profit or loss', transaction costs that are attributable to the acquisition of the financial asset. Financial assets are classified, at initial recognition, as financial assets measured at fair value or as 'Financial assets measured at amortised cost'.

For purposes of subsequent measurement, financial assets are classified in following categories :

- Financial assets at amortised cost
- Financial assets at fair value

A financial asset is measured at amortised cost net of impairment, if the objective of the Company's business model is to hold the financial asset to collect the contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All other financial assets are measured at fair value through Statement of Profit or Loss.

Derecognition

The Company derecognizes a financial asset only when the contractual rights to the cash flows from the asset expires or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset.

Financial liabilities Recognition and measurement

Financial liabilities are classified, at initial recognition, as either 'Financial liabilities at fair value through profit or loss' or 'Other financial liabilities'.

(a) Financial liabilities are classified as 'Financial liabilities at fair value through profit or loss', if they are held for trading or if they are designated as financial liabilities at fair value through profit or loss. These are measured initially at fair value with subsequent changes recognised in profit or loss.

(b) Other financial liabilities, are initially measured at fair value, net of directly attributable transaction costs. Subsequent to initial recognition, these are measured at amortised cost using the effective interest rate method.

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.

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 on a net basis, to realise the assets and settle the liabilities simultaneously.

(m) Property, plant and equipment

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation. Historical cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Transition to Ind AS

On transition to Ind AS, the company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

Depreciation methods, estimated useful lives and residual value

Depreciation is provided on a pro-rata basis on the Written Down Value ('WDV') as per the useful life prescribed under Schedule II of the Act, which, in management's opinion, reflect the estimates useful economic lives of fixed assets.

Capital work-in-progress includes the cost of fixed assets that are not ready to use at the balance sheet date.

Advance paid for acquisition/construction of fixed assets which are not ready for their intended use at each balance sheet date are disclosed under long-term loans and advances as capital advances.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains/(losses).

(n) Intangible assets

Intangible assets that are acquired by the Company are measured initially at purchase cost. The cost of an item of intangible fixed asset comprises its purchase price, including duties and other non-refundable taxes or levies. After initial recognition, an intangible asset is carried at its cost less any accumulated amortisation and any accumulated impairment loss.

Subsequent expenditure is capitalised only when it increases the future economic benefits from the specific asset to which it relates.

The useful lives are reviewed by the management at each financial year-end and revised, if appropriate. In case of a revision, the unamortised depreciable amount is charged over the revised remaining useful life.

An intangible asset is derecognised on disposal or when no future economic benefits are expected from its use and disposal.

Losses arising from retirement and gains or losses arising from disposal of tangible/intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss.

(o) Provisions and contingent liabilities

Provisions are recognised when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not recognised for future operating losses.

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

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

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources would be required to settle the obligation, the provision is reversed.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but

probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets are not recognised or disclosed in the financial statements.

(p) Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The company has no obligation, other than the contribution payable to the provident fund. The company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

As required by Ind AS 19 'Employee Benefits', the discount rate used to arrive at the PV of the defined benefit obligation is based on the Indian government security yields prevailing as at the Balance Sheet date that have maturity date equivalent to the tenure of the obligation.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

(q) Earnings per share

The Basic Earnings Per equity Share ('EPS') is computed by dividing the net profit after tax for the year attributable to the equity shareholders of the Company by weighted average number of equity shares outstanding during the year.

Diluted earnings per equity share are computed by dividing the net profit attributable to equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period unless issued at a later date.

For and on behalf of the Board of Directors of
Maha Rashtra Apex Corporation Limited

As per our report of even date

Aspi Nariman Katgara
 Managing Director
 Din: 06946494

K B Shetty
 Chairman
 DIN: 01451944

For MAIYA & MAIYA
 Chartered Accountants
 ICAI Firm Registration Number: 001944S

J M Panday
 Company Secretary/CFO

S S Kamath
 Director
 DIN: 01039656

S R Gowda
 Director
 Din: 00046329

Jyothi V B
 Director
 DIN: 07133349

Ravi Prasad K
 Partner
 Membership Number: 228348

Place: Bengaluru
 Date: 12.06.2018

Place: Bengaluru
 Date: 12.06.2018



CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

Particulars	March 31, 2018	March 31, 2017
A. Cash flow from operating activities		
Profit/(Loss) before tax	474.60	449.19
Adjustments to reconcile profit before tax to net cash flows		
Gain / Loss on Sale of Investments	-	(25.00)
Gain / Loss on Sale of Assets	0.82	(6.42)
Finance costs (including fair value change in financial instruments)	139.64	158.55
Finance income (including fair value change in financial instruments)	(103.01)	(107.80)
Depreciation Expenses	2.81	2.89
Interest Remission from Bonds/Deposits	(540.14)	(340.84)
Other Comprehensive Income	4,796.92	2,105.53
Change in other reserves	1.23	0.08
Dividend	(2.46)	(7.33)
Operating profit/(loss) before working capital changes	4,770.39	2,228.85
Movements in working capital:		
Decrease/(increase) in other Non-current assets	-	2.20
Decrease/(increase) in trade receivables	22.80	(4.18)
Decrease/(increase) in other financial assets	10.90	18.10
Increase/(decrease) in trade payables	1.64	(10.52)
Increase/(decrease) in Other Current financial liabilities	(11.51)	(77.00)
Cash generated from/(used in) operations	4,794.22	2,157.45
Direct taxes paid (net of refunds)	6.36	(1.42)
Net cash flow from/(used in) operating activities	4,800.58	2,156.03
B. Cash flows from investing activities		
Purchase of non-current investments	(4828.46)	(2019.61)
Purchase of current investments	(5.03)	(10.91)
Dividend	2.46	7.33
Interest received	15.38	28.33
Sales /(Purchase) of Fixed Assets	(1.60)	6.55
Sale of Investment in Property	--	(46.38)
Net cash flow from/(used in) investing activities	(4,817.24)	(2,034.69)
C. Cash flow from financing activities		
Proceeds from short-term borrowings	-	-
Repayment of short-term borrowings	-	-
Interest Paid	(139.64)	(158.55)
Net cash flow from/(used in) financing activities	(139.64)	(158.55)
Net increase/(decrease) in cash and cash equivalents (A+B+C)	(156.31)	(37.21)
Cash and cash equivalents at the beginning of the year	311.43	348.64
Cash and cash equivalents at the end of the year	155.12	311.43
Components of cash and cash equivalents		
Cash on hand	2.23	2.22
Balances with scheduled banks:	-	-

Particulars	March 31, 2018	March 31, 2017
- In current accounts	14.39	308.43
- In deposit accounts with original maturity less than 3 months	138.00	-
- Stamps in hand	0.03	0.27
- Stock of Stationery on hand at cost	0.47	0.51
Total Cash and cash equivalents	155.12	311.43
Summary of significant accounting policies	2	

The accompanying summary of significant accounting policies and other explanatory information (notes) are an integral part of the financial statements.

Notes :

1. All figures in bracket are outflow.
2. Direct taxes paid are treated as arising from operating activities and are not bifurcated between investing and financing activities.
3. The cash flow statement has been prepared under Indirect Method as per Ind AS 7 "Statement of Cash Flows" as under section 133 of Companies Act, 2013.

For and on behalf of the Board of Directors of
Maha Rashtra Apex Corporation Limited

Aspi Nariman Katgara
 Managing Director
 Din: 06946494

J M Panday
 Company Secretary/CFO

Place: Bengaluru
 Date: 12.06.2018

S S Kamath
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 DIN: 01039656

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As per our report of even date

For MAIYA & MAIYA
 Chartered Accountants
 ICAI Firm Registration Number: 001944S

Ravi Prasad K
 Partner
 Membership Number: 228348

Place: Bengaluru
 Date: 12.06.2018



SCHEDULE TO THE BALANCE SHEET OF A NON-BANKING FINANCIAL COMPANY
(as required in terms of Paragraph 9BB of Non-banking Financial Companies Prudential
Norms(Reserve Bank) Directions, 1998)

₹ in lakhs

Liabilities side:		Particulars	Amount Outstanding	Amount Overdues
(1)	Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid:			
	(a) Debentures	: Secured	4682.97	4682.97
		: Unsecured (other than falling within the meaning of public deposits*)	....	....
	(b) Deferred Credits		....	....
	(c) Term Loans		....	....
	(d) Inter-corporate loans and borrowing		....	....
	(e) Commercial Paper		....	....
	(f) Public Deposits*		1599.75	1599.75
	(g) Other Loans (specify nature)		....	....
	*Please see Note 1 below			
(2)	Break-up of (1) (f) above (outstanding public deposits inclusive of interest accrued thereon but not paid):			
	(a) In the form of Unsecured debentures		....	....
	(b) In the form of partly secured debentures i.e., debentures where there is a shortfall in the value of security		....	....
	(c) Other public deposits		....	....
	*Please see Note 1 below			
Assets Side:			Amount outstanding	
(3)	Break-up of Loans and Advances including bills receivables [other than those included in(4) below]:			
	(a) Secured			266.46
	(b) Unsecured			941.42
(4)	Break-up of Leased Assets and stock on hire and hypothecation loans counting towards EL/HP activities:			
	(i) Lease assets including lease rentals under sundry debtors:			
	(a) Financial Lease			36.53
	(b) Operating Lease			



(ii) Stock on hire including hire charges under
sundry debtors:

(a) Assets on hire	292.00
(b) Repossessed Assets	0.00

(iii) Hypothecation loans counting towards EL/HP
activities:

(a) Loans where assets have been repossessed	....
(b) Loans other than above	....

(5) Break-up Investments:

Current Investments:

1. Quoted:

(i) Shares :	(a) Equity	....
	(b) Preference	....
(ii) Debentures and Bonds		
(iii) Units of mutual funds		
(iv) Government Securities		
(v) Others (please specify)		

2. Unquoted:

(i) Shares :	(a) Equity	....
	(b) Preference	....
(ii) Debentures and Bonds		
(iii) Units of mutual funds		
(iv) Government Securities		....
(v) Others (please specify)		

Long term investments:

1. Quoted:

(i) Shares :	(a) Equity	12.38
	(b) Preference	....
(ii) Debentures and Bonds		....
(iii) Units of mutual funds		8.43
(iv) Government Securities		15.47
(v) Others (please specify)		

2. Unquoted

(i) Shares :	(a) Equity	1956.29
	(b) Preference	0.00
(ii) Debentures and Bonds		7.50
(iii) Units of mutual funds		-
(iv) Government Securities		-
(v) Others (please specify)		768.44



(6) Borrower group-wise classification of all leased assets, stock-on-hire and loans and advances:

Category	Amount net of provisions		
	Secured	Unsecured	Total
**			
1. Related Parties			
(a) Subsidiaries	...	...	...
(b) Companies in the same group	...	...	...
(c) Other related parties	...	...	...
2. Other than related parties	133.53	0.00	133.53
Total	133.53	0.00	133.53

(7) Investor group-wise classification of all investments(current and long term) in shares and securities (both quoted and unquoted):
Please see note 3 below

Category	Market Vale/Break up or fair value or NAV	Book value (Net of provisions)
**		
1. Related Parties		
(a) Subsidiaries	768.44	412.80
(b) Companies in the same group	....	....
(c) Other related parties	1852.24	1816.58
2. Other than related parties	219.04	109.25
Total	2839.72	2338.63

** As per Accounting Standard of ICAI
(Please see Note 3)

(8) Other information:

Particulars	Amount
(i) Gross Non-performing Assets	
(a) Related parties	883.80
(b) Other than related parties	1059.93
(ii) Net Non-performing Assets	
(a) Related parties	....
(b) Other than related parties	---
(iii) Assets acquired in satisfaction of debt	56.22

Notes:

1. As defined in paragraph 2(1)(xii) of Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 1998.
2. Provisioning norms shall be applicable as prescribed in Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1998.
3. All Accounting Standards and Guidance Notes issued by ICAI are applicable including for valuation of investments and other assets as also assets acquired in satisfaction of debt. However, market in respect of quoted investments and break up/fair value/NAV in respect of unquoted investments should be disclosed

INDEPENDENT AUDITOR'S REPORT

To the Members of Maha Rashtra Apex Corporation Limited

Report on the Consolidated Ind AS Financial Statements

We have audited the accompanying Consolidated Ind AS Revised Financial Statements of **Members of Maha Rashtra Apex Corporation Limited** (hereinafter referred to as "the Holding Company") and its subsidiaries and associates (the Holding company and its subsidiaries together referred to as "the Group"), comprising of the Consolidated Balance Sheet as at March 31, 2018, the Consolidated Statement of Profit and Loss, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Ind AS Financial Statements").

Management's Responsibility for the Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these Consolidated Ind AS Financial Statements in terms of the requirements of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Holding Company including its subsidiary and associate in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with relevant rules issued thereunder. The respective Board of Directors of the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the 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 Ind AS Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Ind AS Financial Statements by the Directors of the Holding Company, as aforesaid. In preparing the Consolidated Ind AS Financial Statements, the respective Board of Directors of the group are responsible for assessing the ability of the Group 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 Holding Company or to cease operations, or has no realistic alternative but to do so.

Auditors' Responsibility

Our responsibility is to express an opinion on these Consolidated Ind AS Financial Statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Consolidated Ind AS Financial Statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Consolidated Ind AS Financial Statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the Consolidated Ind AS Financial Statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the Consolidated Ind AS Financial Statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditor in terms of its report referred to in sub-paragraph (a) of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Ind AS Financial Statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of report of other auditor on separate Ind AS financial statements and on the other financial information of the Subsidiaries and associates, the aforesaid Consolidated Ind AS Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the consolidated state of affairs of the Holding Company as at March 31, 2018, their consolidated profit, their consolidated cash flows and consolidated changes in equity for the year ended on that date.

Emphasis of Matter

On revised financial statements:

In forming our Opinion on the revised financial statements, which is not qualified, we have considered the disclosure made in note (Refer Note No 1(a)) on Fair Value Gain, of unquoted Equity share which is regrouped from Other Income to Other Comprehensive Income and its consequential effect on EPS. The original financial statements were approved by the board on 30/05/2018 and our previous report was signed on that date.

Further we draw attention to the following:

1. As per the scheme sanctioned by Honorable High Court of Karnataka vide order dated 8th October 2004 all Deposit/ Bonds should have been repaid by 15.06.2009. The balance outstanding as on date are shortfall of repayment amounting to Rs. 6282.72 lakhs.
2. the management believe that the accumulated loss of earlier years would be effectively monitored and paired in due course. The revised consolidated financial statements, as such have been prepared on going concern basis.

Our opinion is not modified in respect of the matters as stated in the above paragraph.

Other Matters

1. We did not audit the financial statements of three subsidiaries, whose financial statements reflects total asset of Rs. 763.53 lakhs and net assets of Rs. 668.99 lakhs As at 31st March, 2018, Total revenues of Rs. 290.69 lakhs and net cash flows amounting to Rs. 41.43 lakhs for the year ended on that date and four associate companies having carrying value Rs. 847.81 lakhs. After considering the companies share of Profit after tax Rs. 205.83 lakhs of included in the financial statements for the year ended March 31 2018. These financial statements have been audited by other auditors whose reports have been furnished to us, and our opinion on the financial results for the year ending March 31, 2018, to the extent they have been derived from such revised financial statement is based solely on the report of such other auditors.

2. In respect of Kurlon Limited an Associate Company whose financial statement have not been audited by us having carrying value of Rs. 18,122.15 lakhs after considering share of Profit after tax of Rs. 4802.32 lakhs included in the financial statement for the year ended March 31, 2018. These financial statements are unaudited and have been furnished to us by the management, and our opinion on these consolidated Ind AS Revised financials insofar as it relates to the amounts and disclosures included in respect of these associates is solely on such unaudited financial statements.

Our opinion on the Consolidated Ind AS Financial Statements and our report on the Other Legal and Regulatory Requirements below, are not modified in respect of the above matters with respect to our reliance on the work done and the report of the other auditor and the Ind AS financial statements certified by the Management.

Report on Other Legal and Regulatory Requirements

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

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Ind AS Financial Statements;
- b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Ind AS Financial Statements have been kept by the Holding Company so far as it appears from our examination of those books and the report of the other auditor;
- c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated

Ind AS Financial Statements;

d. In our opinion, the aforesaid Consolidated Ind AS Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with relevant rules issued there under;

e. On the basis of written representations received from the directors of the Holding Company as on March 31, 2018 and taken on record by the Board of Directors of the Holding Company, and the report of the statutory auditor, none of the directors of the Holding Company is

disqualified as on March 31, 2018 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 Holding Company and the operating effectiveness of such controls, we give our separate Report in the "Annexure"

g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Consolidated Ind AS Financial Statements disclose the impact of pending litigations on the consolidated financial position of the Holding Company - Refer Note no. 38 to the Consolidated Ind AS Financial Statements;

(ii) The Holding Company did not have any material foreseeable losses on long term contracts including derivative contracts;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company.

For MAIYA & MAIYA

Chartered Accountants

ICAI Firm Registration No: 001944S

RAVI PRASAD K

Partner

Membership No: 228348

Place: Bengaluru

Date: June 12th, 2018.

ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of Members of Maha Rashtra Apex Corporation Limited on the Consolidated Ind AS Financial Statements for the year ended March 31, 2018]

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

In conjunction with our audit of the Consolidated Ind AS Financial Statements of the Company as of and for the year ended March 31, 2018, we have audited the internal financial controls over financial reporting of the Holding Company, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective 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 Holding Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 and the audit evidence obtained by the other auditor in terms of its report referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting, of the Holding Company.

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or

fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Holding Company, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

Other Matter

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to one which is a company incorporated in India, is based on the corresponding report of the auditor of such company.

For MAIYA & MAIYA

Chartered Accountants

ICAI Firm Registration No: 001944S

RAVI PRASAD K

Partner

Membership No: 228348

Place: Bengaluru

Date: June 12th, 2018

CONSOLIDATED BALANCE SHEET AS ON - 31.03.2018

₹ in lakhs

Particulars	Note No.	Current Year 31-March-2018	Previous Year 31-March-2017	Previous Year 31-March-2016
I ASSETS				
NON-CURRENT ASSETS				
Property, plant and equipment	4	10.07	10.20	79.42
Other Intangible assets	5	0.01	0.01	0.01
Investment in Property	6	291.36	293.04	111.35
Investment in Associates	7	18,579.17	13,540.97	11,269.54
Financial assets				
Investments	7	382.37	298.65	214.88
Other Tax Assets	8	274.07	350.29	346.52
Other non-current assets	9	135.00	135.00	2.20
TOTAL NON-CURRENT ASSETS		19,672.05	14,628.16	12,023.92
CURRENT ASSETS				
Inventories	10	13.31	13.31	13.31
Financial assets				
Investments	11	84.29	79.26	68.35
Trade receivables	12	44.78	37.12	29.68
Cash and cash equivalents	13	196.55	341.17	386.62
Other financial assets	14	70.74	71.79	209.61
Other current assets	15	-	-	1.06
Assets classified as held for sale		32.40	32.62	32.82
Total current assets		442.07	575.27	741.45
Total Assets		20,114.12	15,203.43	12,765.37
II EQUITY & LIABILITIES				
EQUITY				
Equity Share Capital	16	1,411.78	1,411.16	1,411.12
Other Equity	17	7,683.43	2,297.71	(614.51)
Equity attributable to equityholders of the parent		9,095.21	3,708.87	796.61
Non Controlling Interest		1.00	1.00	1.00
Total equity		9,096.21	3,709.87	797.61
Non-current liabilities				
Deferred tax liabilities (Net)		-	-	-
Total non-current Liabilities		-	-	-
Current Liabilities				
Financial liabilities				
Trade payables	18	38.29	12.82	14.58
Other financial liabilities	19	7,382.62	8,165.14	8,589.63

₹ in lakhs

Particulars	Note No.	Current Year 31-March-2018	Previous Year 31-March-2017	Previous Year 31-March-2016
Current tax liabilities (Net)	20	0.74	15.55	11.50
Other current liabilities	21	8.58	0.05	0.05
Liabilities directly associated with the assets classified as held for sale		3,587.68	3,300.00	3,352.00
Total Current Liabilities		11,017.91	11,493.56	11,967.76
Total equity and liabilities		20,114.12	15,203.43	12,765.37

Summary of significant accounting policies

3

The accompanying summary of significant accounting policies and other explanatory information are an integral part of the consolidated financial statements.

For and on behalf of the Board of Directors of
Maha Rashtra Apex Corporation Limited

As per our report of even date

Aspi Nariman Katgara
 Managing Director
 Din: 06946494

K B Shetty
 Chairman
 DIN: 01451944

For MAIYA & MAIYA
 Chartered Accountants
 ICAI Firm Registration Number: 001944S

J M Panday
 Company Secretary/CFO

S S Kamath
 Director
 DIN: 01039656

S R Gowda
 Director
 Din: 00046329

Jyothi V B
 Director
 DIN: 07133349

Ravi Prasad K
 Partner
 Membership Number: 228348

Place: Bengaluru
 Date: 12.06.2018

Place: Bengaluru
 Date: 12.06.2018

CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2018

₹ in lakhs

Particulars	Note No.	Current Year 31-March-2018	Previous Year 31-March-2017
Income			
Revenue from Operations	22	341.34	226.87
Other Income	23	677.82	688.58
Total Income		1,019.16	915.45
Expenses			
Employee Benefits Expenses	24	359.87	234.53
Finance Cost	25	139.64	158.55
Depreciation and Amortisation	26	2.81	2.89
Other Expenses	27	133.62	170.94
Total Expense		635.94	566.91
Profit/(loss) before Exceptional Items and Tax		383.22	348.54
Exceptional Items (refer note no. 28)		81.22	244.58
Profit/(loss) before Tax		464.44	593.12
Tax Expense			
Current Tax		79.05	16.00
Adjustment of tax relating to earlier periods		-1.57	-7.61
MAT Credit Entitlement		-	-
Deferred Tax		-	-
Total tax expense		77.48	8.39
Profit/(loss) after Tax before share of profit / (loss) of associate		386.96	584.73
Share of Profit / (loss) of associates		5,008.15	2,321.43
Profit/(loss) for the year		5,395.11	2,906.16
Other comprehensive income not to be reclassified to profit or loss in subsequent year:			
Re-measurement gains/ (losses) on defined benefit plans		-10.00	6.02
Income tax effect		-	-
Other comprehensive income / (loss) for the year, net of tax		-10.00	6.02
Profit/(loss) for the year			
Attributable to			
Equity holders of the parent		5,385.11	2,912.18
Non-controlling interest		-	-
Earnings per share			
Basic computed on the basis of profit/(loss) for the year		38.13	20.54
Diluted computed on the basis of profit/(loss) for the year		38.13	20.54
Summary of significant accounting policies	3		

The accompanying summary of significant accounting policies and other explanatory information are an integral part of the consolidated financial statements.

For and on behalf of the Board of Directors of

Maha Rashtra Apex Corporation Limited

As per our report of even date

Aspi Nariman Katgara
 Managing Director
 Din: 06946494

K B Shetty
 Chairman
 DIN: 01451944

For MAIYA & MAIYA
 Chartered Accountants
 ICAI Firm Registration Number: 001944S

J M Panday
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 Director
 DIN: 07133349

Ravi Prasad K
 Partner
 Membership Number: 228348

 Place: Bengaluru
 Date: 12.06.2018

 Place: Bengaluru
 Date: 12.06.2018

Consolidated Statement of changes in Equity for the period ended March 31, 2018

₹ in lakhs

A. Equity share capital	March 31, 2018	March 31, 2017	March 31, 2016
Equity shares of INR 10 each issued, subscribed and fully paid	No.	No.	No.
Opening balance	141.50	141.50	141.50
Changes during the year	-	-	-
Closing balance as per Ind AS	141.50	141.50	141.50
B. Other Equity			
a. Securities Premium			
Balances as per last financial statements	997.53	997.49	997.49
Addition during the year	0.61	0.04	-
At the end of the period as per Ind AS	998.14	997.53	997.49
b. Capital Reserve			
Balances as per last financial statements	78.13	78.13	78.13
Addition during the year	-	-	-
At the end of the period as per Ind AS	78.13	78.13	78.13
c. Capital Redemption Reserve			
Balances as per last financial statements	78.47	78.47	78.47
Addition during the year	-	-	-
At the end of the period as per Ind AS	78.47	78.47	78.47
d. Special Reserve - [Pursuant to RBI (Amendment) Act, 1997]			
Balances as per last financial statements	159.52	159.52	159.52
Addition during the year	-	-	-
At the end of the period as per Ind AS	159.52	159.52	159.52
C. Other Reserves			
i) General reserve			
Balances as per last financial statements	331.20	331.20	331.20
Addition during the year	-	-	-
At the end of the period as per Ind AS	331.20	331.20	331.20
ii) Retained earnings			
Balances as per last financial statements	(8,882.70)	(11,788.86)	(11,765.48)
Profit/(loss) for the year	5,395.11	2,906.16	(23.38)
Less : Appropriations	-	-	-
Ind AS adjustment	-	-	-
Other comprehensive income/(loss) for the period	-	-	-
Re-measurement gains/ (losses) on defined benefit plans	-	-	-
At the end of the period as per Ind AS	(3,487.59)	(8,882.70)	(11,788.86)

₹ in lakhs

	March 31, 2018	March 31, 2017	March 31, 2016
iii) Other Comprehensive Income			
Balances as per last financial statements	9,535.56	9,529.54	4,418.57
Transfer from Statement of Profit and Loss	(10.01)	6.02	5,110.97
Deduction During the year	-	-	-
At the end of the period as per Ind AS	9,525.55	9,535.56	9,529.54

The accompanying summary of significant accounting policies and other explanatory information are an integral part of the consolidated financial statements.

For and on behalf of the Board of Directors of
Maha Rashtra Apex Corporation Limited

As per our report of even date

Aspi Nariman Katgara
 Managing Director
 Din: 06946494

J M Panday
 Company Secretary/CFO

Place: Bengaluru
 Date: 12.06.2018

K B Shetty
 Chairman
 DIN: 01451944

S R Gowda
 Director
 Din: 00046329

Jyothi V B
 Director
 DIN: 07133349

For MAIYA & MAIYA
 Chartered Accountants
 ICAI Firm Registration Number: 001944S

Ravi Prasad K
 Partner
 Membership Number: 228348

Place: Bengaluru
 Date: 12.06.2018

S S Kamath
 Director
 DIN: 01039656

4. Property, Plant and Equipment

₹ in lakhs

Tangible Assets							
	Building	Owned		Leased			
		Office Furniture & Equipments	Motor Cars & Other Vehicles	Plant & machinery	Motor vehicle	Gas cylinder	Furniture
Cost							
At 1 April 2016	68.08	9.96	1.38	-	-	-	-
Additions	-	1.88	-	-	-	-	-
Disposals / Adjustment	-68.08	-1.59	-	-	-	-	-
Impairment Loss	-	-0.43	-	-	-	-	-
Others	-	-	-	-	-	-	-
At 31 March 2017	-	9.82	1.38	-	-	-	-
Additions	-	2.12	-	-	-	-	-
Disposals / Adjustment	-	-1.70	-0.32	-	-	-	-
Impairment Loss	-	-6.32	-	-	-	-	-
At 31 March 2018	-	3.92	1.06	-	-	-	-
Depreciation/ Amortization							
At 1 April 2016	-	-	-	-	-	-	-
Depreciation charge for the year	-	0.76	0.24	-	-	-	-
Disposals / Adjustment	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-
At 31 March 2017	-	0.76	0.24	-	-	-	-
Depreciation charge for the year	-	0.71	0.20	-	-	-	-
Disposals / Adjustment	-	-0.69	-0.30	-	-	-	-
Impairment Loss	-	-6.01	-	-	-	-	-
At 31 March 2018	-	-5.23	0.14	-	-	-	-
Net Book Value							
At 31 March 2018	-	9.15	0.92	-	-	-	-
At 31 March 2017	-	9.06	1.14	-	-	-	-
At 1 April 2016	68.08	9.96	1.38	-	-	-	-

5 Intangible Assets

	Computer Software	Total
Cost		
At 1 April 2016	0.16	0.16
Additions	-	-
Disposals	-	-
At 31 March 2017	0.16	0.16
Additions	-	-
Disposals	-	-
At 31 March 2018	0.16	0.16
Depreciation/ Amortization		
At 1 April 2016	0.15	0.15
Depreciation charge for the year	-	-
Disposals	-	-
At 31 March 2017	0.15	0.15
Depreciation charge for the year	-	-
Disposals	-	-
At 31 March 2018	0.15	0.15
Net Book Value		
At 31 March 2018	0.01	0.01
At 31 March 2017	0.01	0.01
At 31 March 2016	0.01	0.01



NOTES FORMING PART OF CONSOLIDATED BALANCE SHEET AS ON 31-03-2018

₹ in lakhs

Particulars	March 31,2018	March 31, 2017	March 31, 2016
6 Investment in Properties			
Gross carrying amount			
Opening balance	331.11	165.87	142.92
Addition	-	165.24	4.82
Disposal	-	-	-
Closing balance	331.11	331.11	147.74
Depreciation and impairment			
Opening balance	38.07	36.39	34.72
Depreciation	1.68	1.68	1.67
Closing balance	39.75	38.07	36.39
Net block	291.36	293.04	111.35
7 Non Current Investments			
Investment in Equity Instruments			
A. Investment in Associates			
Unquoted Equity Shares, Fair value through P&L			
5693020 Kurlon Limited shares of Rs. 10/- each	18,122.65	13,320.33	11,216.63
Unquoted Equity Shares, at cost			
33990 Manipal Springs Ltd. Shares of Rs. 100/- each	-	-	-
36368 Rajmahal Hotels Ltd. Shares of Rs. 10/- each	16.44	15.56	14.39
58436 Mangala Investments Ltd. Shares of Rs. 10/- each	428.47	269.21	121.39
895000 Manipal Home Finance Ltd. Shares of Rs. 10/- each	402.91	357.22	338.48
Unquoted Equity Shares of Subsidiaries:			
Unquoted, at cost			
5025100 Maharashtra Apex Asset Managment Co. Ltd. shares of Rs. 10/- each	-	-	-
810000 Eldorado Investments Co. (P) Ltd. shares of Rs. 10/- each	-	-	-
1799950 Crimson Estates & Properties Pvt. Ltd. shares of Rs. 10/- each	-	-	-
Total	18,970.47	13,962.32	11,690.89
Less: Dimunition in the value of Investment	391.30	421.35	421.35
Total :::::	18,579.17	13,540.97	11,269.54
B Other Investments			
Quoted Equity Shares :			
Fair Value Through Profit and Loss			
15000 (PY 15000) India Cements Capital & Finance Ltd Equity Shares of Rs. 10/- each fully paid up	-	-	-
25000 (PY 25000) Parekh Platinum Ltd Equity Shares of Rs. 10/- each fully paid up	-	-	-
20000 Voltas Limited shares of Rs. 1/- each	124.12	82.43	55.39
22000 TATA Power Company Limited shares of Rs. 1/- each	17.46	19.91	14.22
9655 HDFC Bank Ltd. Shares of Rs. 2/- each	182.62	139.25	103.43



₹ in lakhs

Particulars	March 31,2018	March 31, 2017	March 31, 2016
Unquoted Equity Shares Others			
Fair value through Profit & Loss account			
1,52,000 Manipal Motors Pvt Ltd Equity shares of Rs 10/- each	-	-	-
4,00,000 Canara Steel Limited Equity shares of Rs 10/- each	48.80	48.80	35.40
16000 I C D S Ltd. shares of Rs. 10/- each	1.88	1.88	1.67
3000 General Investment & Commercial Corporation Ltd. shares of Rs. 10/- each	3.18	3.18	2.88
2000 Shamrao Vithal Co-operative Bank Ltd.shares of Rs. 25/- each	8.64	9.47	8.20
200000 Manipal Motors (P) Ltd. Shares of Rs. 10/- each	20.00	20.00	20.00
4000 MPL Enterprises Ltd. Shares of Rs. 10/- each	0.95	0.95	0.91
750000 Bhooma Automobiles (P) Ltd. shares of Rs. 10/- each	75.00	75.00	75.00
Investment in Government or Trust Securities (at amortised cost)			
6 year National Savings Certificate at cost	0.14	0.14	0.14
Investment in Debentures or Bonds			
Unquoted Debentures (at amortised cost)			
750 Jay Rapid Roller Limited Debentures of Rs. 1000/- each	7.50	7.50	7.50
Less: Demuntion In the value of Investment	(107.92)	(109.86)	(109.86)
Total :::::	382.37	298.65	214.88
Aggregate book value of quoted investments	25.56	25.56	25.56
Market value of quoted investments	324.20	241.59	173.04
Aggregate amount of unquoted investments	92.93	92.93	79.53
Aggregate amount of impairment in value of investments	-	-	-
8 Other Tax Assets - Non current			
Advance Income-Tax and TDS - Net of Provision	255.68	343.57	343.18
MAT Credit	18.39	6.72	3.34
Total :::::	274.07	350.29	346.52
9 Other Asset Non Current			
Advance for purchase of property	135.00	135.00	-
Term Deposits with banks with maturity period beyond 12 months	-	-	2.20
Total :::::	135.00	135.00	2.20
10 Inventory (Valued at the lower value of cost or realisable value)			
Stock-in-Trade - Decree Debts	13.29	13.29	13.29
Stock-in-Trade	0.02	0.02	0.02
Total :::::	13.31	13.31	13.31
11 Current Investments			
Investment in Mutual Funds:			
Quoted investments - Fair Value Through Profit and Loss (FVTPL)			
54001.28 Franklin Tempelton India - Balanced (Growth) @ 15.62 each	60.66	58.72	50.09



₹ in lakhs

	March 31, 2018	March 31, 2017	March 31, 2016
349701.602 units of UTI - Bluechip Flexicap Fund (Div) of Rs. 10/- each	21.53	18.44	16.30
6500 units of UTI - Mastershare (Div) of Rs. 10/- each	2.10	2.10	1.96
Total ::::	84.29	79.26	68.35
Aggregate book value of mutual funds	23.76	23.76	23.76
Market value of mutual fund investments	84.29	79.26	68.35
12 Trade receivables - Current			
Unsecured, considered good			
Trade receivables - Dues exceeding Six Months	354.64	399.44	536.44
Trade receivables - others	43.37	12.87	6.98
Trade receivables - subsidiaries (Note 38)	-	-	-
Less: Provision for doubtful debts	(353.23)	(375.19)	(513.74)
Total	44.78	37.12	29.68
13 Cash and cash equivalents			
A. Cash & Cash Equivalents			
Cash on hand	2.68	2.35	3.69
Balances with Banks			
On Current account	48.91	331.64	93.69
Deposits with maturity less than 3 months	144.45	6.40	288.26
Stamps in hand	0.04	0.27	0.40
Stock of Stationery on hand at cost	0.47	0.51	0.58
Total ::::	196.55	341.17	386.62
B. Other Bank Balances			
Deposits with maturity for more than 12 months	-	-	-
Deposits with maturity for more than 3 months but less than 12 months	-	-	-
Total ::::	196.55	341.17	386.62
14 Other Financial Asset			
Current			
Security Deposits	12.38	12.38	12.38
Other Advances	3.73	2.42	128.44
Others Receivable	300.61	313.83	308.07
Others Deposite	15.55	16.50	22.29
Loans and advances to others	29.75	23.64	23.65
Demand Loans	1,108.21	1,128.37	1,384.77
Staff Demand Loan	0.60	1.15	1.96
Recovery under Chit Scheme	18.91	18.91	18.91
Bills Discounted	99.08	105.20	119.90
Business imprest advance	-	0.01	0.01
Interest accrued but not due	0.03	-	-
Interest accrued on Investments	1.18	-	10.01
Less: Provision for doubtful receivables	(1,519.29)	(1,550.62)	(1,820.78)
Total ::::	70.74	71.79	209.61

Particulars	March 31, 2018	March 31, 2017	March 31, 2016
15 Other Asset			
Current			
Deferred Revenue Expenses	-	-	1.06
Total ::::	-	-	1.06
16 Equity Share Capital			
Authorised Capital: 20,000,000 Equity Shares of Rs. 10/- each	2,000.00	2,000.00	2,000.00
Total ::::	2,000.00	2,000.00	2,000.00
Issued, Subscribed and Paid-up Capital (Fully Paid-up): 14,150,100, April 01, 2016: 14,150,100) Equity Shares of Rs 10/- each fully Called-Up)	1,415.01 (3.23)	1,415.01 (3.85)	1,415.01 (3.89)
Less: Calls Unpaid: 316,200 14% Redeemable Cumulative Preference shares of Rs. 10/- each	-	-	-
Total ::::	1,411.78	1,411.16	1,411.12

Reconciliation of Number of Shares Outstanding at the beginning and at the end of the reporting periods

Equity Shares	March 31, 2018		March 31, 2017		March 31, 2016	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
At the beginning of the year	1,41,50,100	1,415.01	1,41,50,100	1,415.01	1,41,50,100	1,415.01
Changes during the year	-	-	-	-	-	-
At the end of the year	1,41,50,100	1,415.01	1,41,50,100	1,415.01	1,41,50,100	1,415.01

Details of shares in the Company held by each shareholder holding more than 5% shares:

Equity Shares	March 31, 2018		March 31, 2017		March 31, 2016	
	No. of Shares	%	No. of Shares	%	No. of Shares	%
M/s Manipal Holdings (P) Ltd	2,488,875.00	17.59%	2,488,875.00	17.59%	2,488,875.00	17.59%
Mrs Jaya S Pai	1,627,365.00	11.50%	1,627,365.00	11.50%	21,27,365.00	15.03%
M/s Chitrakala Invesment Trade & Business Finance Ltd.	906,297.00	6.40%	906,297.00	6.40%	906,297.00	6.40%
M/s Metropolis Builders (P) Ltd.	1,890,150.00	13.36%	1,888,364.00	13.35%	13,62,743.00	9.63%
Preference Shares						
M/s General Investment & Commercial Corporation Limited	20100	6.36%	20100	6.36%	20100	6.36%
M/s Kurlon Limited	29200	9.23%	-	-	-	-



Terms / rights attached to shares

The equity shares have a par value of Rs 10 per share. Each shareholders is eligible for one vote per each share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in the case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company (after distribution of all preferential amounts including payment to the preference shareholders) in proportion to their shareholding.

₹ in lakhs

Particulars	March 31, 2018	March 31, 2017	March 31, 2016
17 Other Equity			
a. Securities Premium			
At the beginning of the year	997.53	997.49	997.49
Increase/(decrease) during the year	0.61	0.04	-
As at end of year	998.14	997.53	997.49
b. Capital Reserve			
At the beginning of the year	78.13	78.13	78.13
Increase/(decrease) during the year	-	-	-
At the end of the year	78.13	78.13	78.13
c. Capital Redemption Reserve			
At the beginning of the year	78.47	78.47	78.47
Increase/(decrease) during the year	-	-	-
At the end of the year	78.47	78.47	78.47
d. Special Reserve - [Pursuant to RBI (Amendment) Act, 1997]			
At the beginning of the year	159.52	159.52	159.52
Increase/(decrease) during the year	-	-	-
At the end of the year	159.52	159.52	159.52
e. Other Reserves			
i) General Reserve			
At the beginning of the year	331.20	331.20	331.20
Increase/(decrease) during the year	-	-	-
As at end of year	331.20	331.20	331.20
ii) Retained Earnings			
At the beginning of the year	(8,882.70)	(11,788.86)	(11,765.48)
Profit / (loss) for the year	5,395.11	2,906.16	(23.38)
Amount available for apportionments	(3,487.59)	(8,882.70)	(11,788.86)
Less : Appropriation	-	-	-
Less : Negative Minority Interest	-	-	-
Balance at the End of the year	(3,487.59)	(8,882.70)	(11,788.86)
iii) Other Comprehensive Income			
Balance as per Last balance Sheet	9,535.56	9,529.54	4,418.57
Transfer from Statement of Profit and Loss	(10.00)	6.02	5,110.97
Deduction During the year	-	-	-
As at end of year	9,525.56	9,535.56	9,529.54
iv) Capital Reserve / (Goodwill on Consolidation)			
	-	-	-
Total Other Reserves	6,369.17	984.06	(1,928.12)
Total Other Equity	7,683.43	2,297.71	(614.51)



₹ in lakhs

Particulars	March 31, 2018	March 31, 2017	March 31, 2016
18 Trade Payables			
Current			
Total outstanding dues of creditors other than micro and small enterprises	-	-	-
Trade payables - others	37.19	11.91	13.89
Liabilities for Expenses	1.10	0.91	0.69
Total :::	38.29	12.82	14.58
19 Other Financial liabilities - Current			
Secured			
200 13.5% Redeemable Cumulative Preference shares of Rs. 10/- each	0.20	0.20	0.20
Lease Security Deposits	438.78	438.78	446.53
Unpaid Creditors being outstanding Bonds/Deposits with interest	4,043.61	4,655.53	4,982.93
Deposit for Bonds with interest less than Rs. 5000/-*	71.87	75.99	81.87
Delayed period interest on deposit (Secured by first charge on Co's financial assets, book debts & receivables)	2,167.24	2,370.97	2,442.59
316,200 14% Redeemable Cumulative Preference shares of Rs. 10/- each	31.62	31.62	31.62
Unsecured			
Inter Corporate Deposits	561.81	561.81	561.81
Rent Security Deposit	6.40	8.10	6.60
TDS for Payments made 2017-2018	0.49	0.41	0.37
Liabilities for Expenses	23.42	18.44	21.27
Other Advances	0.19	0.44	0.40
Advances for sale of property	14.48	-	-
Collection and other Accounts	0.99	0.62	0.62
Other Payables	1.63	1.63	1.63
Expenses Payable	19.89	0.60	11.19
Total :::	7,382.62	8,165.14	8,589.63
20 Current tax liabilities (Net)			
Provision for Taxation net of TDS	0.74	15.55	11.50
Total :::	0.74	15.55	11.50
21 Other liabilities			
Current			
Duties & Taxes	8.58	0.05	0.05
Total :::	8.58	0.05	0.05



Notes to Consolidated Financial Statements for the year ended March 31, 2018

₹ in lakhs

Particulars	March 31, 2018	March 31, 2017
22 REVENUE FROM OPERATIONS		
Income from Hire Purchase, Lease, Loans & Advances	55.93	33.49
Lodging Business	12.60	12.60
Supervision Charges Received	272.81	180.50
Rent	-	0.28
Total ::::	341.34	226.87
23 OTHER INCOME		
Interest Income		
On Bank Deposits	9.28	29.49
On Others	6.57	0.80
Compensation charges received	12.00	12.00
Profit/loss on Sale of Investment	-	180.85
Rebate on Pension under PMRPY Scheme	0.76	-
Service Charges	0.78	0.89
Income from House Property	11.29	8.97
Dividend Income on long term Investments	2.46	7.33
Interest Remission from Bonds/Deposits	540.14	340.84
Profit/loss on Sale of Assets	(0.82)	6.42
Sale of scrap papers	-	0.05
Fair value gain on financial instruments at fair value through profit or loss	92.23	88.68
Miscellaneous Receipts	3.13	12.26
Total ::::	677.82	688.58
24 EMPLOYEE BENEFITS EXPENSE		
Salaries, Wages and Bonus	288.71	207.16
Contribution to Provident and Other Funds	29.79	22.01
Gratuity Expenses	38.25	1.16
Staff Welfare Expenses	3.12	4.20
Total ::::	359.87	234.53
25 FINANCE COST		
Deposit Interest cost	139.64	158.55
Total ::::	139.64	158.55
26 DEPRECIATION AND AMORTISATION		
Depreciation on tangible fixed assets	2.81	2.89
Amortisation on intangible fixed assets	-	-
Total ::::	2.81	2.89
27 OTHER EXPENSES		
Electricity Expenses	1.68	1.58
Rent	8.73	8.49
Rates & Taxes	11.87	5.59
Filing fees	0.11	0.13
Property tax paid (let out property)	4.96	0.51
Profession tax paid	0.10	-
Insurance	0.25	0.26
Repairs and Maintenance		
Buildings	9.10	4.07



₹ in lakhs

Particulars	March 31, 2018	March 31, 2017
Others repair & maintenance	27.32.	14.02
repairs & maintenance (let out property)	-	0.46
Maintenance charges	1.31	0.69
Advertisement Charges	3.27	1.13
Printing and Stationery	2.55	1.15
Postage and Telephones	5.29	3.71
Travelling Expenditure	2.36	2.31
Legal & Professional Charges	25.13	20.07
Directors - Sitting Fees	0.56	0.24
Payment to Auditor as		
i) Audit Fees	4.32	3.99
ii) Company Law Matters	0.29	0.29
iii) Tax Matters	0.03	0.58
iv) Other Matters	0.17	0.86
v) Certification Charges	-	0.40
vi) Out of Pocket Expenses	-	0.38
Compensation Charges Paid	1.34	1.34
Reimbursement of Recovery Expenses	0.28	0.31
Supervision Charges Paid	1.55	6.89
Society Maintenance Charges	1.53	1.54
Deferred Revenue Expenses amortized	-	1.06
Sundry balance written off	-	28.87
Bad Debts written off	-	52.20
Commission Paid	8.14	-
Interest Paid on Statutory dues	0.03	-
Welfare Expenses	0.03	0.15
Interest on Delayed Payment of Property Tax	2.51	-
Miscellaneous Expenses	8.41	7.41
Bank Charges	0.40	0.26
Total :::::	133.62	170.94
28 Exceptional Items		
Exceptional Income:		
Provision for Diminution in Value of Investment	32.00	-
Depreciation Reserve written back	-	55.15
Bad Debts Recovered	45.05	76.79
NPA Provision	49.99	408.71
	127.04	540.65
Exceptional Expenses:		
Bad Debts Written off	45.50	295.64
Impairment Loss	0.32	0.43
	45.82	296.07
Exceptional Expenses/Income	81.22	244.58

29 Earnings per Share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of Equity shares outstanding during the period/year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.



The following reflects the income and share data used in the basic and diluted EPS computations:

₹ in lakhs

Particulars	March 31, 2018	March 31, 2017
Nominal Value of Equity Shares (Rs. Per Share)	10.00	10.00
Total number of equity shares outstanding at the beginning of the period	14,150,100	14,150,100
Add : Issue of Equity Shares during the period	-	-
Total number of equity shares outstanding at the end of period	14,150,100	14,150,100
Weighted average number of equity shares at the end of period	14,150,100	14,150,100
Profit / (Loss) for the period(Rs.)	5,395.11	2,906.16
Basic and Diluted Earnings per share not annualized (Rs.)	38.13	20.54

30 Details of dues to micro and small enterprises as per MSMED Act, 2006

There are no Micro and Small Enterprises as defined in the Micro and Small Enterprises Development Act, 2006 to whom the Company owes dues on account of principal amount together with interest and accordingly no additional disclosures have been made. The above information regarding Micro and Small Enterprises has been determined to the extent such parties has been identified on the basis of information available with the Company.

31 Fair Values

The carrying values of financials instruments of the Company are reasonable and approximations of fair values.

Particulars	Carrying amount		Fair Value	
	March 31, 2018	March 31, 2017	March 31, 2018	March 31, 2017
Financial assets				
Financial assets measured at amortised cost				
Loans	248.14	260.48	-	-
Other Financial Assets	7.84	1,158.05	70.74	71.79
Trade receivable	197.54	320.98	44.78	37.12
Assets classified as held for sale	32.40	32.62	32.40	32.62
Cash and cash equivalents	196.55	341.17	196.55	341.17
Total financial assets carried at amortised cost	682.47	2,113.30	344.47	482.70
Financial assets measured at fair value through statement of Profit & Loss				
Investments (quoted)	76.16	36.14	408.49	320.86
Investments (unquoted)	1,483.71	1,802.80	18,637.34	13,598.02
Financial assets measured at fair value through statement of Profit & Loss	1,559.87	1,838.94	19,045.83	13,918.88
Financial liabilities				
Financial liabilities measured at amortised cost				
Borrowings	15.76	15.76	-	-
Trade payables	4.50	2.67	38.29	12.82
Other financial liabilities	7,554.27	8,379.07	7,382.62	8,165.14
Total Financial liabilities measured at amortised cost	7,574.53	8,397.50	7,420.91	8,177.96

The Management assessed that carrying amount of Loans, Cash and Cash Equivalents, Borrowings, Trade Payables and Other Financial Assets & Liabilities are reasonable estimates of their Fair Value.

32 Employee benefits as per Ind As 19 "Employee benefits"

(a) Defined contribution plans:

The following amount recognized as an expense in Statement of profit and loss on account of provident fund and other funds. There are no other obligations other than the contribution payable to the respective authorities.

Retirement benefit in the form of provident fund is a defined contribution scheme. The contributions to the provident fund are charged to the statement of profit and loss for the year when the contributions are due. The company has no obligation, other than the contribution payable to the provident fund.

(b) Defined benefit plan:

The Company operates a gratuity plan wherein every employee is entitled to a benefit equivalent to 15 days salary (includes dearness allowance) last drawn for each completed year of service. The same is payable on termination of service, or retirement, or death, whichever is earlier. The benefits vests after five years of continuous service. Gratuity benefits are valued in accordance with the Payment of Gratuity Act, 1972.

₹ in lakhs

(i) Net benefit expense recognised in profit or loss			
	March 31, 2018	March 31, 2017	March 31, 2016
Current service cost	2.12	1.68	0.82
Interest expense	0.09	-1.07	-1.22
Total amount recognized in profit or loss	2.21	0.61	-0.40
(ii) Other Comprehensive Income for the current period			
	March 31, 2018	March 31, 2017	March 31, 2016
(Gain)/loss from changes in financial assumptions	(0.73)	1.91	0.00
Experience (gain)/loss for plan liabilities	6.29	15.35	0.46
Return on plan assets excluding amounts included in interest income	(0.98)	(0.46)	(0.19)
Amounts recognized in Other Comprehensive Income	4.58	16.80	0.27
(iii) Reconciliation of opening and closing balances of the defined benefit obligation:			
	March 31, 2018	March 31, 2017	March 31, 2016
Present value of obligation as at the beginning of the year	35.68	17.81	17.43
Current service cost	2.12	1.68	0.82
Interest expense	2.28	1.12	1.31
Total amount recognized in profit or loss	40.08	20.61	19.56
Re-measurements			
(Gain)/loss from changes in financial assumptions	(0.73)	1.91	0.00
Experience (gain)/loss for plan liabilities	6.29	15.35	0.46
Total amount recognized in other comprehensive income	5.56	17.26	0.46
Benefits paid	(8.18)	(2.19)	(2.20)
Present value of obligation as at the end	37.46	35.68	17.82
(iv) Reconciliation of opening and closing balances of the fair value of plan assets:			
	March 31, 2018	March 31, 2017	March 31, 2016
Fair value of plan assets at the beginning	34.32	33.65	32.18
Interest Income	2.19	2.19	2.52
Return on plan assets excluding amount included in interest income	0.98	0.46	0.19
Contributions by employer	0.10	0.21	0.96
Benefits paid	(8.18)	(2.19)	(2.20)
Fair value of plan assets at the end	29.41	34.33	33.65
Less: Interest accounted in other income	0.00	0.00	0.00
Fair value of plan assets at the end excluding interest	29.41	34.33	33.65
Net defined benefit liability			
Present value of funded obligations	37.46	35.68	17.82
Fair value of plan assets	29.41	34.33	33.65
Net defined benefit liability	8.05	1.35	(15.83)



(v) Bifurcation of liability as per schedule III	March 31, 2018	March 31, 2017	March 31, 2016
Current Liability	8.05	1.35	(15.83)
Non-Current Liability	-	-	-
	8.05	1.35	(15.83)
Discount rate	March 31, 2018	March 31, 2017	March 31, 2016
Future salary growth	7.22%	6.72%	8.00%
Retirement age	60.00%	6.00%	6.00%
	60	60	60
Mortality table	March 31, 2018	March 31, 2017	March 31, 2016
Withdrawal rate (p.a.)	Indian Assured Lives Mortality (2006-08) Table 5% at all age	Indian Assured Lives Mortality (2006-08) Table 5% at all age	Indian Assured Lives Mortality (2006-08) Table 5% at all age

The estimates of future salary increases, considered in actuarial valuation, is based on inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

(vii) Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

	March 31, 2018	March 31, 2017	March 31, 2016
Discount rate (1% increase)	3,609,194	3,321,538	1,658,387
Discount rate (1% decrease)	3,895,258	3,872,392	1,937,698
Future salary growth (1% increase)	3,895,608	3,831,721	1,937,401
Future salary growth (1% decrease)	3,606,391	3,357,215	1,636,070
Withdrawal rate (1% increase)	3,746,966	3,321,538	1,788,028
Withdrawal rate (1% decrease)	3,744,630	3,321,538	1,774,166

The sensitivity analysis above have been determine based on reasonably possible change of the respective assumptions occurring at the end of the reporting period, whileholding all other assumptions constant.

The estimates of future salary increases, considered in actuarial valuation, is based on inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

33 First-time adoption of Ind AS

Transition to Ind AS

These are the company's first financial statements prepared in accordance with Ind AS.

The accounting policies set out in Note 1 have been applied in preparing the financial statements for the year ended 31st March 2018, the comparative information presented in these financial statements for the year ended 31st March 2017 and in the preparation of an opening Ind AS balance sheet at 1st April 2016 (the company's date of transition). In preparing its opening Ind AS balance sheet, the company has adjusted the amounts reported previously in financial statements prepared in accordance with the accounting standards notified under Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the Act (previous GAAP or Indian GAAP). An explanation of how the transition from previous GAAP to Ind AS has affected the company's financial position, financial performance and cash flows is set out in the following tables and notes.

A. Exemptions and exceptions availed

Set out below are the applicable Ind AS 101 optional exemptions and mandatory exceptions applied in the transition from previous GAAP to Ind AS.

A.1: Ind AS optional exemptions

A.1.1: Deemed cost

Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its



deemed cost as at the date of transition.

Accordingly, the company has elected to measure all of its property, plant and equipment, as recognised in its previous GAAP financials as its deemed cost at the transition date.

A.2: Ind AS mandatory exceptions

A.2.1: Estimates

An entity estimates in accordance with Ind ASs at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error.

Ind AS estimates as at 1st April 2016 and 31st March 2017 are consistent with the estimates as at the same date made in conformity with previous GAAP.

A.2.2: Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets (investment in debt instruments) on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

B. Reconciliations between previous GAAP and Ind AS

Ind AS 101 requires an entity to reconcile equity, total comprehensive income and cash flows for prior periods. The following tables represent the reconciliations from previous GAAP to Ind AS.

Balance sheet reconciliation as at 1st April, 2016

₹ in lakhs

	Notes to first-time adoption	Previous GAAP *	Ind AS adjustments	Ind AS
ASSETS				
Non-current assets				
Property, plant and equipment		79.42	-	79.42
Investment Property		134.34	(22.99)	111.35
Goodwill		492.53	(492.53)	-
Other Intangible assets		-	0.01	0.01
Investment in Associates		1,739.67	9,529.87	11,269.54
Financial assets				
Investments		106.16	108.72	214.88
Other Tax Assets		346.52	-	346.52
Other non-current assets		70.11	(67.91)	2.20
Total non-current assets		2,968.75	9,055.17	12,023.92
Current assets				
Inventories		13.31	-	13.31
Financial assets				
Investments		23.76	44.59	68.35
Trade receivables		60.14	(30.46)	29.68
Cash and cash equivalents		386.62	-	386.62
Other financial assets		1,251.39	(1,041.78)	209.61
Other current assets		1.06	-	1.06
Assets classified as held for sale		-	32.82	32.82
Total current assets		1,736.28	(994.83)	741.45
Total Assets		4,705.03	8,060.34	12,765.37



Notes to first-time adoption	Previous GAAP *	Ind AS adjustments	Ind AS
EQUITY & LIABILITIES			
Equity			
Equity Share Capital	1,442.74	(31.62)	1,411.12
Other Equity	(8,674.85)	8,060.34	(614.51)
Equity attributable to equityholders of the parent	(7,232.11)	8,028.72	796.61
Non Controlling Interest	1.00	-	1.00
Total equity	(7,231.11)	8,028.72	797.61
Non-current liabilities			
Deferred tax liabilities (Net)	-	-	-
Total non-current Liabilities	-	-	-
Current Liabilities			
Financial liabilities			
Borrowings	-	-	-
Trade payables	14.58	-	14.58
Other financial liabilities	8,558.01	31.62	8,589.63
Current tax liabilities (Net)	11.50	-	11.50
Other current liabilities	0.05	-	0.05
Liabilities directly associated with the assets classified as held for sale	3,352.00	-	3,352.00
Total Current Liabilities	11,936.14	31.62	11,967.76
Total liabilities	11,936.14	31.62	11,967.76
Total equity and liabilities	4,705.03	8,060.34	12,765.37
* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.			
Balance sheet reconciliation as on 31st March, 2017			
ASSETS			
Non-current assets			
Property, plant and equipment	10.20	-	10.20
Investment Property	269.44	23.60	293.04
Goodwill	492.53	(492.53)	-
Other Intangible assets	0.01	-	0.01
Investment in Associates	1,840.95	11,700.02	13,540.97
Financial assets			
Investments	11.45	287.20	298.65
Other Tax Assets	350.29	-	350.29
Other non-current assets	202.91	-67.91	135.00
Total non-current assets	3,177.77	11,450.39	14,628.16
Current assets			
Inventories	13.31	-	13.31
Financial assets	-	-	-
Investments	23.76	55.50	79.26
Trade receivables	37.12	-	37.12
Cash and cash equivalents	341.17	-	341.17
Other financial assets	735.33	(663.53)	71.79
Assets classified as held for sale	-	32.62	32.62
Total current assets	1,150.69	(575.42)	575.27
Total Assets	4,328.46	10,874.97	15,203.43



	Notes to first-time adoption	Previous GAAP *	Ind AS adjustments	Ind AS
EQUITY & LIABILITIES				
Equity				
Equity Share Capital		1,442.78	(31.62)	1,411.16
Other Equity		(8,577.26)	10,874.97	2,297.71
Equity attributable to equityholders of the parent		(7,134.48)	10,843.35	3,708.87
Non Controlling Interest		1.00	-	1.00
Total equity		(7,133.48)	10,843.35	3,709.87
Non-current liabilities				
Deferred tax liabilities (Net)		-	-	-
Total non-current Liabilities		-	-	-
Current Liabilities				
Financial liabilities				
Borrowings		-	-	-
Trade payables		12.82	-	12.82
Other financial liabilities		8,133.52	31.62	8,165.14
Current tax liabilities (Net)		15.55	-	15.55
Other current liabilities		0.05	-	0.05
Liabilities directly associated with the assets classified as held for sale		3,300.00	-	3,300.00
Total Current Liabilities		11,461.94	31.62	11,493.56
Total equity and liabilities		4,328.46	10,874.97	15,203.43

* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

Reconciliation of total comprehensive income for the year ended 31st March, 2017

Income			
Revenue from Operations	54.51	172.36	226.87
Other Income	609.11	79.47	688.58
Total Income	663.62	251.83	915.45
Expenses:			
Employee Benefits Expense	69.05	165.48	234.53
Finance Cost	158.55	-	158.55
Depreciation and Amortisation	2.89	-	2.89
Other Expenses	163.95	6.99	170.94
Total Expenses	394.44	172.47	566.91
Profit before Exceptional Items and Tax	269.18	79.36	348.54
Exceptional Items	(155.01)	(399.59)	244.58
Profit before Tax	114.17	478.95	593.12



₹ in lakhs

Tax Expense:			
Current Tax	16.00	-	16.00
Tax For Earlier Years	(7.61)	-	(7.61)
Tax on Distributed Income- Buy back	-	-	-
Deferred Tax	-	-	-
Total Tax Expense:	8.39	-	8.39
Profit/(loss) after Tax before share of profit / (loss) of associate	105.78	478.95	584.73
Share of Profit / (loss) of associates	-	2,321.43	2,321.43
Profit/(loss) for the year	105.78	2,800.38	2,906.16
Other Comprehensive Income	(9.21)	15.23	6.02
Total comprehensive income for the year	96.57	494.18	2,912.18

* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

Reconciliation of total equity as at 31st March, 2017 and 1st April 2016

Particulars	Note	March 31, 2017	April 1, 2016
Total equity under previous GAAP		(7,133.48)	(7,232.11)
Ind AS adjustments:		10,843.35	8,029.73
Total equity under Ind AS		3,709.87	797.62
Reconciliation of total comprehensive income for the year ended March 31, 2017			
Particulars	Note	March 31, 2017	
Profit / (Loss) after tax under previous GAAP			96.57
Ind AS adjustments:			2,815.61
Total comprehensive income under Ind AS			2,912.18

Notes to first-time adoption

Fair value of Investments

Under IGAAP, Long-term investments were valued at cost. As per Ind AS 109, investments needs to be stated at fair value. The difference between fair value and book value as on April 01, 2016 has been recognised through retained earnings.

₹ in lakhs

34. Tax Expense		
(a) Tax charge/(credit) recognised in profit or loss		
Particulars	March 31, 2018	March 31, 2017
Current tax:		
Current Tax on Profit for the Year	32.60	26.54
Charge/(credit) in respect of current tax for earlier years	(29.70)	(18.15)
Additional Adhoc Provision made	74.30	-
MAT credit entitlement	0.28	-
Total Current tax	77.48	8.39
Deferred Tax: (See Note Below)*	-	-
Origination and reversal of temporary differences	-	-
Total Deferred Tax	-	-
Net Tax expense	77.48	8.39
Effective Income tax rate	19.66%	19.66%

₹ in lakhs

(b) A reconciliation of income tax expense applicable to accounting profits / (loss) before tax at the statutory income tax rate to recognised income tax expense for the year indicated are as follows:

	March 31, 2018	March 31, 2017
Accounting profit/(loss) before tax	464.44	593.12
Statutory income tax rate	19.66%	19.66%
Tax at statutory income tax rate	91.29	116.58
Tax on Exempted Income	(0.47)	(1.40)
Mat Credit	0.28	-
Charge/(credit) in respect of current tax for earlier years	(29.70)	(22.59)
Tax Effect on Account of withdrawal of Provision	(15.62)	(77.88)
Short Provision made	-	-
Net Tax effect on Brought forward Depreciation Loss MAT Purpose	(42.60)	-
Additional Adhoc Provision made	74.30	(6.32)
Total	77.48	8.39

*Note: Deferred Tax Not recognised as there is uncertainty that sufficient future taxable income will be available against which such deferred tax can be realised.

35 As per the Scheme of Compromise and Arrangement of the holding company sanctioned by the High Court of Karnataka under section 391 to 394 of the Companies Act, 1956 vide its order dated 08.10.2004 and filed with the Registrar of Companies, Karnataka on 15.12.2004, which is the effective date, the holding company has not carried on any business of non-banking financial company during the year except recoveries of advances done in earlier years and repayment of liabilities. company has started repaying the deposits/bonds as per the terms of the Scheme and the total reduction in liability during the year amounted to Rs. 819.77 lakhs.

All the Installments as per the scheme have fallen due on 15th September 2009 and 15th June 2009 and aggregate short fall in repayment as per the scheme up to 31.03.2018 amounts to Rs. 6282.72 lakhs.

36 Though the holding company is incurring losses since 2001 and its substantial funds are blocked in non-performing assets, the accounts have been prepared on going concern basis, as it has started implementing the scheme sanctioned by the High Court of Karnataka and the management is of the view that the company will be able to recover its dues from most of the borrowers/debtors and monitor effectively the deficit in operations.

37 Contingent Liabilities:

- Suits against the holding company for damages not acknowledged as debt: Rs. 0.28 lakhs.
- No Provision is made in the books for disputed Income Tax Liability for the Assessment years 1998-99 to 2000-01 aggregating Rs 264.82 lakhs as the appeals filed by the company are pending disposal. The disputed tax has been adjusted by the Department out of refund due. The company is of view that No provision is considered necessary in view of the appeals are pending before are Higher Appellate authorities and confident of winning the appeals in favour of the company
- No provision is made in the accounts for the disputed sales tax liability amounting to Rs. 17.54 lakhs for the Assessment Year 1995-96 to 1996-97 as the appeal filed by the Company is pending disposal.
- Arrears of Cumulative Fixed Dividend from 31.03.2001 to maturity date for redemption amounts to Rs.17.14 lakhs.

38 Deferred Tax

The holding company has not accounted Deferred Tax Asset resulting from accumulated losses and excess depreciation claimed in Income-tax, because of uncertainty of availability of sufficient future taxable income. Deferred tax liability represents that of the Subsidiaries.

39 Significant accounting judgements, estimates and assumptions

The preparation of the company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

Operating lease commitments –as lessor

The Company has entered into leases on its property portfolio. The Company has determined, based on an evaluation of the terms and conditions of the arrangements, such as the lease term not constituting a major part of the economic life of the commercial property and the fair value of the asset, that it retains all the significant risks and rewards of ownership of these properties and accounts for the contracts as operating leases.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. These estimates are most relevant to goodwill and other intangibles with indefinite useful lives recognised by the Company.

Taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961. Deferred income taxes reflects the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets and deferred tax liabilities are offset, if legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities related to the taxes on income levied by same governing taxation laws. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each balance sheet date the Company re-assesses unrecognised deferred tax assets. It recognises unrecognised deferred tax assets to the extent that it has become reasonably certain that sufficient future taxable income will be available against which such deferred tax assets can be realised or virtually certain as the case may be.

The carrying amount of deferred tax assets are reviewed at each balance sheet date. The Company writes-down the carrying amount of a deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

Minimum alternative tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay income tax higher than that computed under MAT, during the period that MAT is permitted to be set off under the Income Tax Act, 1961 (specified period). In the year, in which the MAT credit becomes eligible to be recognised as an asset in accordance with the recommendations contained in the guidance note issued by the Institute of Chartered Accountants of India (ICAI), the said asset is created by way of a credit to the Statement of profit and loss and shown as MAT credit entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay income tax higher than MAT during the specified year.



Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

Further details about gratuity obligations are given in Note 33

40 Events after the reporting period

There is no subsequent event after reporting period for reportable.

41 Previous year comparatives

Previous year's figures have been regrouped/reclassified, wherever necessary, to conform to current year classification.

For and on behalf of the Board of Directors of
Maha Rashtra Apex Corporation Limited

Aspi Nariman Katgara
Managing Director
Din: 06946494

J M Panday
Company Secretary/CFO

Place: Bengaluru
Date: 12.06.2018

K B Shetty
Chairman
DIN: 01451944

S R Gowda
Director
Din: 00046329

S S Kamath
Director
DIN: 01039656

Jyothi V B
Director
DIN: 07133349

As per our report of even date

For MAIYA & MAIYA
Chartered Accountants
ICAI Firm Registration Number: 001944S

Ravi Prasad K
Partner
Membership Number: 228348

Place: Bengaluru
Date: 12.06.2018



Maha Rashtra Apex Corporation Limited

Notes to Consolidated Financial Statements for the year ended March 31, 2018

1 Background

Maha Rashtra Apex Corporation Ltd., ("the Company" or "the Holding Company") is a public limited company domiciled in India registered under the provision of Companies Act 1913. The main object of the company is to carry on the business of hire purchase and leasing. Presently the company has discontinued the operation and concentrated the recovery of Hire purchase and Leasing business. The Consolidated Financial Statements of the Company comprise the Company and its subsidiaries (together referred to as "the Group") and its associates. The registered office of the company is situated at Bangalore, Karnataka, India. The company has listed in BSE & NSE stock exchanges.

- (a) The company has revised the financials for the year ending on 31.03.2018 by regrouping fair value gain of Rs. 4803.94 lakhs on unquoted investments consequent to adoption of INDIA-AS 15. The gain is notional in nature. In the first published result on 30.05.2018 the gain was grouped under "Other Income". In the revised financials the same is shown under "Other Comprehensive Income".

2 Basis of preparation

Statement of compliance

The Consolidated Statement of Assets and Liabilities of Maha Rashtra Apex Corporation Ltd. as at 31 March 2018, the Consolidated Statement of Profit and Loss, the Consolidated Statement of Cash flows and the Consolidated Statement of Changes in Equity for the year ended 31 March 2018, and Other Consolidated Financial Statements (together referred as 'Consolidated Financial Statements') has been prepared under Indian Accounting Standards ('Ind AS') notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013 to the extent applicable.

In accordance with Ind AS 101 First-time Adoption of Indian Accounting Standards, the Company has presented an explanation of how the transition to Ind AS has affected the previously reported financial position, financial performance and cash flows.

3 Significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of this Consolidated Financial Statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

Historical cost convention

The Consolidated Financial Statements has been prepared under historical cost convention except for certain financial assets and financial liabilities that are measured at fair value as required under relevant Ind AS.

Functional and presentation currency

Items included in the Consolidated Financial Statements of each of the Group's entities and of its associate are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Consolidated Financial Statements is prepared in Indian Rupees (Rs.), which is also the Holding Company's functional Currency.

Principles of consolidation

The Consolidated Financial Statements comprise the Financial Statements of the Holding Company, and the entities controlled by the Holding Company including its subsidiaries as at and for the year ended 31 March 2018. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee);

Exposure, or rights, to variable returns from its involvement with the investee; and

The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

The contractual arrangement with the other vote holders of the investee;



The size of the Group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the Consolidated Financial Statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated Financial Statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the Consolidated Financial Statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's Financial Statements in preparing the Consolidated Financial Statements to ensure conformity with the Group's accounting policies

The details of the consolidated entities are as follows:

Sr. No.	Name of the Entity	Proportion of ownership		
		March 31, 2018	March 31, 2017	April 01, 2016
	Subsidiaries			
1	Eldorado Investments Co. (P) Ltd.	81.00%	81.00%	81.00%
2	Maharashtra Apex Asset Management Co. Ltd.	99.99%	99.99%	99.99%
3	Crimson Estates & Properties Pvt. Ltd.	99.99%	99.99%	99.99%
	Associates			
1	Manipal Springs Ltd.	44.59%	44.59%	44.59%
2	Rajmahal Hotels Ltd.	36.32%	36.32%	36.32%
3	Manipal Home Finance Ltd.	49.31%	49.31%	49.31%
4	Mangala Investments Ltd.	28.14%	28.14%	28.14%
5	Kurlon Limited	38.25%	38.25%	38.25%

Consolidation procedures

Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries.

Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.

Eliminate in full, intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory, are eliminated in full). Ind AS 12 "Income Taxes" applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

The Group's interests in equity accounted investees comprise interests in an associate. An associate is an entity in which the Group has significant influence, but not control or joint control, over the financial and operating policies.

Interests in an associate are accounted for using the equity method. They are initially recognised at cost which includes transaction costs. Subsequent to initial recognition, the consolidated financial statements include the Group's share of profit or loss and OCI of equity-accounted investees until the date on which significant influence ceases.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. Non-



controlling interest in the results and the equity of subsidiaries are shown separately in the Consolidated Statement of Profit and Loss, Consolidated Statement of Changes in Equity and Consolidated Statement of Assets and Liabilities.

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity.

Current versus non-current classification

The Group presents assets and liabilities in the Consolidated Statement of Assets and Liabilities based on current/non-current classification. An asset is treated as current when:

It is expected to be realised or intended to be sold or consumed in normal operating cycle;

It is held primarily for the purpose of trading;

It is expected to be realised within twelve months after the reporting period; or

It is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

The Group classifies all other assets as non-current.

((a.) liability is current when:

It is expected to be settled in normal operating cycle;

It is held primarily for the purpose of trading;

It is due to be settled within twelve months after the reporting period; or

There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Group classifies all other liabilities as non-current.

(b.) Deferred tax assets and liabilities are classified as non-current assets and liabilities respectively.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

The Group has identified twelve months as its operating cycle for the purpose of current and non current classification of assets and liabilities.

(c) Segment Reporting

The Company is primarily engaged in the business of financial activities and managed as one entity for its various activities. There is only one 'business segment' and 'geographical segment' and, therefore, the segment information as required by AS – 17 'Segment Reporting' is not provided by the Company

(d) Foreign Currency Transactions

(i) Functional and presentation currency

Items included in the financial statements of each of the company's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency').

(ii) Transactions and balances

Transactions denominated in foreign currency are recorded at the exchange rate prevailing on the date of transactions. Exchange differences arising on foreign exchange transactions settled during the period are recognised in the statement of profit and loss of the period.

Monetary assets and liabilities in foreign currency, which are outstanding as at the year-end, are translated at the year-end at the closing exchange rate and the resultant exchange differences are recognised in the statement of profit and loss. Non-monetary foreign currency items are carried at cost.

(e) Fair Value Measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or



- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

(f) Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable.

The company recognizes revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the entity's activities. The company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

For all financial instruments measured at amortised cost, interest income is recorded using the effective interest rate, which is the rate that exactly discounts the estimated future cash receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset. Interest income is included in 'Other income' in the Statement of Profit and Loss.

(g) Income tax

Current Income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in India. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the standalone financial statements. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

(h) Leases**As a Lessee**

Leases of property, plant and equipment where the company, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalized at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Leases in which a significant portion of the risks and rewards of ownership are not transferred as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

(i) Impairment**Financial assets**

A financial asset is assessed at each reporting date to determine whether there is any objective evidence that it is impaired. A financial asset is considered to be impaired, if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset.

Non-financial assets

The carrying amount of non-financial assets other than inventories are assessed at each reporting date to ascertain whether there is any indication of impairment. If any such indication exists then the asset's recoverable amount is estimated. An impairment loss is recognised, as an expense in the Statement of Profit and Loss, for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost to sell and value in use. Value in use is ascertained through discounting of the estimated future cash flows using a discount rate that reflects the current market assessments of the time value of money and the risk specific to the assets. For the purpose of assessing impairment, assets are grouped at the lowest levels into cash generating units for which there are separately identifiable cash flows.

An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment had been recognised.

(j) Cash and cash equivalents

Cash and Cash equivalents in the balance sheet comprise cash at bank and in hand and short term fixed deposits with an original maturity of less than or equal to three months.

(k) Inventories

Finished goods are carried at the lower of cost and net realisable value. The comparison of cost and net realisable value is made on an item-by-item basis. Damaged and unserviceable stocks are suitably depreciated.

Cost of all inventories is determined based on weighted average cost method. Cost of raw material, packing material and stores and spares comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition.

Cost of finished goods and work-in-process includes the cost of raw materials, packing materials, an appropriate share of fixed and variable production overheads, excise duty as applicable and other costs incurred in bringing the inventories to their present location and condition. Fixed production overheads are allocated on the basis of normal capacity of production facilities. Valuation of work-in-progress is based on stage of completion or as certified by management.

(l) Financial instruments

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

Financial assets Recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at 'Fair value through profit or loss', transaction costs that are attributable to the acquisition of the financial asset. Financial assets are classified, at initial recognition, as financial assets measured at fair value or as 'Financial assets measured at amortised cost'.

For purposes of subsequent measurement, financial assets are classified in following categories :

- Financial assets at amortised cost
- Financial assets at fair value

A financial asset is measured at amortised cost net of impairment, if the objective of the Company's business model is to hold the financial asset to collect the contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All other financial assets are measured at fair value through Statement of Profit or Loss.

Derecognition

The Company derecognizes a financial asset only when the contractual rights to the cash flows from the asset expires or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset.

Financial liabilities Recognition and measurement

Financial liabilities are classified, at initial recognition, as either 'Financial liabilities at fair value through profit or loss' or 'Other financial liabilities'.

- (a) Financial liabilities are classified as 'Financial liabilities at fair value through profit or loss', if they are held for trading or if they are designated as financial liabilities at fair value through profit or loss. These are measured initially at fair value with subsequent changes recognised in profit or loss.
- (b) Other financial liabilities, are initially measured at fair value, net of directly attributable transaction costs. Subsequent to initial recognition, these are measured at amortised cost using the effective interest rate method.

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.

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 on a net basis, to realise the assets and settle the liabilities simultaneously.

(m) Property, plant and equipment

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation. Historical cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Transition to Ind AS

On transition to Ind AS, the company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

Depreciation methods, estimated useful lives and residual value

Depreciation is provided on a pro-rata basis on the Written Down Value ('WDV') as per the useful life prescribed under Schedule II of the Act, which, in management's opinion, reflect the estimates useful economic lives of fixed assets.

Capital work-in-progress includes the cost of fixed assets that are not ready to use at the balance sheet date. Advance paid for acquisition/construction of fixed assets which are not ready for their intended use at each balance sheet date are disclosed under long-term loans and advances as capital advances.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains/(losses).

(n) Intangible assets

Intangible assets that are acquired by the Company are measured initially at purchase cost. The cost of an item of intangible fixed asset comprises its purchase price, including duties and other non-refundable taxes or levies. After initial recognition, an intangible asset is carried at its cost less any accumulated amortisation and any accumulated impairment loss.

Subsequent expenditure is capitalised only when it increases the future economic benefits from the specific asset to which it relates.

The useful lives are reviewed by the management at each financial year-end and revised, if appropriate. In case of a revision, the unamortised depreciable amount is charged over the revised remaining useful life.

An intangible asset is derecognised on disposal or when no future economic benefits are expected from its use and disposal.

Losses arising from retirement and gains or losses arising from disposal of tangible/intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss.

(o) Provisions and contingent liabilities

Provisions are recognised when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not recognised for future operating losses.

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

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

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources would be required to settle the obligation, the provision is reversed.

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

(p) Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The company has no obligation, other than the contribution payable to the provident fund. The company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

As required by Ind AS 19 'Employee Benefits', the discount rate used to arrive at the PV of the defined benefit obligation is based on the Indian government security yields prevailing as at the Balance Sheet date that have maturity date equivalent to the tenure of the obligation.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

(q) Earnings per share

The Basic Earnings Per equity Share ('EPS') is computed by dividing the net profit after tax for the year attributable to the equity shareholders of the Company by weighted average number of equity shares outstanding during the year.

Diluted earnings per equity share are computed by dividing the net profit attributable to equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period unless issued at a later date.

For and on behalf of the Board of Directors of
Maha Rashtra Apex Corporation Limited

Aspi Nariman Katgara
 Managing Director
 Din: 06946494

J M Panday
 Company Secretary/CFO

S S Kamath
 Director
 DIN: 01039656

K B Shetty
 Chairman
 DIN: 01451944

S R Gowda
 Director
 Din: 00046329

Jyothi V B
 Director
 DIN: 07133349

As per our report of even date

For MAIYA & MAIYA
 Chartered Accountants
 ICAI Firm Registration Number: 001944S

Ravi Prasad K
 Partner
 Membership Number: 228348

Place: Bengaluru
 Date: 12.06.2018

Place: Bengaluru
 Date: 12.06.2018



Consolidated Cash flow statement for the year ended March 31, 2018

₹ in lakhs

Particulars	March 31, 2018	March 31, 2017
A. Cash flow from operating activities		
Profit/(Loss) before tax	464.43	593.12
Adjustments to reconcile profit before tax to net cash flows	-	-
Loss on Sale of Investment	-	-
Net (gain)/loss on sale of current investments	-	-
Gain on Disposal of property, plants and equipment	0.82	(6.42)
Financial Income (incl.fair value changes in financial instruments)	(108.08)	(118.97)
Financial cost (incl.fair value changes in financial instruments)	139.64	158.55
Depreciation of Fixed Assets and Investment of properties	2.81	2.89
Interest Remission from Bonds/Deposits	(540.14)	(340.84)
Profit/loss on Sale of Properties	-	-
Dividend Income	(2.46)	(7.33)
Share of Profit of an associate	-	-
Operating profit/(loss) before working capital changes	(42.98)	281.00
Movements in working capital:		
Decrease / (Increase) in Non-current loans	-	-
Decrease / (Increase) in Current loans	-	-
Decrease / (Increase) in Other Non-current Assets	-	(132.80)
Decrease / (Increase) in Other Current Assets	-	1.06
Decrease / (Increase) in trade and other receivables and prepayments	(7.66)	(7.44)
Increase / (Decrease) in trade payables	25.47	(1.76)
Increase / (Decrease) in financial liabilities	45.29	(135.65)
Increase / (Decrease) in other current liabilities	8.53	-
Increase / (Decrease) in Inventories	-	-
Cash generated from/(used in) operations	28.65	4.41
Direct taxes paid (net of refunds)	(16.06)	(8.11)
Net cash flow from/(used in) operating activities	12.59	(3.70)
B. Cash flows from investing activities		
Proceed from sale / (Purchase) of Property, plant and equipment	(3.28)	72.96
Proceeds from sale / (Purchase) of Investment properties	1.68	(181.69)
Intangible asset under development	-	-
Proceed from sales / (Purchase) of Financial Instruments	-	-
Proceed from sales / (Purchase) of Non-current Investments	(30.31)	61.00
Proceed from sales / (Purchase) of Current Investments	(5.03)	(10.91)
Proceed from Loan given	-	-
Proceed from maturity / (purchase) of fixed deposits	-	-
Interest received (Finance Income)	15.85	30.29
Net cash flow from/(used in) investing activities	(21.09)	(28.35)
C. Cash flow from financing activities		
Proceeds from borrowings	-	-
Repayment of borrowings	-	-
Proceeds from / (Purchase) of other Non-current financial assets	-	-
Proceeds from / (Purchase) of other Current financial assets	1.05	137.82
Interest Paid	(139.63)	(158.55)
Dividend received	2.46	7.33
Net cash flow from/(used in) financing activities	(136.12)	(13.40)

₹ in lakhs

Particulars	March 31, 2018	March 31, 2017
Net increase/(decrease) in cash and cash equivalents (A+B+C)	(144.62)	(45.45)
Cash and cash equivalents at the beginning of the year	341.17	386.62
Cash and cash equivalents at the end of the year	196.55	341.17
Components of cash and cash equivalents		
Cash on hand	2.68	2.35
Balances with scheduled banks:	-	-
- In current accounts	48.92	331.64
- In deposit accounts with original maturity less than 3 months	144.45	6.40
- Stamps in hand	0.03	0.27
- Stock of Stationery on hand at cost	0.47	0.51
Total Cash and cash equivalents	196.55	341.17
Summary of significant accounting policies	3	

The accompanying summary of significant accounting policies and other explanatory information (notes) are an integral part of the financial statements.

Notes :

1. All figures in bracket are outflow.
2. Direct taxes paid are treated as arising from operating activities and are not bifurcated between investing and financing activities.
3. The cash flow statement has been prepared under Indirect Method as per Ind AS 7 "Statement of Cash Flows" as under section 133 of Companies Act, 2013.

For and on behalf of the Board of Directors of
Maha Rashtra Apex Corporation Limited

Aspi Nariman Katgara
 Managing Director
 Din: 06946494

J M Panday
 Company Secretary/CFO

Place: Bengaluru
 Date: 12.06.2018

K B Shetty
 Chairman
 DIN: 01451944

S R Gowda
 Director
 Din: 00046329

S S Kamath
 Director
 DIN: 01039656

Jyothi V B
 Director
 DIN: 07133349

For MAIYA & MAIYA
 Chartered Accountants
 ICAI Firm Registration Number: 001944S

Ravi Prasad K
 Partner
 Membership Number: 228348

Place: Bengaluru
 Date: 12.06.2018

As per our report of even date



**Maha Rashtra Apex
Corporation Limited**

CIN-L85110KA1943PLC001177.

website www.maharashtraapex.com. Email-mracl.ho@manipal.com.

Tel:080-40313131

Regd Office : 3rd Floor, Front Wing North Block, Manipal Centre
47, Dickenson Road, BENGALURU – 560042

ATTENDANCE SLIP
(74th Annual General Meeting)

Folio No. / DPID No. & Client ID No.....

No. of shares held.....

I hereby record my presence at the 74th Annual General Meeting held on Friday,
28th September, 2018 at 11.00 noon at the Sri T Ramesh Pai Memorial Hall at Kurlon Factory,
Jalahalli Camp Road, Yashwantpur, Bangalore – 560 022.

Member's Name:

Proxy's Name:

Member's/ Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the Hall.



Maha Rashtra Apex
Corporation Limited

CIN-L85110KA1943PLC001177.

Registered Office: 3rd flr, Front Wing, North Block, Manipal Centre,
Bangalore, Karnataka - 560042

Email: mracl.ho@manipal.com, Website: www.maharashtraapex.com

FORM No. MGT - 11

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s):

Email ID:

Registered Address:

Folio No. /Client ID:

DP Id:

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name: Address:
E-mail Id: Signature: , or failing him
2. Name: Address:
E-mail Id: Signature: , or failing him
3. Name: Address:
E-mail Id: Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 74th Annual General Meeting of the Company, to be held on Friday, 28th September, 2018 at 11.00 A M at Sri T Ramesh Pai Memorial Hall at Kurlon Factory, Jalahalli Camp Road, Yashwantpur, Bangalore – 560 022 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Description of Resolution	Vote*	
		For	Against
1.	Adoption of Standalone and Consolidated Financial Statements for the year ended 31 st March, 2018 together with the reports of the Board of Directors and Auditors thereon.		
2.	Ratification of appointment of M/s. Maiya & Maiya, Chartered Accountants, as Statutory Auditors of the Company and fixing their remuneration.		
3.	Appointment of Sri Aspi Nariman Katgara (DIN 06946494) as Managing Director for a period of five years.		
4.	Regularisation of appointment of Sri Manjunath Manohar Singh (DIN: 01111861) as a Director of the Company liable to retire by rotation.		

*It is optional to indicate your preference. If you leave the 'for or against' column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

Signed this _____ day of _____ 2018

Signature of Shareholder

Signature of Proxy holder (s)

Re.1/-
Revenue
Stamp

- Note:**
1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
 2. The form should be signed across the stamp as per specimen signature registered with the Company.
 3. A Proxy need not be a member of the Company.

Book Post



If not delivered, please return to :



**Maha Rashtra Apex
Corporation Limited**

Admn. Off : Syndicate House, Manipal - 576 104