

**Godrej Properties Limited**  
**Regd. Office:** Godrej One,  
5<sup>th</sup> Floor, Pirojshanagar,  
Eastern Express Highway,  
Vikhroli (E), Mumbai- 400 079. India  
Tel.: +91-22-6169 8500  
Fax: +91-22-6169 8888  
Website: [www.godrejproperties.com](http://www.godrejproperties.com)  
CIN : L74120MH1985PLC035308

July 12, 2019

**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001

**The National Stock Exchange of India Limited**  
Exchange Plaza,  
Plot No. C/1, G Block,  
Bandra Kurla Complex,  
Bandra (East)  
Mumbai – 400 051

**Ref: -** BSE - Script Code: 533150, Scrip ID - GODREJPROP  
BSE- Security ID 782GPL20 – Debt Segment  
NSE - GODREJPROP

**Sub: Compliance under Regulation 30 and 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/Madam,

Pursuant to Regulation 30 and 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the following, which are being sent to the Members of the Company:

- i. Notice of Thirty Fourth Annual General Meeting scheduled to be held on Thursday, August 08, 2019, at 2.30 p.m. at the Auditorium, Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai 400 079.
- ii. The Annual Report for the Financial Year ended March 31, 2019; and
- iii. Attendance Slip and Proxy Form.

The Annual Report is also available on the Company's website at [www.godrejproperties.com](http://www.godrejproperties.com).




This is for your information and records.

Thank you,

Yours truly,

For Godrej Properties Limited

  
Surender Varma

 Company Secretary & Chief Legal Officer

*Encl. as above*





# ACCELERATE

2018-19 ANNUAL REPORT



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This annual report is printed on **Eco-Friendly** Paper



# VISION





**We aspire to be the nation's leading and most trusted real estate company. We shall deliver superior value to all stakeholders through extraordinary and imaginative spaces and service created out of deep customer focus and insight.**

**Exquisite - Godrej Golf Links, NCR**



**Artist's impression. Not an actual site photograph.**

# THE YEAR THAT WAS

## FINANCIAL HIGHLIGHTS

- GPL's total income increased by 57% to INR 3,236 crore from INR 2,066 crore
- EBITDA increased by 111% to INR 597 crore from INR 283 crore
- Net profit increased by 191% to INR 253 crore from INR 87 crore

## SALES HIGHLIGHTS

- Highest ever sales in a financial year by GPL - booking value of INR 5,316 crore is also the highest booking value achieved by any publicly listed real estate developer in India in FY19
- Sale volumes above 1.1 million sq. ft. and sale value above INR 900 crore achieved in all our four focus markets of Mumbai, NCR, Bangalore and Pune
- 127% growth in booking value in H2 FY19 compared to H1 FY19. H2 FY19 booking value stood at INR 3,689 crore
- Sales from existing inventory stood at INR 2,254 crore and sales from new launches stood at INR 3,062 crore in FY19
- 16 successful new project/phase launches

## BUSINESS DEVELOPMENT

- Best ever year for business development
- Added 11 new projects with saleable area of ~31 million sq. ft. in FY19 which includes GPL's largest ever deal in the Pune market

## CAPITAL RAISING

- Raised INR 1,000 crore through a preferential allotment
  - Allotted 1,27,65,000 equity shares of INR 5 each to Gamnat Pte. Ltd., a GIC- managed investment firm for INR 783.50/share
- Clear demonstration of GPL's ability to successfully raise capital in tough macro-economic conditions for the real estate sector

## CONSTRUCTION HIGHLIGHTS

- Achieved project completion at The Trees - Phase 1 within 32 months, one year ahead of schedule
- GPL's first precast plant set up at Godrej Golf Links, NCR to reduce construction timelines
- Delivered ~3.2 million sq. ft. across 5 cities in FY19

## OTHER HIGHLIGHTS

- Ranked 4<sup>th</sup> in Asia & 8<sup>th</sup> globally by GRESB (Global Real Estate Sustainability Benchmark) 2017 – An industry-driven organization which assesses Environmental, Social and Governance (ESG) performance of real estate globally
- 63 awards received in FY19





Artist's impression. Not an actual site photograph.

# COMPANY INFORMATION

Mr. Adi B. Godrej  
Chairman Emeritus

## **DIRECTORS:**

Mr. Pirojsha Godrej  
Executive Chairman

Mr. Mohit Malhotra  
Managing Director & Chief Executive Officer

Mr. Jamshyd N. Godrej  
Non-Executive Director

Mr. Nadir B. Godrej  
Non-Executive Director

Mr. Keki B. Dadiseth  
Independent Director

Mrs. Lalita D. Gupte  
Independent Director

Mr. Amitava Mukherjee  
Independent Director

Mr. Pranay Vakil  
Independent Director

## **REGISTERED OFFICE**

Godrej One, 5<sup>th</sup> Floor,  
Pirojshanagar, Eastern Express  
Highway, Vikhroli (East), Mumbai – 400 079  
Phone: +91-22-6169 8500  
Website: [www.godrejproperties.com](http://www.godrejproperties.com)  
CIN: L74120MH1985PLC035308

## **REGISTRAR & TRANSFER AGENT**

Karvy Fintech Private Limited  
(Formerly Known as Karvy Computershare Private Limited)  
“Karvy Selenium Tower B”,  
Plot No. 31 & 32, Gachibowli,  
Financial District, Nanakramguda,  
Serilingampally, Hyderabad – 500 032, Telangana

## **STATUTORY AUDITORS**

B S R & Co. LLP  
5<sup>th</sup> Floor, Lodha Excelus,  
Apollo Mills Compound,  
N. M. Joshi Marg, Mahalaxmi,  
Mumbai - 400 011.

## **BANKERS**

State Bank of India  
HDFC Bank Ltd.  
Axis Bank

## **COMPANY SECRETARY & CHIEF LEGAL OFFICER**

Mr. Surender Varma





Artist's impression. Not an actual site photograph.

# AWARDS & RECOGNITION

## Awards received by Godrej Properties in FY2018-19

<b>Best Real Estate Brand 2018</b>	<ul style="list-style-type: none"> <li>• The Economic Times</li> </ul>
<b>Builder of the Year</b>	<ul style="list-style-type: none"> <li>• CNBC-Awaaz Real Estate Awards</li> </ul>
<b>Developer of the Year</b>	<ul style="list-style-type: none"> <li>• Golden Brick Awards 2018</li> </ul>
<b>Real Estate Company of the Year</b>	<ul style="list-style-type: none"> <li>• 8<sup>th</sup> Annual Construction Week India Awards</li> </ul>
<b>India's Top Builders 2018</b>	<ul style="list-style-type: none"> <li>• Construction World Architect and Builder (CWAB) Awards</li> </ul>
<b>Business Excellence Awards 2019</b>	<ul style="list-style-type: none"> <li>• Corporate Insider</li> </ul>
<b>#HappyEMIs - Marketing Campaign of the Year</b>	<ul style="list-style-type: none"> <li>• The Global Marketing Excellence Awards by the World Marketing Congress</li> </ul>
<b>India's Great Brands 2017-18</b>	<ul style="list-style-type: none"> <li>• Asia One</li> </ul>
<b>GPL Design Studio - Best Design Thinking Organization</b>	<ul style="list-style-type: none"> <li>• Design Thinking Summit &amp; Awards 2019</li> </ul>
<b>Enterprise Mobility</b>	<ul style="list-style-type: none"> <li>• Intelligent Enterprise Awards 2018 by Express Computers</li> </ul>
<b>Good Contractor Program</b>	<ul style="list-style-type: none"> <li>• Indywood CSR Excellence Awards 2018 organised by Indywood and the Government of Telengana</li> </ul>
<b>13<sup>th</sup> Global Communications Conclave organized by Public Relations Council Of India (PRCI)</b>	<ul style="list-style-type: none"> <li>• Silver for the Best Use of Media Relations</li> <li>• Bronze for Unique HR Initiatives</li> </ul>



# AWARDS & RECOGNITION

## Project & Individual Awards received in FY2018-19

<b>Adi Godrej</b>	<ul style="list-style-type: none"> <li>• Lifetime Achievement Award - ET Awards 2018</li> <li>• Lifetime Achievement Award - Business Standard Awards 2019</li> <li>• Effective Succession Planning - ET Family Business Awards</li> <li>• Lifetime Achievement in Ethical Leadership &amp; Governance 2017- Asia Centre for Corporate Governance &amp; Sustainability</li> <li>• Lifetime Achievement Award – 8<sup>th</sup> Annual Construction Week India Awards</li> </ul>
<b>Pirojsha Godrej</b>	<ul style="list-style-type: none"> <li>• WCRC Leaders Asia - Most Responsible Leader Award</li> <li>• Emergent Leader of the Year - CEO Awards 2018</li> </ul>
<b>Mohit Malhotra</b>	<ul style="list-style-type: none"> <li>• WCRC Leaders Asia - India's Most Trusted CEO's 2018</li> </ul>
<b>Godrej Platinum, Kolkata</b>	<ul style="list-style-type: none"> <li>• Design excellence for landscape design - The Architecture &amp; Design Awards 2018</li> <li>• Merit award for landscape design - The Hong Kong Institute of Landscape Architects Design Awards 2018</li> </ul>
<b>Godrej Air</b>	<ul style="list-style-type: none"> <li>• Marketing Campaign of the Year – 7<sup>th</sup> Asian Customer Engagement Forum (ACEF) Asian Leadership Awards</li> </ul>
<b>Godrej Elements</b>	<ul style="list-style-type: none"> <li>• Themed Project of the Year – 10<sup>th</sup> Realty+ Excellence Awards (West) 2018</li> </ul>
<b>Godrej 24</b>	<ul style="list-style-type: none"> <li>• The Indian Digital Marketing Awards - Silver award for The Best Search Engine Marketing Strategy</li> </ul>
<b>Godrej Garden City</b>	<ul style="list-style-type: none"> <li>• Best Township Project Award of the Year 2018 - Construction Times Awards 2018</li> </ul>
<b>Godrej Green Glades at Godrej Garden City, Ahmedabad</b>	<ul style="list-style-type: none"> <li>• Best real estate product launch - MY FM's The Knights 2018-19 Awards</li> </ul>
<b>Godrej Emerald</b>	<ul style="list-style-type: none"> <li>• Mid-segment Project of the Year – 10<sup>th</sup> Realty+ Excellence Awards (West) 2018</li> <li>• 2<sup>nd</sup> Annual EKDKN Exceed Award 2018 - Silver Award under OHS category</li> </ul>
<b>Godrej Prana</b>	<ul style="list-style-type: none"> <li>• Best residential project of the year by Realty Quarter at the Real Estate Leadership Awards 2019</li> </ul>
<b>Godrej Golf Links</b>	<ul style="list-style-type: none"> <li>• British Safety Council - International Safety Awards</li> <li>• Platinum – 17<sup>th</sup> Annual Greentech Awards 2018</li> <li>• Platinum – 2<sup>nd</sup> Annual Safety Awards by Apex India Foundation</li> </ul>

# AWARDS & RECOGNITION

## Project & Individual Awards received in FY2018

<b>Godrej United</b>	<ul style="list-style-type: none"> <li>Safety Award - The Safety Institute and Director of Factories, Karnataka</li> </ul>
<b>Godrej Garden City   Godrej Emerald   Godrej 24   Godrej Golf Links   Godrej Elements   Godrej City   The Trees   Godrej Avenues   Godrej United   Godrej Air</b>	<ul style="list-style-type: none"> <li>11<sup>th</sup> Construction Industry Development Council (CIDC) Vishwakarma Awards 2018</li> </ul>
<b>Godrej Emerald   Godrej Aria &amp; 101   Godrej Golf Links   Godrej Infinity   Godrej Garden City</b>	<ul style="list-style-type: none"> <li>RoSPA Silver Award from Royal Society for Prevention of Accidents For Health and Safety Performance</li> </ul>
<b>Godrej Infinity   Godrej Prana</b>	<ul style="list-style-type: none"> <li>Apex India Foundation – 2<sup>nd</sup> Annual Safety Awards</li> </ul>
<b>Godrej City   Godrej 24   Godrej Prana   Godrej Elements   Godrej Infinity</b>	<ul style="list-style-type: none"> <li>17<sup>th</sup> Annual Greentech Awards 2018 – Gold</li> </ul>
<b>Godrej Avenues</b>	<ul style="list-style-type: none"> <li>17<sup>th</sup> Annual Greentech Awards 2018 – Silver</li> </ul>
<b>Surender Varma</b>	<ul style="list-style-type: none"> <li>The Indian National Bar Association - Valuable contribution to the legal industry and a special recognition in the Real Estate category</li> </ul>
<b>Lalit Makhijani</b>	<ul style="list-style-type: none"> <li>100 Most Influential Marketing Leaders of India 2018 - World Marketing Congress</li> </ul>
<b>Vineet Bhardwaj</b>	<ul style="list-style-type: none"> <li>Analytics 50 Award at the Machine Conference 2018</li> <li>Top 100 CIO's 2018 - Innovative Awards</li> </ul>
<b>Vaishali Desai</b>	<ul style="list-style-type: none"> <li>Chanakya Awards 2019 for PR professional of the Year – 13<sup>th</sup> Global Communications Conclave organized by Public Relations Council of India (PRCI)</li> </ul>



Artist's impression. Not an actual site photograph.

# MESSAGE FROM THE **EXECUTIVE CHAIRMAN**

**It is time to accelerate**



**Pirojsha Godrej**

Executive Chairman,  
Godrej Properties

Dear Shareholders,

I'm happy to be writing to you after a successful year for Godrej Properties. We strive to be the most ethical, most customer-centric, and highest caliber residential real estate developer in India. I'm pleased to say that this year, we made significant progress toward those goals. We've strengthened our capabilities in many critical areas of operations, we have bolstered our balance sheet through a timely equity raise and strong operating cash flows, and we have extended our competitive advantages. As a result, in FY 2019, your company continued to be a key beneficiary of the consolidation that has been gathering pace in the Indian real estate sector.

Godrej Properties just completed its best ever year, measured by the value and volume of real estate sold. We achieved this with bookings of INR 5,316 crore, with the second half of the financial year contributing two thirds of the sales for the year. We sold more than 6,900 homes, at an average of 19 homes per day; we also sold INR 187 crore worth of commercial space during the year. We have sold more than 1.1 million square feet, with a booking value of over INR 900

crore, in each of our focus markets of Mumbai, Pune, NCR and Bangalore. We accomplished this through a combination of strong new launches -- with sales of INR 3,062 crore -- and sustained momentum in sales from existing inventory, which hit INR 2,254 Cr in FY19.

Our reported accounts for the year were strong. For FY19, our total income increased by 57%, and stood at INR 3,236 crore, EBITDA increased by 111% to INR 597 crore, and net profit increased by 191% to INR 253 crore. It is, however, important to keep in mind that new IndAS accounting standards dictate that the P&L and operating performance for a given period do not necessarily align. Project completion accounting, which only recognizes revenues from projects once they are completed, means that the current period accounts reflect largely what the company sold three years ago. For rapidly growing companies there is a further disconnect, as certain costs, such as marketing costs for a higher base of sales, need to be expensed out immediately. These peculiarities ensure that reported earnings will significantly lag operations, will be lumpy, and will therefore, not be the best way to track your company's near term operating performance.

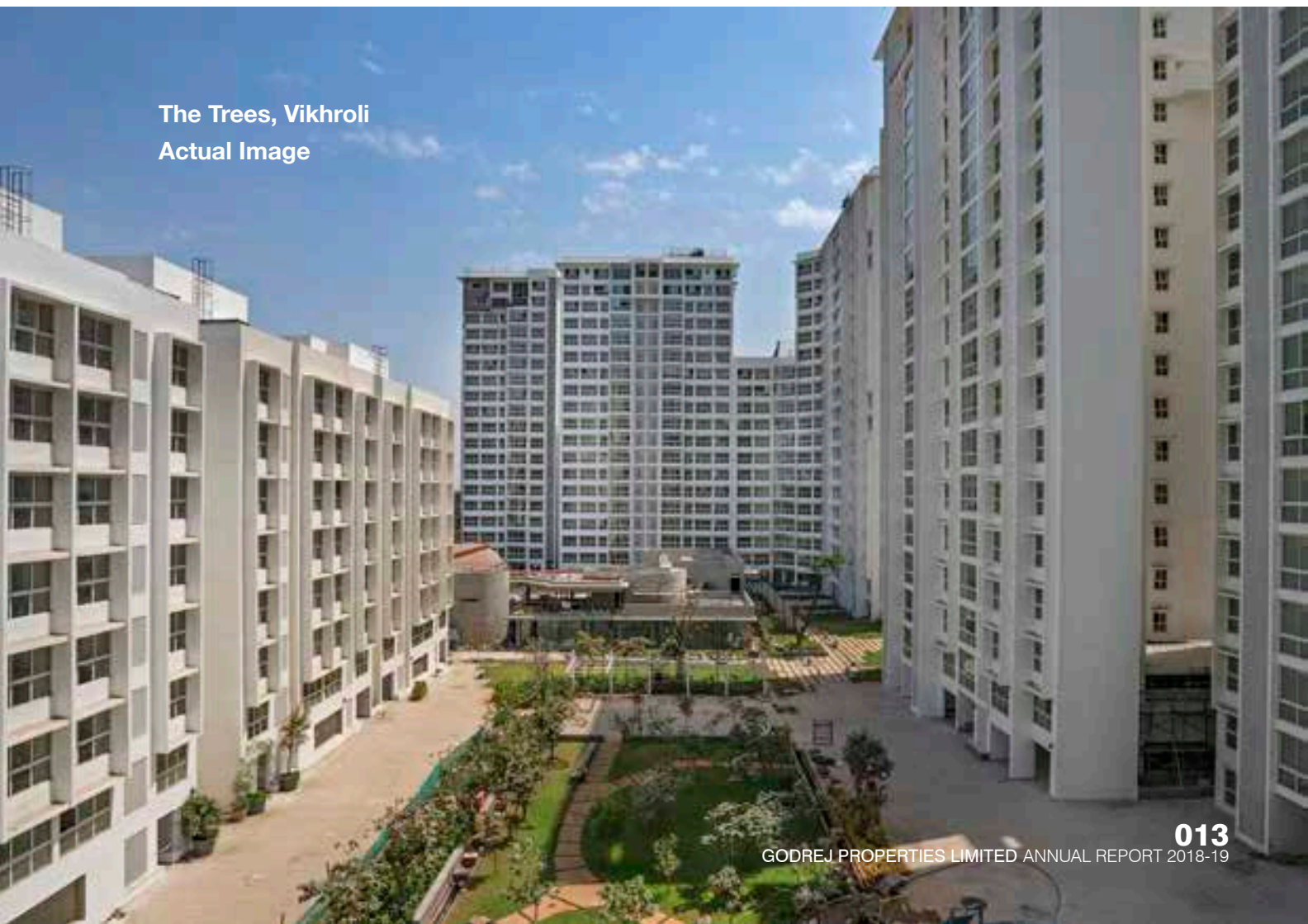


We continue to focus on four key metrics - beyond P&L accounting - to measure near term operating performance. The first metric we track is imputed return on capital, which is calculated by dividing the estimated profit created through operations within a period by the actual capital employed. The management team is incentivized to optimize this metric through sales growth, margin enhancement, and capital efficiency. The second important metric we track is operating cash flow, which for the real estate industry, is the most critical performance measure, and is significantly linked to scale and efficiency. A third metric we have introduced is customer net promoter score, which is a rating of our performance provided to us directly by our customers. We believe this metric is the best representation of our overall execution because it incentivizes not only expedited construction delivery

timelines, but also leading design innovation, outstanding construction quality, and exceptional customer service. Fourth, we incentivize the team based on expected medium term earnings achieved through new projects added within the period. This combination of metrics is the best way to measure your company's progress towards long-term value creation. In FY19, we had strong results on each of these four metrics, and will build on this momentum in the year ahead.

The medium term goals we communicated two years ago - to consistently be amongst the leading developers by value of residential real estate sales in each of the markets we operate in and to consistently deliver a Return on Equity (ROE) in excess of 20% -- remain the key financial focus areas for your company.

### **The Trees, Vikhroli** **Actual Image**





This year, there were two important developments that impact the timing of achievement of our ROE goal. First, the introduction of IndAS accounting creates a two-year delay in revenue recognition from the previous norm that measured percentage completion. Second, your company has raised over 3,000 crore of fresh equity capital in two tranches in the first quarters of FY19 and FY20, thereby more than doubling the company's current net worth. The timing of this significant equity raise will benefit our long-term progress towards being the largest residential real estate developer in India, and towards taking our ROE to 20%. But in the short term, this new capital will significantly dampen reported ROEs over the next three years, because the additional capital will immediately reflect, while the profits from the projects enabled by that capital will only increase once the projects are completed. A better way of tracking our progress against our stated goals will be to evaluate the quality and quantity of new projects we add, the ability to successfully scale our sales numbers across the cities we operate in, and our operating cash flows.

We are reducing our project timelines, in line with global best practices, to bridge the gap between operating results and reported accounts created by this IndAS change. We have done this with our flagship project, The Trees, where our first residential phase was completed in 32 months – more than a year ahead of timelines we'd committed to our customers. We are upgrading our capabilities and construction technologies to ensure we deliver accelerated project timelines across the board.

Our equity raise was specifically timed to take advantage of a countercyclical investment strategy – a good bet in a long-cycle industry like real estate. Current market dynamics, where the NBFC crisis has further worsened an already challenged liquidity environment for our competitors, provide us an opportunity to strengthen our business development pipeline. We are valuing and structuring all new additions to our portfolio with an eye towards enhancing your company's growth trajectory in the coming years. We will also be in a

position to deploy larger amounts of capital to improve our economic interest in new projects. This will allow us to benefit from overall growth in sales, as the number of projects we develop increases, as well as from the growth in our share of profit from each sale.

This was our best ever year for business development in terms of area added and the expected future profit from this area. We added 11 new projects with a saleable area of approximately 31 million square feet. This includes a portfolio of 6 projects measuring 25 million square feet in the Pune market. This is GPL's largest ever business development deal, and makes us leaders in the Pune market. We also added two projects in Mumbai, including an exciting project in Bandra. From a business development perspective, we remain confident and optimistic about the year ahead, given our relative financial and operating advantages in the current market.

The real estate sector is notoriously cyclical. Typically, healthy demand leads developers to overcommit supply, which creates pressure on pricing and eventually leads to a real estate down cycle. Then, when conditions are difficult, developers tend to postpone or cancel planned supply, which, over time, as demand increases, leads to the next up cycle in the sector. The Indian real estate market has been in a down cycle for the past seven years. However, all the typical indicators of the end of this down cycle are now present. First, the weak market, combined with difficulties in the financial sector, means that supply has been low and is likely to remain low for the next

couple of years. At the same time, residential real estate is more affordable than it has been in over fifteen years because over the past five years interest rates have declined by 300 basis points, incomes have risen by over 50%, and property prices have been flat. To us, these are clear predictors of a demand revival and an imminent cyclical recovery. We are going to strengthen our portfolio with deals at attractive terms, and then launch those projects at a time we expect a very favorable demand environment. It is time to accelerate.

The team at Godrej Properties is exceptional. While many of our peers are in a defensive crouch, we are confident in our ability to accelerate because we have a strong, empowered, and accountable team who are motivated by the opportunity, while remaining committed to our values of sustainability, diversity, and humility.

I am grateful to every team member at Godrej Properties for their tremendous commitment and outstanding results. We would like to thank our customers, joint venture partners, and business associates for their support. Finally, we owe thanks to you, our shareholders, for your continued belief in Godrej Properties.

Best Wishes,

**Pirojsha Godrej**  
Executive Chairman  
Godrej Properties



# MANAGEMENT DISCUSSION & ANALYSIS

## GLOBAL ECONOMY

After strong growth in 2017 and early 2018, global economic activity slowed notably in the second half of last year, due to a confluence of factors affecting major economies. According to The World Economic Outlook (WEO) update, global growth is estimated to be at 3.6 percent in 2018 but signs of a slowdown in the second half of 2018 have led to downward revisions for several economies. The global economy is projected to grow at 3.3 percent in 2019 and 3.6 percent in 2020. This growth pattern reflects a persistent decline in the growth rate of advanced economies together with a temporary decline in the growth rate for emerging market and developing economies in 2019 due to the impact of trade actions on China and other Asian economies.

Growth in advanced economies is projected to slow from an estimated 2.2 percent in 2018 to 1.8 percent in 2019 and 1.7 percent in 2020. Growth in the Euro area is set to moderate from 1.8 percent in 2018 to 1.3 percent in 2019 and 1.5 percent in 2020. Growth rates have been marked down for several economies including Germany following the introduction of new automobile fuel emission standards and Italy where concerns about sovereign and financial risks have weighed down on domestic demand. The International Monetary Fund (IMF) has also cut its forecast for U.S. growth to 2.3 percent in 2019. The downgrade reflects the impact of the partial government shutdown as well as lower-than-expected public spending.

For the emerging markets and developing economy group, growth is expected to tick down to 4.4 percent in 2019 (from 4.5 percent in 2018), before improving to 4.8 percent in 2020. Growth in emerging and developing Asia will dip from 6.4 percent in 2018 to 6.3 percent in 2019. Despite fiscal stimulus that offsets some of the impact of higher US tariffs, China's economy is expected to slow down due to the combined influence of financial regulatory tightening and trade tensions with the United States. India's economy is poised to pick up, benefiting from lower oil prices and a slower pace of monetary tightening than previously expected, as inflation pressures ease. The IMF estimates India's economic growth at 7.3% in FY20 and 7.5% in FY21. According to the IMF's database, India's contribution to world growth has risen from 7.6% during 2000-2008 to 14.5% in 2018.





**Artist's impression. Not an actual site photograph.**

## **INDIAN ECONOMY**

The Indian economy decelerated at a faster pace in the fourth quarter to 5.8% - the lowest in five years. As per the Central Statistics Office (CSO), GDP growth stood at 6.8 per cent in FY19, lower than 7.2 per cent in FY18. The GDP growth was slowest since 2014-15, the previous low was 6.4 per cent in 2013-14. The country's fiscal deficit in 2018-19 stood at 3.4 per cent of GDP, roughly in line with the Interim Budget estimate. India's industrial output declined by 0.1% in March 2019, hitting a 21-month low, due to contraction in manufacturing, capital goods and consumer durables. According to the CSO, factory output growth was at a three-year low of 3.6% in FY19, down from 4.4% in FY18. Consumer durables output, an indicator of urban demand, fell 5.1% in March 2019, compared with a growth of 6.2% in March 2018. The liquidity constraint on nonbanking finance companies (NBFCs) sparked by the default at Infrastructure Leasing & Financial Services (IL&FS) also hit consumer demand and further contributed to the slowdown.

According to the Asian Development Bank, growth is expected to pick up in FY20 on revived rural consumption, continued growth in private investment in response to improved bank and corporate balance sheets, more competitive domestic firms and products under the Goods and Services Tax. Domestic demand is expected to remain the main driver of growth. Steps to alleviate agriculture distress such as income support to farmers and strong hikes in procurement prices for

food grains are expected to bolster rural demand. In urban areas, consumption demand is expected to receive a boost from interest rate cuts, continued low prices for food, and declining fuel prices. The continuation of a stable government at the center also augurs well for the economy as it is more likely to initiate reforms, boost infrastructure investment and revive the investment climate.

## **REAL ESTATE SECTOR**

Real estate is a key sector of the Indian economy, contributing 6-7 per cent to India's GDP. In addition, the sector employs a 52 million strong workforce and is expected to generate over 15 million jobs over the next five years. According to the survey conducted by KPMG in association with National Real Estate Development Council (NAREDCO) and Asia Pacific Real Estate Association (APREA), the Indian real estate sector is estimated to grow to USD 650 billion by 2025 and surpass USD 850 billion by 2028 to touch USD 1 trillion by 2030, becoming the third largest globally. Regulatory reforms, steady demand generated through rapid urbanization, rising household income and the emergence of affordable housing are expected to be key drivers of growth for the real estate sector.

There were some green shoots at the beginning of 2018 for the real estate sector, but they wilted away later in the year as the NBFC crisis led to drying up of an important source of

funding for the sector. According to a report by JM Financial, bank funding to developers posted a CAGR of 4.7% over FY14-18, while NBFCs reported a CAGR of 45.3%. NBFC market share in developer financing increased from 24% at end of FY14 to 53% as on March 18. A recurring operating deficit and material increase in leverage implies that a portion of funding was utilized to meet construction costs as well interest outgo for existing debt/current debt. In such a scenario, availability of funding is an essential part of business continuity. Non availability of funds could lead to a substantial business slowdown for developers who were primarily reliant on NBFC financing.

Post the liquidity crisis, NBFCs are reluctant to continue to aggressively fund real estate developers as has been happening over the past several years. While established developers with consistent delivery track records still have ample access to capital through both debt and equity, many developers are facing significant liquidity pressure. If this liquidity environment persists, the pace of consolidation in the sector will further accelerate. This presents ideal conditions for well capitalized developers to expand their business development portfolio.

## RESIDENTIAL REAL ESTATE MARKET

According to property research firm Knight Frank, CY2018 was the first time that sales have increased YoY in any year during this decade. Total sales volume in the top eight cities increased by 6% in CY2018 to 242,328 million units. Market traction could have been even better during H2 2018 but the NBFC liquidity crunch impacted sales. New launches increased by 76% and stood at 182,207 units across eight cities including Mumbai, Bengaluru and the National Capital Region (NCR). This came after a slump in 2017 when the sector struggled under the impact of demonetization and RERA implementation. Mumbai witnessed the sharpest growth in new launches at 220%, followed by Pune at 157%, which Knight Frank attributed to successful RERA implementation in both the cities and the Supreme Court judgement which allowed resumption of construction in Mumbai.

During the last four years, the growth in residential prices in most of the top eight cities of India has been below retail inflation growth and the gap has progressively increased since

### Godrej Air Nxt, Bangalore





**Post the liquidity crisis, NBFCs are reluctant to continue to aggressively fund real estate developers as has been happening over the past several years.**

CY2016. According to an affordability benchmark study by Knight Frank India, ideal affordability is identified at 4.5 times the average annual household income in a city. Per Knight Frank's Affordability Index, except for Mumbai, NCR and Hyderabad, all other markets are below the ideal affordability benchmark. Although, Mumbai remains the most expensive housing market with affordability index of 7, but it has seen affordability of homes significantly increase from 11 times the annual household income in 2010. NCR and Hyderabad are marginally above the benchmark affordability with scores of 5 each and Bengaluru has an affordability index of 4. The affordability index falls even further for Kolkata, Ahmedabad and Pune with prices at just 3 times of their average household incomes.

### **Mumbai**

The Mumbai Metropolitan Region (MMR) recorded strong growth in launches in CY2018. The launches grew by 220% YoY and stood at 74,363 units in CY2018. The strong growth in launches came on the back of a low base in CY2017, which witnessed the lowest launches in the current decade at 23,253 units. The Bombay High Court had ordered a stay on construction of new buildings in the BMC region (Mumbai city) in March 2016 to address the oversaturation of the city's landfills due to construction debris. This verdict affected all new launches in the BMC region resulting in a significant slump in the overall launch numbers for Mumbai during the ensuing period. In March 2018 the country's Supreme Court lifted the ban for a period of 6 months which resulted in a significant rise in the overall launches in the Mumbai region. The annual sales increased marginally by 3% YoY to 63,893 units in CY2018. On account of the strong growth in new launches, the unsold inventory levels in MMR inched up 9% YoY to 126,434 units in CY2018.

### **Bangalore**

In 2018, Bengaluru's residential real estate market transcended challenges associated with the implementation of the Karnataka Real Estate Regulation and Development Act, 2017 and Goods and Services Tax (GST). The sales volume increased by 27% to 43,776 units in CY2018 from 34,546 units in CY2017. The improved buyer sentiment coupled with RERA registrations coming along for new projects spurred many developers to launch new residential projects. New launches stood at 27,832 units in CY2018 registering an increase of 22%. Revival in residential sales have acted as a catalyst to bring down the levels of unsold inventory. Unsold inventory decreased by 15% and stood at 92,718 units in CY2018 compared to 109,112 units in CY2017.

### **NCR**

After a prolonged slowdown, NCR market witnessed green shoots of recovery on the demand side with an uptick in sales numbers indicating a slight revival of confidence in the market. New launches in NCR registered a growth of 35% in CY2018. The market saw approximately 15,819 units launched in CY2018 compared to 11,726 units in CY2017. On the demand side, sales started to look up in CY2018. 40,646 units were sold in NCR in 2018, registering a growth of 8% over the 2017 sales numbers. The steady pace of sales and cautious new launches have consequently brought down the unsold inventory by 15% in CY 2018 compared to the same period in CY2017. The unsold inventory stands at approximately 142,007 units as of December 2018. Greater Noida and Gurgaon account for approximately 65% of the unsold inventory in NCR followed by Ghaziabad and Noida.

### **Pune**

The Pune residential market witnessed strong growth in launches in 2018 after many years of subdued launches. The launches grew 157% and stood at 32,684 units in CY 2018. The strong growth in launches comes on the back of a low base of CY2017, which had witnessed the lowest launches in the current decade at 12,705 units due to several policy level changes which hindered the flow of new supply. The annual sales decreased by 1% and stood at 33,521 units in CY2018. Unsold inventory levels in the Pune market declined marginally by 3% to 27,618 units in CY2018. Over the past few years, unsold inventory levels have come down significantly in Pune, as new launches have lagged sales by a significant margin from CY2014-2017.

With NBFC's restraining their lending to cash strapped developers, there exists a huge opportunity for organized developers with strong balance sheets and execution track records to partner smaller developers at attractive valuations. This should also allow organized developers to increase their portfolio strength, improve market share and inspire confidence in the minds of skeptical buyers.

## OFFICE MARKET

According to a report by Knight Frank, office space supply has lagged demand since CY2013 as developers chose to concentrate mostly on the residential real estate segment. Even private equity investors were more inclined to acquire stabilized assets and a majority of their investments were routed towards acquisition of already matured assets. The ensuing supply crunch caused vacancy levels to plummet to 11.6% by CY2017 and rental levels to rise across cities. This slide in office space development was arrested in early 2018 and gained momentum during the remainder of the year as supply increased by 13% YoY to (36.9 million sq. ft.), the highest YoY increase in this decade.

Five out of the seven major markets witnessed double digit rental growth underscoring the underlying strength of the Indian office market. Mumbai and Chennai were the only exceptions that saw 2% and 3% YoY growth respectively, solely due to the negative growth in supply during CY2018. Average rental values across the seven cities grew at 10% YoY during CY2018. Bengaluru experienced the maximum YoY rental growth at 17%, while Hyderabad and Ahmedabad grew at 14% YoY during 2018. The co-working space is gathering momentum in India. Across the top seven cities, co-working space providers have taken up around approximately 2.0 million sq. ft. of office space during H2 2018, a 52% growth over H2 2017.

## Budget 2019 – takeaways

Central Budget announcements indicate the government's changing stand towards investment demand in real estate. Steps taken to increase flexibility on deployment of capital gains from property, increasing the tax exemption period for unsold inventory and exemption from notional rent tax on second property are focused towards improving real estate investment demand. For affordable housing, the government has extended the time limit for availing tax deduction by one year.

### Flexibility on utilization of capital gains

Finance Bill proposes to allow a one-time opportunity to utilize capital gains (up to INR 20 million) for the purchase/construction of two residential houses in India (Section 54). For capital gains above INR 20 million, utilization is allowed only for purchase of one property (no change). This step is expected to improve the sales of lower ticket size units as investors look to deploy capital gains in mid-segment/affordable housing units.

### Notional tax on unsold inventory to be charged after two years

At present developers are liable to pay tax on notional rental for unsold inventory one year after completion of the project. Finance Bill proposes to exempt developers from notional rent based tax for a period of two years

### Extension of tax rebate for affordable housing projects by one year

For affordable housing, government has extended the time limit for availing tax deduction by one year. Section 80-IBA allowed developers 100% tax exemption for affordable housing projects approved by authorities on or before 31<sup>st</sup> March 2019. With the extension, the exemption is available till 31<sup>st</sup> March 2020.

## GST rate changes

In March 2019, GST council approved lower GST rates for real estate developers subject to certain terms and conditions. Developers will be allowed an option to opt for 12% GST (with input tax credit) or 5% effective GST rate (without ITC)/1% (affordable housing projects). Builders opting for 5% GST rate will have to reverse input credits as per prescribed formulas. Commercial projects will continue to attract 12% GST with input tax credit. TDR/FSI and long term lease (30 years or more) will attract GST if residential units are sold post receipt of completion certificate. This taxation (in line with GST rates for ongoing) will reduce the arbitrage between ongoing and completed inventory.





Artist's impression. Not an actual site photograph.

Affordable houses being constructed in ongoing projects under the existing central and state housing schemes, presently eligible for concessional rate of 8% GST will be taxed at 1% GST. 5% GST will also be applicable on commercial apartments such as shops, offices etc. in a residential real estate project in which the carpet area of commercial apartments is not more than 15% of total carpet area of all apartments.

## OPPORTUNITIES

### Consolidation

With NBFC's restraining their lending to cash strapped developers, there exists a huge opportunity for organized developers with strong balance sheets and execution track records to partner smaller developers at attractive valuations. This should also allow organized developers to increase their portfolio strength, improve market share and inspire

confidence in the minds of skeptical buyers. The ongoing shake up in real estate sector is a pre-cursor to a transparent business environment driven by reforms such as RERA which is improving transparency and rising consumer activism on account of poor delivery by stressed developers.

### Affordable housing

This remains a key opportunity for players, as 90 percent of housing shortfall is in the economically weak and low-income segments. Buyers are likely to benefit from the availability of low-cost home loans and lower GST rate, while developers will enjoy the advantage of favorable tax rates. Affordable housing will remain a key driver for residential segment in 2019.

### REITs – Unlocking capital

With 550msf of Grade A office space, India provides a significant opportunity to investors and developers looking

to tap the REIT market. The total office space market size is about \$75 billion and out of this \$30 billion could be available to tap through the REIT channel. Apart from the commercial office market India has 77 million sq. ft. in retail malls valued at \$16 billion, of which \$5 billion would be available to tap through the REIT channel. In addition, REITs would allow other sectors to unlock commercial real estate by partial liquidation of portfolios.

## THREATS & CHALLENGES

### Regulatory Hurdles

Unfavorable changes in government policies and the regulatory environment can adversely impact the performance of the sector. There are substantial procedural delays with regards to land acquisition, land use, project launches and construction approvals. Retrospective policy changes and regulatory bottlenecks may impact profitability and affect the attractiveness of the sector and companies operating within the sector.

## Funding

NBFC funding to developers posted a 35% CAGR over FY16-18 as companies faced operating cash deficits. In the current liquidity environment NBFCs are reluctant to continue to aggressively fund real estate developers as has been happening over the past several years. While established developers with consistent delivery track records still have ample access to capital through both debt and equity, many developers are facing significant liquidity pressure.

## ABOUT GODREJ PROPERTIES LIMITED

Godrej Properties Limited (GPL) is the real estate development arm of the Godrej Group, which was started in 1897 and is today one of India's most successful conglomerates. Godrej Properties brings the Godrej Group philosophy of innovation, sustainability, and excellence to the real estate industry. Each Godrej Properties development combines a 122 year legacy of excellence and trust with a commitment to cutting-edge design and technology.

### Godrej Nurture, Pune

Artist's impression. Not an actual site photograph.



**GPL started FY19 on a subdued note with bookings of INR 1,627 crore in H1 FY19. However H2 FY19 witnessed a complete turnaround in sales performance with bookings of INR 3,689 crore. This included our best ever quarterly residential sales performance in Q4 FY19 where we sold real estate worth INR 2,161 crore. The total value of bookings in FY19 stood at INR 5,316 crore.**

Throughout its operations, GPL aims to deliver superior value to all stakeholders through extraordinary and imaginative spaces created out of deep customer focus and insight. GPL has always embraced the notion that collaboration is the essence of excellence. To that end, we have worked with the best designers, architects and contractors within India and around the globe to deliver imaginative and sustainable spaces. By bringing together the best talent in the global real estate sector, GPL works to create developments that will last into the future and foresee the needs of each and every resident.

#### **a. Leveraging the Godrej brand**

We believe that the 'Godrej' brand is instantly recognizable across India due to its long standing presence in the Indian market, the diversified businesses in which the Godrej Group operates and the trust it has developed over the course of its operating history. We believe that the strength of the 'Godrej' brand and its association with trust, quality and reliability help us in many aspects of our business.

These include entering into joint development agreements, expanding to new cities and markets and formulating business associations. The brand has also helped us build deeper relationships with our customers, service providers, process partners, investors and lenders all of which has led to us acquiring a strong position within the sector. In addition, GPL's association with the Godrej Group provides accessibility

to several land parcels owned by Godrej Group companies significantly enhancing the scope of our development portfolio. GPL's binding arrangements with Godrej & Boyce appointing GPL as the development manager for developing all its lands in Vikhroli further provides an opportunity to enhance the scope of our portfolio.

#### **b. Sales Momentum**

After posting our best ever sales performance in FY19, GPL started FY19 on a subdued note with bookings of INR 1,627 crore in H1 FY19. However H2 FY19 witnessed a complete turnaround in sales performance with bookings of INR 3,689 crore. This included our best ever quarterly residential sales performance in Q4 FY19 where we sold real estate worth INR 2,161 crore. The total value of bookings in FY19 stood at INR 5,316 crore, which represents a YoY increase of 5%. Given our exciting launch pipeline, we remain confident of maintaining the momentum in our sales performance in the year ahead. Below is a brief of our performance in key markets.

#### **NCR**

GPL continued to build on its momentum in the NCR market which has been weak for the last several years. We recorded our best ever year in the NCR market in FY19 with sales in excess of 2.4 million sq. ft. and a booking value of INR 1,482 crore. We had three new launches in NCR combined with extremely strong sales from four new phases of our existing projects. Godrej Air witnessed sales of more than 0.52 million sq. ft. with a booking value of INR 289 crore. Godrej Meridien witnessed sales of more than 0.33 million sq. ft. with booking value of INR 278 crore. Godrej Habitat launched in Q4 FY19 witnessed sales in excess of 0.3 million sq. ft. with a booking value of INR 179 crore in the launch quarter. Our cumulative sales in the Noida market have once again exceeded 1 million sq. ft. with a booking value in excess of INR 675 crore in FY19.

#### **Mumbai**

Total sales in Mumbai stood in excess of ~1.1 million sq. ft. with a booking value of INR 1,301 crore. We managed to achieve these numbers despite launching only one new project and one new phase from our existing project. Godrej Golf Meadows at Godrej City in Panvel witnessed total sales of more than 0.52 sq. ft. with a booking value of INR 338 crore. Both 'The Trees' and Godrej Platinum in Vikhroli recorded strong sales from existing inventory with a booking value in excess of INR 300 crore.



FY19 has also been the best ever year for business development in the history of GPL in terms of area added under development. GPL added 11 new projects with saleable area of ~31 million sq. ft. This includes the addition of 25 million sq. ft. in the Pune market. This has been GPL's largest ever deal and will dramatically enhance our presence in the Pune market, cementing our presence across key growth areas within the city.

#### **Bangalore**

GPL managed to cross INR 1,000 crore of sales for the first time in the Bangalore market in FY19. Total sales at Bangalore stood in excess of 2.3 million sq. ft. with a booking value of INR 1,135 crore. We launched 3 new projects which included the launch of GPL's first plotted development project, Godrej Reserve which received an excellent response. We sold ~1.17 million sq. ft. with a booking value of INR 394 crore in this project. Godrej Aqua launched in Q4 FY19 witnessed sales of ~0.4 million sq. ft. with a booking value of INR 197 crore.

#### **Pune**

Total sales in Pune stood in excess of ~1.5 million sq. ft. with a booking value of INR 905 crore. We managed to achieve strong numbers despite launching only one new project and two new phases from our existing projects. Godrej Central Park launched in Q4 FY19 witnessed sales of ~0.58 million sq. ft. with a booking value of INR 316 crore in the launch quarter. At Godrej Elements we sold ~0.39 million sq. ft. with a booking value of INR 241 crore.

#### **c. Capital Raising**

GPL raised INR 1,000 crore through a preferential allotment in June 2018. Your company allotted 1,27,65,000 equity shares of INR 5 each to Gamnat Pte. Ltd., a GIC- managed investment firm for INR 783.50/share. Post issue, Gamnat holds ~5.5% equity stake in GPL. This is a clear demonstration of your

company's ability to successfully raise capital in tough macro-economic conditions for the real estate sector. We have used the proceeds to fund exciting growth opportunities across India's leading real estate markets. As on 31<sup>st</sup> March 2019, GPL's net debt/equity ratio stands at 0.87 which gives your company headroom to continue to capitalize on new business development opportunities.

#### **d. Commercial portfolio**

GPL added one new commercial project in FY19. Your Company entered into a joint venture agreement with Hero Cycles and Godrej Fund Management to develop 1 million sq. ft. of prime office development on Golf Course Road, Gurgaon. The project is situated in one of the most desirable commercial locations in the country and gives GPL the opportunity to create an outstanding development catering to the commercial office requirements of leading Indian and international businesses.

On the commercial sales front, Godrej Genesis registered sales of ~0.2 million sq. ft. with a booking value of INR 82 crore in FY19. We now only have about ~0.15 million sq. ft. of inventory left to monetize in this project. Godrej BKC registered sales of ~27,000 sq. ft. with a booking value of 88 crore. While we have made good progress towards fully monetizing our commercial inventory in BKC and Kolkata, we still have significant inventory in our Chandigarh project. Full monetization of all our older commercial projects remains a focus area for GPL.

#### **e. Business development**

FY19 has also been the best ever year for business development in the history of GPL in terms of area added under development. GPL added 11 new projects with saleable area of ~31 million sq. ft. This includes the addition of 25 million sq. ft. in the Pune market. This has been GPL's largest ever deal and will dramatically enhance our presence in the Pune market, cementing our presence across key growth areas within the city. In keeping with our goal of establishing leadership positions in our focus markets, and avoiding new projects in cities where we haven't launched a project, GPL has exited the Hyderabad market. This will free up capital to invest in the top four markets. The availability of funds through private placement and low gearing ratio of 0.87 give us an outstanding opportunity to disproportionately scale our project portfolio in FY20 and further build on the business development momentum. Below is the list of deals signed by GPL in FY19.



Artist's impression. Not an actual site photograph.

Particulars	Saleable Area (million sq. ft.)
Pune portfolio of 6 projects	25
Sector 43, Noida	2.2
Bandra, Mumbai	1.1
Golf Course Road, NCR	1
Ghodbunder Road, Thane	0.7
Vashi, Mumbai	0.5

#### f. Customer Centricity

Customer centricity is based on putting the customer first, and not only offering great customer service, but also a consistent

experience right from the time he/she makes the first inquiry to the post-purchase process. At GPL we have always tried to understand our customers, their hopes and aspirations. In order to further evolve our understanding we conducted two baseline surveys within the last one year. We are delighted to share with you that 9,853 customers shared their feedback through these surveys.

Based on the feedback we are working on various initiatives and have already implemented the following ones:

- Introduction of 'Relationship Manager (RM)' to serve our customers. The RM is well equipped and a trained single point of contact to respond to all customer queries



- Dedicated Customer Resource Centre (CRC) with toll free numbers for each region to enable faster resolutions
- Dedicated NRI service center which operates round the clock to enable our NRI customers to reach us as per their time zone and convenience
- Customer friendly initiatives like 'P@CE' which help customers to plan payments in advance and avoid delays
- Regular project progress updates with photographs to keep our customers informed of the latest status of the project. The Customer Information Portal is also updated with the latest project photographs
- Invite customers to check the project progress at the site in person
- "We Care" customer engagement events where customers can meet GPL Leadership

Some of the initiatives which we intend to roll out are as follows:

- Applicable TDS payment automation - This will eliminate the inconvenience of filing TDS against every invoice

raised. The process will be completely automated and the tax will be paid by GPL on behalf of the customer (for customers who authorize GPL to do so) once payment is received by GPL

- Digital Customer Experience - One stop app for all property needs - booking, making payments, raising queries and scheduling site visits
- Customer Advisory Council - An advisory body consisting of a select group of our customers who will provide us with inputs and suggestions to improve our performance
- Third party quality audits from reputed agencies - To be done at every stage of the project from inception to completion in order to ensure that quality of construction and services

In addition to the above, regular training sessions are held across regions to discuss and disseminate survey learnings, and assimilate them into our best practices.

During FY19 we delivered ~3.2 million sq. ft. across 4 cities. The table below gives details of these projects:

## Godrej Nature Plus+, NCR



Artist's impression. Not an actual site photograph.



### **GPL was ranked 4<sup>th</sup> in Asia & 8<sup>th</sup> globally by GRESB (Global Real Estate Sustainability Benchmark) - An industry-driven organization which assesses Environmental, Social and Governance (ESG) performance of real estate assets globally.**

Particulars	Saleable Area (million sq. ft.)
Godrej Central, Mumbai	0.66
Godrej Prana, Pune	0.63
The Trees – Phase 1, Vikhroli	0.50
Godrej Oasis, NCR	0.50
Godrej Prakriti, Kolkata	0.43
Godrej Azure, Chennai	0.30
Godrej Summit, Gurgaon	0.2

#### **g. Global recognition for sustainability initiatives**

GPL was ranked 4<sup>th</sup> in Asia & 8<sup>th</sup> globally by GRESB (Global Real Estate Sustainability Benchmark) - An industry-driven organization which assesses Environmental, Social and Governance (ESG) performance of real estate assets globally. GRESB is committed to rigorous and independent evaluation of the sustainability performance of real assets across the globe. GRESB data is used by more than 200 institutional investors, listed property companies and fund managers and is backed by all leading international real estate associations and industry bodies. It provides investors the tools to benchmark their investments against each other based on property type, country and regional peer groups. GRESB is widely recognized as the global standard for portfolio-level ESG reporting and benchmarking in the real estate sector.

#### **h. Sustainable development**

At Godrej Properties, we have made significant efforts to integrate sustainability as a part of our business strategy allowing us to address the risks that might arise due to climate change, depletion of resources and increasing pressures on land for development. To demonstrate commitment to sustainable

practices, the Godrej Industries Limited & Associated Companies (GILAC) initiated the 'Godrej Good & Green' program to achieve specified environmental targets by the year 2020. Under the ambit of this initiative, at GPL we have committed ourselves to the triple bottom line approach of People, Planet & Profit. We follow a comprehensive approach to sustainable development from an early design phase through the construction period. In our integrated process, the way we design our developments takes on key importance. Utilizing tools such as energy modeling allows us to reduce energy consumption in buildings which in turn reduces their operational carbon footprint. Our focus on sustainable development covers environmental parameters including site selection and planning, pedestrian friendly developments, indoor environmental quality, maximizing day lighting and natural ventilation, water and energy efficiency and responsible material sourcing. We integrate the concept of sustainable development across our operations.

Sustainability is one of the key principles that underscores our design led approach and is a part of the GPL Design Studio's mandate. This has allowed us to leverage sustainable design as an innovation mechanism and has proved useful for us to action our goal that all of our buildings should be certified green under credible external ratings systems such as the Indian Green Building Council (IGBC), Leadership in Energy and Environmental Design (LEED) etc. We look at sustainability at a larger organizational level. As a part of the Godrej group, we are one of the founding members of the IGBC, which is actively involved in promoting green building concepts in India.

Additionally as part of IFC's eco-cities program which is supported by the European Union, we are one of the five founding members of the Sustainable Housing Leadership Consortium (SHLC). The SHLC is a voluntary, collaborative effort with leading Indian housing sector companies to drive sustainability in India's housing market. Brought together by the International Finance Corporation (IFC), a member of the World Bank Group, the SHLC's mandate is to promote sustainable urban development. It makes relentless efforts for providing leadership and advocacy for industry and government policy actions in order to make 20 per cent of India's new housing construction sustainable by 2022.

The focus areas of the consortium include:

- Policy development
- Inclusion for green housing
- Technology availability

In line with the organizational goal, we introduced a site led operating structure. The new operating model has led to an agile structure with clearly defined accountability and faster decision making in addition to improving customer experience, efficiency and profitability.

- Skill development and improvement in construction workforce
- Consumer awareness regarding benefits of green housing

As part of our sustainability practices, we monitor sustainability across all domains of our business in line with the parameters of the Global Reporting Initiative Generation 4 (GRI G4) guidelines. We undertake Sustainability reporting as per GRI G4 Core for internal purposes. The Global Reporting Initiative (GRI) is a comprehensive framework for product responsibility and ensuring triple bottom line sustainability for business. It is a non-financial disclosure of performance indicators that cover social, environmental & economic aspects. This assessment has ensured a continuous integration of sustainable practices across operations at GPL. We have base-lined our consumption patterns in 2014-15 and are now able to monitor and assess efficiency in operational practices, processes, technologies and materials and understand our environmental footprint. We have initiated cross functional learning's and best practices as well as mitigation and offset projects to reduce our environmental footprint that will in turn help us fulfil our Good & Green 2020 vision.

#### **i. Health and safety management system**

We give high priority to the health and safety of our employees. An effective way of ensuring this is building a safety culture, where safety is the responsibility of each and every employee. The company has a robust health and safety management system which has comprehensive safety checks at each step of the project starting from the contractor pre-qualification stage.

We have a dedicated safety team at each site, entrusted with the responsibility of promoting safety among all employees. This team undertakes numerous awareness and training programs besides creating and executing a monthly safety activity plan for each site. The safety committee at sites are composed of management and worker representatives and the average ratio is about 50%, as per statutory requirement.

#### **Contract health and safety management system**

This proactive system starts well before awarding the contract with safety assessment of prospective contractors through the pre-qualification (PQ) process, assessment of business risk and initiating required mitigation plan based on the PQ score of the contractor. Also, in the pre-qualification stage we give preference to contractors who are OHSAS 18001 (Occupational Health and Safety Assessment Series) certified. The contractor who is brought on board is briefed in a joint safety kick-off meeting and the subsequent mobilization phase is guided and audited by a safety and health infra tracker. The contractor signs a legal undertaking while rolling out the site health and safety plan. This also provides guidelines to the contractors for undertaking work at the site.

#### **Hazard Identification and Risk Assessment (HIRA)**

A cross functional Hazard Identification and Risk Assessment (HIRA) team is formed at each site before the commencement of work. While the primary responsibility of this team is to conduct a detailed HIRA exercise, it also gives training on HIRA to the workers.

#### **Health Surveillance Program**

As part of our health surveillance program, a pre-employment medical examination is conducted for workers being employed at our project sites. Personnel who operate machinery or drive vehicles undergo thorough medical examination at the time of being employed as well as at regular intervals of time.

#### **Training and Awareness Campaign**

We believe that skill enhancement, capability building and awareness are the strongest pillars of our safety and health management system. Thus, we give special impetus to awareness programs, skill training sessions, motivational campaigns and health camps. In the reporting year we conducted more than 11,624 safety training sessions with close to 235,823 attendees. Events like National Safety Day, World Environment Day, Road Safety Week and Fire Service Day are celebrated across our sites as they provide important platforms to create awareness about health and safety.



Artist's impression. Not an actual site photograph.

### Safety Audit

Safety auditing is a periodic review of the entire occupational health and safety management system, including the policy and programs aimed to prevent workplace accidents/incidents. We conduct a safety audit on a quarterly basis. The analysis of safety audit helps us identify the gaps for further improving the health and safety management system.

### j. Human Capital

At GPL, we take pride in fostering an inspiring workplace with an agile and high performance culture to attract, develop and retain the best global talent. As part of the 122 year old Godrej Group, we are fortunate to have a proud legacy built on the strong values of trust, integrity and respect for others. At the same time, our exciting and ambitious growth plans allow us to offer unparalleled career opportunities relatively early on in a person's career. Core to our employer brand, is the philosophy of tough love. We expect the best from our employees, differentiate on the basis of performance and potential through career opportunities and rewards and lay particular emphasis on developing, mentoring and training. In line with our operational scale-up we have increased our total employee strength from 1,174 to 1,424 employees during the year.

### Diversity

At GPL, we recognize and value the diversity of our people, their perspectives and experiences. Gender diversity is one area of focus. Women comprise 31% of our total workforce

which is one of the highest women participation rates in the real estate sector. Our women leaders succeed in roles across all aspects of our operations. Their contributions have been instrumental in GPL reaching its current position of strength. We are fully committed to sustain our efforts to recruit, retain, and grow our women leaders. We strive to ensure women friendly policies, facilities, and development opportunities to nurture talent and create an enabling work environment. Inclusivity is a central tenet of our culture and organizational value system. We look forward to making GPL a truly inspiring workplace with a consistent focus on diversity and inclusion across all aspects of our operations.

### Disrupt to transform

In 2018 we launched the 'Disrupt to transform program' at GPL with an intent to build a culture of innovation, fearless experimentation and setting new benchmarks. In line with the organizational goal, we introduced a site led operating structure. The new operating model has led to an agile structure with clearly defined accountability and faster decision making in addition to improving customer experience, efficiency and profitability. Our projects will benefit from tighter execution, better accountability and ownership leading to preservation of returns and improved delivery.

The movement into the new project based structure has also created immense opportunities for our employees. This has created new roles like Project Director, Relationship Manager, Project Architect and Project Sales Head which are opportunities for our employees to take up leadership roles early on in their careers.



## **Employee Assistance program**

GPL has always laid profound importance on ensuring that the employees bring their whole self to work. As a part of our initiative to focus on the emotional and mental wellbeing of our employees, we launched the Employee Assistance Program in 2018. The focus has also been to ensure that employees are able to balance their personal and work commitments. Under this program we addressed factors related to:

### **Employee well being**

Studies have shown that efforts towards enhancing employee well-being have a direct impact on the overall health and productivity of employees and in turn impacts an organization's performance and strength. Employees who are healthy, happy and bring their whole selves to work, are enthusiastic brand proponents, contribute instinctively to enhance employer brand and work collectively towards achieving the organization's vision.

#### **Physical well-being**

The physical wellness of an individual can come from various mediums - nutrition, exercise, relaxation. GPL's office environment contributes to this by way of the ergonomics of work spaces, environmental aspects such as light, temperature, air quality, mood enhancers such as colors, aesthetics, natural calm from plants and greenery, and access to nutritious food. Informal groups where people can go on treks, cycle to work or simply take the stairs has resulted in better health metrics for people. Organization wide initiatives like participation in marathons, cycling events, yoga workshops are also attempts at uplifting the physical wellness quotient.

#### **Mental well – being**

A major focus area for most organizations today is psychological well-being. Stress and work life have been synonymous for far too long and organizations are endeavoring to support their employees manage stress in their work and personal lives.

At GPL, this comes in the form of employee assistance programs which enlist the services of professional counselors to provide a listening ear to employees and work with them on a program for betterment. The counselors are usually a third party vendor, which lends more authenticity and confidentiality to the process. The only data that comes to the organization is for the purpose of reporting. For example, at Godrej Properties, we know that in January 2019 - 21% of our employee base availed the services of our EAP partner. We don't know the identities or reasons for consultation.

#### **Facilitating social support**

Human beings are social creatures and we are seeing how social media has become a vital part of our lives. Social media channels and social support groups are a big part of where people seek their information and solace from. To harness this desire to be a part of social groups, organizations have launched app based platforms to engage on the wellness

path with employees. At Godrej Properties we have signed up with a wellness habit formation partner. Employees sign up for wellness challenges – be it physical, emotional (finding time for a hobby) or social (leaving office on time) and work to challenge or motivate their group buddies to meet their goals.

Other initiatives like provision of flexi hours to parents, trust based leave systems and child day-care facilities at the work place go a long way in providing comfort to employees and ensuring their all-round well-being.

## **THREATS, RISKS AND CONCERNS**

### **1. Industry Cyclicity**

The real estate market is inherently a cyclical market and is affected by macroeconomic conditions, changes in applicable governmental schemes, changes in supply and demand for projects, availability of consumer financing and illiquidity. Your Company has attempted to hedge against the inherent risks through a business model comprising joint ventures, residential platforms, and development management through a pan-India presence. However, any future significant downturn in the industry and the overall investment climate may adversely impact business.

### **2. Statutory Approvals**

The real estate sector in India is heavily regulated by the central, state and local governments. Real estate developers are required to comply with a number of laws and regulations, including policies and procedures established and implemented by local authorities in relation to land acquisition, transfer of property, registration and use of land. These laws often vary from state to state. Several of your Company's projects are in preliminary stages of planning and any delay in obtaining approvals could warrant revised scheduling of project timelines.

## **OUTLOOK**

After a year of disruptions, the Indian economy is consolidating the gains from recent reforms. Never in the history of Indian real estate have so many significant events taken place within such a short period of time. While the initial days of the new regulatory environment saw Indian real estate going through a phase of transition, we now see an opportunity for disproportionate growth. Our sales performance has strengthened significantly in H2 FY19. We expect to further scale our sales momentum in FY20, given our exciting launch pipeline across the country which has been significantly enhanced by new project additions. Given the liquidity situation in the sector, which has become even more apparent in light of the NBFC crisis, the visibility on business development is the strongest we have ever witnessed and we hope to have numerous positive portfolio enhancement announcements in FY20. We believe our national presence, strong brand, and robust project portfolio leave us well placed to capitalize on this opportunity.

# ANNEXURE

## Key Financial Ratios (Consolidated)

In accordance with SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, the details of significant changes (change of 25% or more as compared to the immediately previous financial year) are given below:

Amount in Crs

Ratios	2019	2018	Definition	Explanations
Debtors Turnover	17.83	8.73	Revenue from Operations/ Average Trade Receivables	Increase in Debtors turnover ratio is majorly on account of higher revenue recognised during current year as compared to previous year.
Inventory Turnover	0.90	0.32	Sale from Real Estate Developments/ Average Inventory	Increase in Inventory turnover ratio is majorly on account of higher revenue recognised during current year as compared to previous year
Interest Coverage Ratio	2.55	1.89	Earning before interest, taxes, depreciation and amortisation expenses / Finance Costs	Increase in EBITDA due to increase in revenue during the current year resulted into increase in interest coverage ratio.
Current Ratio	1.08	0.97	Current Assets / Current Liabilities	
Net Debt-Equity Ratio	0.87	2.35	Net Debt (Non-current liabilities - borrowings (including current maturities of long term debt) plus current financial liabilities - borrowings less cash and bank balances and other current investments) / Equity	Net Debt Equity Ratio improve mainly due to increase in equity of INR 1000 Cr preferential allotment and profit recognised for the year.
Adjusted EBITDA Margin %	31.00%	20.99%	Earnings before interest, taxes, depreciation, amortisation expenses and interest included in cost of sales / Total Income plus Share of profit / (loss) of joint ventures and associate (net of tax)	Due to Recognition of revenue of high margin projects during the current year.
EBITDA Margin %	18.44%	13.71%	Earning before interest, taxes, depreciation, amortisation expenses Total Income plus Share of profit / (loss) of joint ventures and associate (net of tax)	Increase in EBITDA margin is majorly on account of Recognition of revenue of high margin projects during the current year.
Net Profit Margin %	7.82%	4.21%	Profit for the year / Total Income plus Share of profit / (loss) of joint ventures and associate (net of tax)	Increase in Net Profit Margin is majorly on account of Recognition of revenue of high margin projects during the current year.
Return on Net Worth %	13.76%	7.45%	Profit for the year / Average Equity	Return on Net Worth is increased due to increase in Net profit for the year

# DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

## TO THE MEMBERS

The Directors have pleasure in presenting the Thirty-Fourth Directors' Report of your Company along with the financial statements for the financial year ended March 31, 2019.

### 1. OPERATING RESULT :

Certain key aspects of the Company's performance (on a standalone basis) during the financial year ended March 31, 2019, as compared to the previous financial year are summarized below:

(₹ in crore)

Particulars	Financial Year 2018 – 2019	Financial Year 2017 – 2018
Revenue from Operations	1,433.75	556.38
Other Income	460.25	493.61
Total Income	1,894.00	1,049.99
Profit before Tax	284.98	161.97
<b>Profit after Tax</b>	209.35	105.04
Other Comprehensive Income	(0.33)	(2.76)
<b>Total Comprehensive Income</b>	209.02	102.28

### 2. DIVIDEND:

In terms of the Regulation 43A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), the Dividend Distribution Policy of the Company is appended as Annexure I to this Report and also available on the website of the Company at <https://www.godrejproperties.com/investor/corporategovernance>.

Keeping in view the overall objective of improving Return on Capital Employed through various projects being added in Company's portfolio, the Board believes that conserving and investing the Company's capital in the many high return investment opportunities currently available instead of distributing it as a dividend will maximize shareholder value

creation in the long term. The Board therefore felt that in the interest of the Shareholders, the Company should utilize the internal accruals on its projects rather than paying dividend to shareholders. The Directors have therefore not recommended any dividend for the financial year ended March 31, 2019.

### 3. SHARE CAPITAL:

During the financial year ended March 31, 2019, the Company had issued and allotted 78,585 equity shares of ₹ 5/- each of the Company to its eligible employees on exercise of options granted under the Godrej Properties Limited Employee Stock Option Scheme, 2011 (GPL ESGS).

Pursuant to the approval of the members of the Company at the Extra Ordinary General Meeting held on May 30, 2018, the



# DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

Company issued and allotted 1,27,65,000 (One crore twenty seven lakh sixty five thousand) equity shares of the Company, having a face value of ₹ 5 (Rupees five) each at a price of ₹ 783.50 (Rupees Seven Hundred eighty three and fifty paise only) per equity share which includes premium of ₹ 778.50 (Rupee Seven Hundred Seventy eight and fifty paise only) per equity share aggregating to ₹ 1,000.14 crore (Rupees One Thousand Crore and fourteen lakh only) on preferential basis to GAMNAT Pte. Ltd. to augment its resources to enhance its net worth and to have greater financial strength to undertake large projects for the Company.

As at March 31, 2019, the issued, subscribed and paid-up equity share capital of the Company stands at 22,93,23,713 equity shares of ₹ 5/- each. The Company has neither issued shares with differential rights as to dividend, voting or otherwise nor issued shares (including sweat equity shares) to the employees or Directors of the Company under any Scheme, other than GPL ESGS.

## 4. OVERVIEW OF OPERATIONS:

For the financial year under review, Company's total income stood at ₹ 3,236 crore on a consolidated basis, an increase of 57% compared to the previous year. EBITDA increased by 111% to ₹ 597 crore and net profit increased by 191% to ₹ 253 crore.

Your Company added 11 new projects with 31 million sq.ft saleable area potential in aggregate located across Bangalore, Pune, National Capital Region and Mumbai. One of the key achievements of the Company was signing the largest ever deal in the Pune market consisting of multiple strategically located land parcels. The projects added are in line with the Company's long term strategy of focusing on value accretive and risk efficient models. These new projects have further strengthened Company's project pipeline and will drive the Company performance in coming years.

Your Company has achieved the highest ever sales in its history, making the Company India's largest publicly listed developer by value of real estate sales. The booking value for FY19 was ₹ 5,316 crore, an increase of 5% from FY18. The Company have recorded a booking value in excess of ₹ 5,000 crore for the third time in last 4 years. The Company achieved sale volumes above 1.1 million sq. ft. and sale value above ₹ 900 crore in all its focus markets. The Company launched 16 new projects/phases in FY19. Most notable of these were Godrej Central Park, Pune with booking value of ₹ 316 crore and Exquisite at Godrej Golf Links, NCR with booking value of ₹ 226 crore. The Company also launched its first ever plotted development in Bangalore. These successful launches were further complimented by strong performance in sustenance

sales with over ₹ 2,200 crore in sales in FY19. The Company achieved sales of more than 8.5 million square feet in FY19 and as a result significantly strengthened its relative market position to become one of the Top 3 players in each of its four key growth markets. On the operational front, the Company successfully delivered 3.2 million sq.ft across its projects. The Company have now delivered over 20 million sq. ft. of real estate in the last five years. In FY19, the Company also ventured into industrialized construction technology and set up its first precast plant at Godrej Golf Links, NCR. The Company's delivery record demonstrates that Company can operate at a large scale and keep pace with its accelerating sales. Sustainable development is an important part of the Company's vision and received several recognitions for the efforts on environment and safety such as ranked 4<sup>th</sup> in Asia and 8<sup>th</sup> globally by GRESB (Global Real Estate Sustainability Benchmark) 2018 – An industry-driven organization which assesses Environmental, Social and Governance (ESG) performance. The Company received 65+ awards in FY19, reflecting its commitment towards being amongst the top 3 real estate companies in India. Some of the prominent accolades received by the Company were – “Best Real Estate Brand 2018” (Economic Times), “Developer of the Year” (Golden Bricks Awards, 2018), “Builder of the Year” (CNBC Awaaz Real Estate Awards), “India's Top Builders 2018” (Construction World Architect and Builder (CWAB) Awards), “Business Excellence Awards 2019” (Corporate Insider). The Company's credit rating by ICRA stands at AA, with continued access to cheaper capital, showcasing confidence in the Company's operations.

## 5. FUTURE PROSPECTS AND OUTLOOK OF THE COMPANY:

Consumer demand for residential real estate continued to remain low in FY19. However, changes in Goods and Service Tax (GST) and new accounting standards of IND AS 115 led to short term uncertainty. Liquidity deficit in the aftermath of IL&FS payment default has put further pressure on the residential real estate sector. However, the Company continues to believe that these reforms will lead to improved governance in the sector, increase transparency and bring about consolidation amongst real estate players. Moreover, the Government's push towards affordable segment will drive demand for residential housing. The Company remains positive about long term direction of the sector on back of higher consumer confidence and increasing affordability due to favorable interest rates, stagnant real estate prices and rising disposable income. The Company believes that it is in a strong position to benefit from expected shifts in the sector. With strong brand, pan-india presence, demonstrated track record and excellent sales & marketing capabilities the Company is well poised for a high growth trajectory over next few years.

The Company will continue to add new projects as a Project Development Model on a fee basis as well as through joint development agreement with land lords working with its residential investment platform to enter projects which require significant upfront capital. The Company will continue to focus on 4 key markets - Mumbai, NCR, Bengaluru and Pune. When evaluating new projects, the Company will continue to seek superior long-term growth in shareholder value by maximizing returns through optimal financing and fiscal discipline.

The Company will continue to focus on creating a healthy project pipeline across the growth markets and opportunistically evaluate fast turnaround deals like plotted development. The Company will also enhance agility across its processes to further reduce project launch turnaround times. One of the key focus areas will be to achieve a high Net Promoter Score (NPS) by delivering exceptional customer service. Furthermore, the Company will continue to explore innovations in construction technology for increased productivity and higher quality.

## 6. DEPOSITORY SYSTEM:

Your Company's equity shares are available for dematerialisation through National Securities Depository Limited and Central Depository Services (India) Limited. As on March 31, 2019, 99.99% of the equity shares of the Company were held in dematerialised form.

## 7. ANNUAL RETURN:

The extract of annual return of the Company as provided under Section 92(3) of the Companies Act, 2013 (the "Companies Act") for the financial year ended March 31, 2019 is available on the website of the Company at <https://www.godrejproperties.com/investor/annual-report> and also given as Annexure II.

## 8. NUMBER OF MEETINGS OF THE BOARD:

The Board met 4 (four) times in the financial year ended March 31, 2019 on May 04, 2018, August 02, 2018, November 01, 2018 and January 28, 2019.

## 9. DIRECTORS' RESPONSIBILITY STATEMENT:

The Directors hereby confirm that:

- i. In the preparation of the annual accounts for the financial year ended March 31, 2019, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- ii. They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at

March 31, 2019 and of the profit of the Company for the year ended on March 31, 2019.

- iii. They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act and rules made thereunder, as amended, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv. They have prepared the annual accounts for financial year ended March 31, 2019 on a 'going concern' basis.
- v. They have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and have been operating efficiently.
- vi. They have devised proper systems to ensure compliance with provisions of all applicable laws and that such systems were adequate and operating effectively.

## 10. DECLARATION BY INDEPENDENT DIRECTORS:

The independent directors of the Company have submitted the declaration of independence as required under Section 149(7) of the Companies Act, confirming that they meet the criteria of independence under Section 149(6) of the Companies Act and Regulation 16 of SEBI LODR Regulations.

## 11. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION:

The policy of the Company on directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under Section 178(3) of the Companies Act, is appended as Annexure III to this Report.

## 12. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The details of loans given, investments made, guarantees given and securities provided under Section 186 of the Companies Act, have been provided in the notes to the standalone financial statements.

## 13. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

All transactions entered into during the financial year 2018-2019 with Related Parties as defined under the Companies Act and SEBI LODR Regulations were in the ordinary course of business and on an arm's length basis. During the year, the Company had not entered into any transaction referred to in Section 188 of the Companies Act, with related parties which

# DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

could be considered material under SEBI LODR Regulations. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3) of the Companies Act in Form AOC-2 is not applicable. Attention of Members is drawn to the disclosures of transactions with related parties set out in Notes to Accounts – Note No 41 forming part of the Standalone financial statements. The transactions with person or entity belonging to the promoter/promoter group which holds 10 per cent or more shareholding in the Company as required under Schedule V, Part A (2A) of SEBI LODR is given as Note No 41 (on Related Party Transaction) forming part of the Standalone financial statements.

As required under Regulation 23 of SEBI LODR Regulations, the Company has formulated a Related Party Transactions Policy which is available on the website of the Company at <https://www.godrejproperties.com/investor/corporategovernance>

## **14. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY: -**

Post end of the financial year 2018-19, Shubh Properties Cooperatief U.A, a dutch private equity firm, which was holding 72.34% of the equity share capital of Wonder Space Properties Private Limited ("WSPPL") sold its majority stake in WSPPL to the Company pursuant to a Share Purchase Agreement. Consequently, the holding of the Company in WSPPL increased from 25.1% to 96.03%. and has become subsidiary of the Company with effect from April 4, 2019.

There have been no other material changes and commitments affecting the financial position of the Company which have occurred between March 31, 2019 and the date of this Report, other than those disclosed in this Report.

## **15. PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The particulars in respect of conservation of energy, technology absorption and foreign exchange earnings and outgo, as required under Section 134(3)(m) of the Companies Act read with the Companies (Accounts) Rules, 2014 is appended as Annexure IV to this Report.

## **16. BUSINESS RISK MANAGEMENT:**

The Company has constituted a Risk Management Committee consisting of members of the Board and key executives of the Company to identify and assess business risks and opportunities. The composition of the Committee is in compliance with Regulation 21 of the SEBI LODR Regulations. The Risk Management Committee identifies the risks at both enterprise level and at project level.

The business risks identified are reviewed by the Risk Management Committee and a detailed action plan to mitigate identified risks is drawn up and its implementation is monitored. The key risks and mitigation actions are then placed before the Audit Committee of the Company.

## **17. CORPORATE SOCIAL RESPONSIBILITY:**

A Corporate Social Responsibility (CSR) Committee has been constituted in accordance with Section 135 of the Companies Act. The details required under the Companies (Corporate Social Responsibility Policy) Rules, 2014 are given in CSR Report appended as Annexure V to this Report. The CSR Policy is available on the website of the Company at <https://www.godrejproperties.com/investor/corporategovernance>

## **18. VIGIL MECHANISM:**

The Company has established a vigil mechanism for directors, employees and other stakeholders to report their genuine concerns, details of which have been given in the Corporate Governance Report forming part of this Annual Report.

## **19. ANNUAL EVALUATION OF PERFORMANCE OF THE BOARD:**

The Company conducted a formal Board Effectiveness Review as part of its efforts to evaluate, identify improvements and thus enhance the effectiveness of the Board of Directors (Board), its Committees and individual directors. This was in line with the requirements mentioned in the Companies Act and the SEBI LODR Regulations.

The Corporate HR team of Godrej Industries Limited and Associate Companies (GILAC) worked directly with the Executive Chairman and the Nomination and Remuneration Committee of the Board, to design and execute this process which was adopted by the Board. Each Board Member completed a confidential online questionnaire, providing vital feedback on how the Board currently operates and how it might improve its effectiveness.

The survey comprised of four sections and compiled feedback and suggestions on:

- Board processes (including Board composition, strategic orientation and team dynamics);
- Individual committees;
- Individual Board members; and
- Chairman's Feedback Report

As per the amendments issued to the SEBI LODR Regulations in 2018, the performance evaluation criteria for independent directors included a check on their fulfilment of the independence criteria and their independence from the management.



The following reports were created, as part of the evaluation:

- Board Feedback Report
- Individual Board Member Feedback Report
- Chairman's Feedback Report

The overall Board Feedback Report was facilitated by Mr. Keki Dadiseth with the Independent Directors. The Directors were vocal about the Board functioning effectively, but also identified areas which show scope for improvement. The Individual Committees and Board Members' feedback was shared with the Executive Chairman. Following his evaluation, Executive Chairman's Feedback Report was also compiled.

## **20. SUBSIDIARY COMPANIES:**

### **A. Subsidiaries**

As at March 31, 2019, the Company had 15 subsidiaries under the Companies Act, namely, Godrej Realty Private Limited, Godrej Garden City Properties Private Limited, Prakritiplaza Facilities Management Private Limited, Godrej Prakriti Facilities Private Limited, Godrej Genesis Facilities Management Private Limited, Godrej Projects Development Limited (formerly known as Godrej Projects Development Private Limited), Godrej Hillside Properties Private Limited, Godrej Highrises Properties Private Limited, Citystar Infraprojects Limited, Godrej Residency Private Limited, Godrej Landmark Redevelopers Private Limited, Godrej Home Developers Private Limited, Godrej Skyline Developers Private Limited, Godrej Redevelopers (Mumbai) Private Limited and Godrej Properties Worldwide INC.

The Company shall provide a copy of the financial statements of its subsidiary companies to the members of the Company on their request. The audited financial statements of the subsidiary companies will also be kept open for inspection by any members at the registered office of the Company during business hours and will also be available on the website of the Company.

As at March 31, 2019, Wonder Space Properties Private Limited, Wonder City Buildcon Private Limited, Godrej Home Constructions Private Limited, Godrej Greenview Housing Private Limited, Wonder Projects Development Private Limited, Godrej Real View Developers Private Limited, Pearlite Real Properties Private Limited, Godrej One Premises Management Private Limited, Godrej Green Homes Limited and Ashank Macbricks Private Limited are associate companies of the Company.

### **B. Limited Liability Partnerships (LLPs)**

Your Company is a partner in the following LLPs as of March 31, 2019:

1. Godrej Property Developers LLP
2. Mosiac Landmarks LLP
3. Dream World Landmarks LLP
4. Oxford Realty LLP
5. Godrej SSPDL Green Acres LLP
6. M S Ramaiah Ventures LLP
7. Oasis Landmarks LLP
8. Caroa Properties LLP
9. Amitis Developers LLP
10. Godrej Construction Projects LLP
11. Godrej Housing Projects LLP
12. Mahalunge Township Developers LLP (formerly known as Godrej Land Developers LLP)
13. Godrej Developers & Properties LLP
14. Godrej Highrises Realty LLP
15. Godrej Project Developers & Properties LLP
16. A R Landcraft LLP
17. Godrej Highview LLP
18. Prakhhyat Dewellers LLP
19. Godrej Skyview LLP
20. Bavdhan Realty @ Pune 21 LLP
21. Godrej Green Properties LLP
22. Maan - Hinje Township Developers LLP (formerly known as Godrej Projects (Pune) LLP)
23. Godrej Projects (Soma) LLP
24. Godrej Projects North Star LLP (formerly known as Godrej Century LLP)
25. Godrej Projects North LLP (formerly known as Godrej Projects (Bluejay) LLP)
26. Godrej Reserve LLP (formerly known as Sai Srushti Onehub Projects LLP)
27. Godrej Athenmark LLP
28. Godrej Vestamark LLP
29. Godrej Irismark LLP
30. Manjari Housing Projects LLP (formerly known as Godrej Avamark LLP)
31. Rosebery Estate LLP
32. Embellish Houses LLP
33. Godrej City Facilities Management LLP
34. Suncity Infrastructure (Mumbai) LLP

# DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

## C. Material Un-Listed Indian Subsidiary:

As at March 31, 2019, Godrej Projects Development Limited and as at April 01, 2019, Godrej Landmark Redevelopers Private Limited were considered material un-listed Indian subsidiaries under Regulation 24 of SEBI LODR Regulations.

## 21. PERFORMANCE AND FINANCIAL POSITION OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES:

As required under SEBI LODR Regulations and Section 129 of the Companies Act, the consolidated financial statements have been prepared by the Company in accordance with the applicable accounting standards and form part of the Annual Report. A statement containing the salient features of the Financial Statements of the subsidiaries, joint ventures and associate companies of the Company in Form AOC-1 as required under Rule 5 of the Companies (Accounts) Rules, 2014 form part of the notes to the financial statements. The highlights of performance of subsidiaries, associates and joint venture companies and their contribution to the overall performance of the Company is given as Annexure A in Consolidated Financials.

## 22. DETAILS RELATING TO DEPOSITS COVERED UNDER CHAPTER V OF THE COMPANIES ACT, 2013:

Sr. No.	Particulars	(₹ in crore)
1	Accepted during the year	-
2	Remained unpaid or unclaimed as at the end of the year	0.36
3	Whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved:-	-
	(i) at the beginning of the year	-
	(ii) maximum during the year	-
	(iii) at the end of the year	-
4	details of deposits which are not in compliance with the requirements of Chapter V of the Companies Act	-

The Company has not accepted any deposits from its Directors.

## 23. COST RECORDS

As required under Rule 8(5)(ix) of the Companies (Accounts) Rules, 2014, the Company confirms that it has prepared and maintained cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the financial year ended March 31, 2019.

## 24. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS:

There are no significant and material orders passed by the regulators/courts/tribunals which would impact the going concern status of the Company and its future operations.

## 25. INTERNAL FINANCIAL CONTROL SYSTEM:

The Company has an internal financial control system commensurate with the size, scale and complexity of its operations. The internal controls over financial reporting have been identified by the management and are checked for effectiveness across all locations and functions by the management and tested by the Auditors on sample basis. The controls are reviewed by the management periodically and deviations, if any, are reported to the Audit Committee periodically.

## 26. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

In accordance with the Articles of Association of the Company and the provisions of the Section 152(6)(e) of the Companies Act, Mr. Jamshyd Godrej (DIN: 00076250) will retire by rotation at the ensuing Annual General Meeting and being eligible, offered himself for re-appointment.

In terms of the Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, inserted vide SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, with effect from April 01, 2019, no listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy five years unless a special resolution is passed to that effect. Accordingly, Mr. Amit B. Choudhury (aged 76 years) and Dr. Pritam Singh (aged 77 years) Independent Directors of the Company have ceased to act as Directors of the Company with effect from closure of the business hours on March 31, 2019. The Board placed on record its gratitude for the contribution made by Mr. Amit B. Choudhury and Dr. Pritam Singh during their tenure as Independent Directors.

Mr. Keki B. Dadiseth (DIN: 00052165), Mr. Pranay Vakil (DIN: 00433379), Mrs. Lalita D. Gupte (DIN: 00043559) and Mr. Amitava Mukherjee (DIN: 00003285) were appointed as independent directors on the Board of the Company pursuant to the provisions of Section 149 of the Companies Act 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 at the Annual General Meeting of the Company held on August 02, 2014 for a period of five years ending on closure of business hours of August 01, 2019 ("First Term"). In terms of the provisions of Section 149 of the Act, the independent directors of the Company are eligible for re-appointment for their second term of five years. The Nomination & Remuneration Committee and the Board is of the view that the current independent directors have immensely contributed to establish a strong board culture that has guided GPL's growth strategy and has driven the Company to become one of India's leading real estate developers. Accordingly, Mr. Keki B. Dadiseth, Mr. Pranay Vakil, Mrs. Lalita D. Gupte and Mr. Amitava Mukherjee will be appointed as independent directors for a second term with effect from August 02, 2019.

Mr. Pirojsha Godrej (DIN: 00432983) – Executive Chairman, Mr. Mohit Malhotra (DIN: 07074531) – Managing Director and Chief Executive Officer, Mr. Rajendra Khetawat – Chief Financial Officer and Mr. Surender Varma – Company Secretary & Chief Legal Officer are the Key Managerial Personnel of the Company as at the date of this Report.

## **27. STATUTORY AUDITORS' REPORT:**

There are no qualifications, reservations or adverse remarks or disclaimers made by BSR & Co. LLP, Statutory Auditors, in their report.

## **28. COST AUDITORS:**

The Board of Directors of the Company, on recommendation of Audit Committee, appointed M/s. R Nanabhoy & Co, Cost Accountants, as Cost Auditors of the Company for the financial year 2019–20 at a fee of ₹ 1,15,000 (Rupees One Lakh Fifteen Thousand only) plus applicable taxes and out of pocket expenses subject to the ratification of the said fees by the members at the ensuing Annual General Meeting pursuant to Section 148 of the Companies Act.

The cost audit report would be filed with the Central Government within prescribed timelines.

## **29. SECRETARIAL AUDIT REPORT:**

The Board of Directors of the Company have appointed A K Jain & Co., Practising Company Secretary, to conduct the Secretarial Audit and his Report on Company's Secretarial Audit is appended to this Report as Annexure VI.

There are no qualifications, reservations or adverse remarks or disclaimers made by A. K. Jain & Co., Company Secretary in practice, in their Secretarial Audit Report.

The Board further confirms that the Company has complied with all the provisions of the Secretarial Standards issued by the Institute of Company Secretaries of India.

## **30. FRAUD REPORTING:**

There have been no instances of fraud reported by the Auditors under Section 143(12) of the Companies Act and Rules framed thereunder either to the Company or to the Central Government.

## **31. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

The Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34(2) of SEBI LODR Regulations, is appended to this Report.

## **32. CORPORATE GOVERNANCE:**

The Company is committed to maintaining the highest standards of Corporate Governance and adhering to the corporate governance requirements as set out by Securities and Exchange Board of India. The Report on Corporate Governance as stipulated under SEBI LODR Regulations forms part of the Annual Report. The Certificate from the Practising Company Secretary confirming compliance with the conditions of Corporate Governance as stipulated under Schedule V to SEBI LODR Regulations and applicable provisions of the Companies Act forms part of the Corporate Governance Report.

## **33. INTERNAL COMPLAINTS COMMITTEE:**

The company has constituted an Internal Complaints Committee as required under the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH). The details required to be disclosed under POSH forms part of the Corporate Governance Report.

## **34. AUDIT COMMITTEE OF THE COMPANY:**

Your Company's Audit Committee comprises the following 4 (four) Independent Directors, viz. Mr. Keki B. Dadiseth (Chairman), Mrs. Lalita D. Gupte, Mr. Pranay D. Vakil, and Mr. Amitava Mukherjee.

The composition of the Audit Committee is in compliance with the requirements of Section 177 of the Companies Act and Regulation 18 of SEBI LODR Regulations.



# DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

## 35. PARTICULARS OF EMPLOYEES:

Disclosures with respect to the remuneration of Directors and employees as required under Section 197 of the Companies Act and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 has been appended as Annexure VII to this Report. The information required pursuant to Section 197 of the Companies Act read with Rule 5(2)&(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is available for inspection by the Members at registered office of the Company during business hours on working days up to the date of the ensuing Annual General Meeting. If any Member is interested in obtaining a copy thereof, such Member may write to the Company Secretary, whereupon a copy would be sent.

## 36. EMPLOYEES STOCK OPTION SCHEMES:

As required in terms of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, the disclosure relating to Godrej Properties Limited Employee Stock Grant Scheme, 2011 ("GPL ESGS") is appended as Annexure VIII to this Report.

## 37. BUSINESS RESPONSIBILITY REPORT:

The Business Responsibility Report for the financial year ended March 31, 2019 as stipulated under Regulation 34(2) of SEBI LODR Regulations is attached as part of the Annual Report.

## 38. AWARDS & RECOGNITIONS:

The Directors take pleasure in informing the Members that the Company, its people and projects were acknowledged with several awards and ratings during the financial year ended March 31, 2019. The details of the award received are given at page 8-10 of this Report.

## 39. ACKNOWLEDGMENTS:

The Directors wish to place on record their appreciation and sincere thanks to the customers, joint venture partners, shareholders, banks, financial institutions, fixed deposit holders, vendors and other associates, who through their continued support and cooperation, have helped, as partners, in the Company's progress. The Directors also acknowledge the hard work, dedication and commitment of the employees.

**For and on behalf of the Board of Directors  
of Godrej Properties Limited**

Place: Mumbai  
Date : April 30, 2019

**Pirojsha Godrej**  
Executive Chairman  
(DIN: 00432983)

# ANNEXURE I DIVIDEND DISTRIBUTION POLICY

## 1. BACKGROUND AND APPLICABILITY:

The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Regulations") require the top 500 listed companies (by market capitalisation) to disclose a Dividend Distribution Policy in the annual report and on the corporate website.

The Board of Directors ("Board") of Godrej Properties Limited ("Company") has adopted this Dividend Distribution Policy to comply with these requirements.

The Company currently has only one class of shares, viz. equity, for which this policy is applicable. The policy is subject to review if and when the Company issues different classes of shares.

## 2. DIVIDEND DISTRIBUTION PHILOSOPHY:

The Company is committed to driving superior value creation for all its stakeholders. The focus will continue to be on sustainable returns, through an appropriate capital strategy for both medium term and longer term value creation. Accordingly, the Board would continue to adopt a progressive and dynamic dividend policy, ensuring the immediate as well as long term needs of the business.

## 3. DIVIDEND:

Dividend represents the profit of the Company, which is distributed to shareholders in proportion to the amount paid-up on shares they hold. Dividend includes Interim Dividend.

The Dividend for any financial year shall normally be paid out of the Company profits for that year. This will be arrived at after providing for depreciation in accordance with the provisions of the Companies Act, 2013. If circumstances require, the Board may also declare dividend out of accumulated profits of any previous financial year(s) in accordance with provisions of the Act and Regulations, as applicable.

## 4. CIRCUMSTANCES UNDER WHICH SHAREHOLDERS CANNOT EXPECT DIVIDEND:

The Board will assess the Company's financial requirements, including present and future organic and inorganic growth opportunities and other relevant factors (as mentioned elsewhere in this policy) and declare Dividend in any financial year.

Notwithstanding the above, the shareholders of the Company may not expect Dividend under the following circumstances:

- a. Whenever it undertakes or proposes to undertake a significant expansion project requiring higher allocation of capital
- b. Significantly higher working capital requirements adversely impacting free cash flow
- c. Whenever it undertakes any acquisitions or joint ventures requiring significant allocation of capital
- d. In the event of inadequacy of profit or whenever the Company has incurred losses

## 5. INTERIM AND FINAL DIVIDEND:

The Board may declare one or more Interim Dividends during the year. Additionally, the Board may recommend Final Dividend for the approval of the shareholders at the Annual General Meeting. The date of the Board meeting in which the Dividend proposal will be considered, will be provided to the stock exchanges, as required by Listing Regulations.

## 6. FINANCIAL PARAMETERS AND OTHER INTERNAL AND EXTERNAL FACTORS THAT WOULD BE CONSIDERED FOR DECLARATION OF DIVIDEND:

- Distributable surplus available as per the Act and Regulations
- The Company's liquidity position and future cash flow needs
- Track record of Dividends distributed by the Company
- Payout ratios of comparable companies
- Prevailing Taxation Policy or any amendments expected thereof, with respect to Dividend distribution
- Capital expenditure requirements considering the expansion and acquisition opportunities
- Cost and availability of alternative sources of financing
- Stipulations/ Covenants of loan agreements

## DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

- Macro economic and business conditions in general
- Providing of unforeseen event and contingency with financial implications
- Any other relevant factors that the Board may deem fit to consider before declaring Dividend.

### **7. UTILISATION OF RETAINED EARNINGS:**

Subject to applicable regulations, the Company's retained earnings shall be applied for:

- Funding inorganic and organic growth needs including working capital, capital expenditure, repayment of debt, etc.
- Buyback of shares subject to applicable limits
- Payment of Dividend in future years

- Issue of Bonus shares
- Any other permissible purpose

### **8. MODIFICATION OF THE POLICY:**

The Management Committee of the Board of Directors is authorized to change/amend this policy from time to time at its sole discretion and/or in pursuance of any amendments made in the Companies Act, 2013, the Regulations, etc.

### **9. DISCLAIMER:**

This document does not solicit investments in the Company's securities. Nor is it an assurance of guaranteed returns (in any form), for investments in the Company's equity shares.



# ANNEXURE II TO THE DIRECTORS' REPORT

## Form No. MGT-9

**Extract of Annual Return as on the financial year ended on March 31, 2019**  
**[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

Sr. No.		
i.	CIN	L74120MH1985PLC035308
ii.	Registration Date	8 <sup>th</sup> February, 1985
iii.	Name of the Company	GODREJ PROPERTIES LIMITED
iv.	Category / Sub-Category of the Company	Public Limited Company
v.	Address of the Registered office and contact details	Godrej One, 5 <sup>th</sup> floor, Pirojshanagar, Eastern Express Highway, Vikhroli (East) Mumbai 400079 Tel.: 91-22-6169 8500 Fax: 91-22-6169 8888 Website : <a href="http://www.godrejproperties.com">www.godrejproperties.com</a>
vi.	Whether listed company (Yes / No)	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Karvy Fintech Private Limited (formerly known as Karvy Computershare Private Limited) Unit : Godrej Properties Limited Karvy Selenium Tower-B, Plot No. 31 & 32, Financial District, Gachibowli, Nanakramguda, Serilingampally, Hyderabad-500 032 Email : <a href="mailto:einward.ris@karvy.com">einward.ris@karvy.com</a> Phone : 040-67162222 Fax : 040-23001153 Website: <a href="http://www.karvy.com">www.karvy.com</a>

### II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the Company, on standalone basis, are as under :

Sr. No.	Name and Description of main products / services	NIC Code of the product / service	% to total turnover of the Company
1.	Construction and Real Estate Development	4100	100

# DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	Godrej Industries Limited Godrej One, Pirojshanagar Eastern Express Highway, Vikhroli, Mumbai 400079	L24241MH1988PLC097781	Holding company	53.65	2(46)
2	Godrej Garden City Properties Private Limited*	U74900MH2011PLC213782	Subsidiary Company	100	2(87)
3	Godrej Projects Development Limited* (formerly known as Godrej Projects Development Private Limited)	U70102MH2010PLC210227	Subsidiary Company	100	2(87)
4	Godrej Properties Worldwide INC 95, South Market Street, Suite 5,30, San Jose, CA 9,51,13, United States of America.	N.A.	Subsidiary Company	100	2(87)
5	Godrej Home Developers Private Limited*	U70102MH2015PTC263223	Subsidiary Company	100	2(87)
6	Godrej Hillside Properties Private Limited*	U70102MH2015PTC263237	Subsidiary Company	100	2(87)
7	Godrej Highrises Properties Private Limited*	U70200MH2015PTC266010	Subsidiary Company	100	2(87)
8	Godrej Residency Private Limited*	U70109MH2017PTC292515	Subsidiary Company	100	2(87)
9	Godrej Prakriti Facilities Private Limited*	U70102MH2015PTC265345	Subsidiary Company	100	2(87)
10	Prakritiplaza Facilities Management Private Limited*	U70109MH2016PTC284197	Subsidiary Company	100	2(87)
11	Godrej Genesis Facilities Management Private Limited*	U70100MH2016PTC273316	Step-down Subsidiary Company	100	2(87)
12	Godrej Landmark Redevelopers Private Limited*	U70102MH2012PTC228114	Step-down Subsidiary Company	100	2(87)
13	Godrej Skyline Developers Private Limited*	U45309MH2016PTC287858	Subsidiary Company	26	2(27)
14	Citystar Infraprojects Limited Godrej Waterside, Tower- II, Unit No. 1,09, D.P. 5, Sector- V, Salt Lake Kolkata West Bengal- 700091	U45400WB2008PLC122810	Subsidiary Company	100	2(87)
15	Godrej Realty Private Limited*	U70100MH2005PTC154268	Subsidiary Company	51	2(87)
16	Godrej Redevelopers (Mumbai) Private Limited*	U70102MH2013PTC240297	Step-down Subsidiary Company	51	2(87)

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
17	Wonder Space Properties Private Limited*	U70102MH2013PTC242495	Associate Company	25.10	2(6)
18	Wonder City Buildcon Private Limited*	U70100MH2013PTC247696	Associate Company	25.10	2(6)
19	Wonder Projects Development Private Limited*	U70102MH2015PTC265969	Associate Company	20	2(6)
20	Godrej Greenview Housing Private Limited*	U70102MH2015PTC264491	Associate Company	20	2(6)
21	Godrej Home Constructions Private Limited*	U70102MH2015PTC263486	Associate Company	25.10	2(6)
22	Godrej One Premises Management Private Limited*	U70102MH2015PTC266773	Associate Company	30	2(6)
23	Pearlite Real Properties Private Limited*	U45309MH2016PTC285479	Associate Company	49	2(6)
24	Godrej Real View Developers Private Limited*	U45309MH2016PTC285438	Associate Company	20	2(6)
25	Godrej Green Homes Limited*	U70200MH2013PLC251378	Associate Company	50	2(6)
26	Ashank Macbricks Private Limited	U70100MH2017PTC302864	Associate Company	20	2(6)
27	Mosiac Landmark LLP*	AAA-5797	Body Corporate	66.66	2(27)
28	Dream World Landmarks LLP*	AAA-8207	Body Corporate	66.66	2(27)
29	Oxford Realty LLP*	AAC-1059	Body Corporate	51	2(27)
30	Godrej SSPDL Green Acres LLP*	AAA-5137	Body Corporate	66.66	2(27)
31	M S Ramaiah Ventures LLP*	AAC-2431	Body Corporate	51	2(27)
32	Oasis Landmarks LLP*	AAC-4016	Body Corporate	66.66	2(27)
33	Godrej Housing Projects LLP*	AAD-0883	Body Corporate	51	2(27)
34	Godrej Construction Projects LLP*	AAD-0882	Body Corporate	51	2(27)
35	Amitis Developers LLP 10/1C, Diamond Harbour Road, Kolkata, West Bengal, 700027	AAD-1617	Body Corporate	50	2(27)
36	Caroa Properties LLP*	AAA-8234	Body Corporate	35	2(27)
37	Godrej Property Developers LLP*	AAA-4369	Body Corporate	50	2(27)
38	Mahalunge Township Developers LLP* (formerly known as Godrej Land Developers LLP*)	AAD-7998	Body Corporate	50	2(27)
39	Godrej Developers & Properties LLP*	AAD-7997	Body Corporate	50	2(27)
40	Godrej Highrises Realty LLP*	AAD-7994	Body Corporate	100	2(27)



# DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
41	Godrej Project Developers & Properties LLP*	AAE-1835	Body Corporate	100	2(27)
42	A R Landcraft LLP UM House, 3 <sup>rd</sup> Floor, Plot No. 35p, UM House, Sector 44 Gurgaon – 122002	AAF-6499	Body Corporate	50	2(27)
43	Godrej Highview LLP*	AAH-5060	Body Corporate	50	2(27)
44	Godrej Green Properties LLP*	AAH-7127	Body Corporate	100	2(27)
45	Godrej Skyview LLP*	AAH-6366	Body Corporate	100	2(27)
46	Prakhhyat Dwellings LLP*	AAE-2222	Body Corporate	50	2(27)
47	Bavdhan Realty @ Pune 21 LLP*	AAH-6993	Body Corporate	45	2(27)
48	Maan - Hinje Township Developers LLP* (formerly known as Godrej Projects (Pune) LLP)	AAI-4645	Body Corporate	50	2(27)
49	Godrej Projects (Soma) LLP*	AAI-7488	Body Corporate	100	2(27)
50	Godrej Projects North LLP*	AAI-7141	Body Corporate	100	2(27)
51	Godrej Projects North Star LLP*	AAI-8236	Body Corporate	50	2(27)
52	Godrej Athenmark LLP*	AAJ-2145	Body Corporate	100	2(27)
53	Godrej Vestamark LLP*	AAJ-2144	Body Corporate	100	2(27)
54	Godrej Irismark LLP*	AAJ-2172	Body Corporate	50	2(27)
55	Manjari Housing Projects LLP* (formerly known as Godrej Avamark LLP)	AAJ-2162	Body Corporate	50	2(27)
56	Godrej Reserve LLP (formerly known as Sai Srushti Onehub Projects LLP) No. 18, 17 <sup>th</sup> Cross, 9 <sup>th</sup> Main, 7 <sup>th</sup> Sector, HSR Layout, Bangalore Karnataka 560102	AAC-4667	Body Corporate	50	2(27)
57	Embellish Houses LLP*	AAO-2164	Body Corporate	100	2(27)
58	Godrej City Facilities Management LLP*	AAO-4877	Body Corporate	100	2(27)
59	Roseberry Estate LLP Flat No. 5,02, 502-A, 5 <sup>th</sup> floor 23 Barakhamba Road, Narain Manzil, New Delhi, Delhi - 110001	AAH-9841	Body Corporate	50	2(27)
60	Suncity Infrastructures (Mumbai) LLP Office No. 1,02, Plot No. 46 & 47 Sector 40, Nerul, Navi Mumbai Maharashtra - 400706	AAG-4860	Body Corporate	50	2(27)

\* Registered Office Address – Godrej One, 5<sup>th</sup> Floor, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai 400 079

Note - In case of LLPs, the % of shares held denotes the % of voting rights held by Godrej Properties Limited in the respective LLPs.

#### 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 (April 01, 2018)				No. of Shares held at the end of the year (March 31, 2019)				% change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
<b>A. Promoters &amp; Promoter Group</b>									
<b>(1) Indian</b>									
Individual/HUF	1,04,54,176	-	1,04,54,176	4.83	156	-	156	0.00	(4.83)
Central Govt.	-	-	-	-	-	-	-	-	-
State Govt.(s)	-	-	-	-	-	-	-	-	-
Bodies Corp.	14,21,54,926	-	14,21,54,926	65.66	14,64,87,770	-	14,64,87,770	63.88	(1.78)
Banks / FI	-	-	-	-	-	-	-	-	-
Any Other Private Trusts	88,75,740	-	88,75,740	4.1	1,57,68,979	-	1,57,68,979	6.88	2.78
<b>Sub-total (A)(1)</b>	<b>16,14,84,842</b>	<b>-</b>	<b>16,14,84,842</b>	<b>74.59</b>	<b>16,22,56,905</b>	<b>-</b>	<b>16,22,56,905</b>	<b>70.75</b>	<b>(3.84)</b>
<b>(2) Foreign</b>									
a) NRIs - Individuals	6,02,228	-	6,02,228	0.28	1,76,628	-	1,76,628	0.08	(0.20)
b) Other – Individuals	-	-	-	-	-	-	-	-	-
Bodies Corp.	-	-	-	-	-	-	-	-	-
Banks / FI	-	-	-	-	-	-	-	-	-
Any Other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A)(2)</b>	<b>6,02,228</b>	<b>-</b>	<b>6,02,228</b>	<b>0.28</b>	<b>1,76,628</b>	<b>-</b>	<b>1,76,628</b>	<b>0.08</b>	<b>(0.20)</b>
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>16,20,87,070</b>	<b>-</b>	<b>16,20,87,070</b>	<b>74.87</b>	<b>16,24,33,533</b>	<b>-</b>	<b>16,24,33,533</b>	<b>70.83</b>	<b>(4.04)</b>
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	53,24,019	-	53,24,019	2.46	36,63,222	-	36,63,222	1.60	(0.86)
b) Banks / FI	65,816	-	64,816	0.03	94,498	-	94,498	0.04	0.01
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FII/ FPIs	1,92,18,361	-	1,92,18,361	8.88	3,16,22,600	-	3,16,22,600	13.79	4.91
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others - Foreign Nationals	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1)</b>	<b>2,46,08,196</b>	<b>-</b>	<b>2,46,07,196</b>	<b>11.37</b>	<b>3,53,80,320</b>	<b>-</b>	<b>3,53,80,320</b>	<b>15.43</b>	<b>4.06</b>

# DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

Category of shareholders	No. of Shares held at the beginning of the year (April 01, 2018)				No. of Shares held at the end of the year (March 31, 2019)				% change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
<b>2. Non-Institutions</b>									
<b>a) Bodies Corp.</b>	42,61,805	-	42,61,805	1.97	63,16,176	-	63,16,176	2.75	0.78
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
<b>b) Individuals</b>									
i) Individual shareholders holding nominal share capital up to ₹ 1 lakh	1,10,39,571	39,025	1,10,78,596	5.12	1,08,60,054	31,094	1,08,91,148	4.75	(0.37)
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	1,33,69,712	-	1,33,69,712	6.18	1,30,62,870	-	1,30,62,870	5.70	(0.48)
<b>c) Others (specify)</b>									
Non-Resident Individuals Non Repatriation	9,95,653	-	9,95,653	0.45	10,62,615	-	10,62,615	0.46	0.01
Clearing Members	60,064	-	60,064	0.03	1,59,007	-	1,59,007	0.07	0.04
NBFC Registered with RBI	12,464	-	12,464	0.01	10,319	-	10,319	0.00	(0.01)
Foreign Nationals	150	-	150	0	150	-	150	0.00	0.00
Employee Trusts	2,400	-	2,400	0	2,200	-	2,200	0.00	0.00
IEPF	5,168	-	5,168	0	5,375	-	5,375	0.00	0.00
<b>Sub-total (B)(2)</b>	<b>2,97,46,987</b>	<b>39,025</b>	<b>2,97,86,012</b>	<b>13.76</b>	<b>3,14,78,766</b>	<b>31,094</b>	<b>3,15,09,860</b>	<b>13.74</b>	<b>(0.02)</b>
<b>Total Public Shareholding (B) = (B)(1)+(B)(2)</b>	<b>5,43,55,183</b>	<b>39,025</b>	<b>5,43,93,208</b>	<b>25.13</b>	<b>6,68,59,086</b>	<b>31,094</b>	<b>6,68,90,180</b>	<b>29.17</b>	<b>4.04</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>21,64,42,253</b>	<b>39,025</b>	<b>21,64,80,278</b>	<b>100.00</b>	<b>22,92,92,619</b>	<b>31,094</b>	<b>22,93,23,713</b>	<b>100.00</b>	<b>-</b>



**(ii) Shareholding of Promoters :**

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year (April 01, 2018)			Shareholding at the end of the year (March 31, 2019)			% change in shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1.	Godrej Industries Limited	12,26,81,066	56.67	-	12,30,27,510	53.65	-	(3.02)
2.	Godrej & Boyce Manufacturing Co. Limited	1,06,50,688	4.92	-	1,06,50,688	4.64	-	(0.28)*
3.	Innovia Multiventures Private Limited	74,40,862	3.44	-	74,40,862	3.24	-	(0.20)*
4.	Mr. Nadir Barjorji Godrej	10,27,854	0.47	-	9	0.00	-	(0.47)
5.	Mr. Rishad Kaikhushru Naoroji	30	0	-	30	0.00	-	0.00
6.	Mr. Rishad Kaikhushru Naoroji (as a partner of RKN Enterprises)	39,86,400	1.84	-	39,86,400	1.74	-	(0.10)*
7.	Ms. Freyan Berie Crishna	6,02,228	0.28	-	1,76,628	0.08	-	(0.20)
8.	Mr. Navroze Jamshyd Godrej	20,81,516	0.96	-	16	0.00	-	(0.96)
9.	Ms. Nyrika Holkar	4,25,624	0.20	-	24	0.00	-	(0.20)
10.	Ensemble Holdings and Finance Ltd.	13,82,310	0.64	-	13,82,310	0.60	-	(0.04)*
11.	Ms. Tanya Arvind Dubash	3,42,632	0.16	-	32	0.00	-	(0.16)
12.	Ms. Nisaba Adi Godrej	3,42,610	0.16	-	10	0.00	-	(0.16)
13.	Mr. Pirojsha Adi Godrej	3,42,610	0.16	-	10	0.00	-	(0.16)
14.	Ms. Raika Godrej	19,04,900	0.88	-	25	0.00	-	(0.88)
15.	Ms. Tanya Dubash and Mr. Pirojsha Godrej (Trustees of TAD Family Trust )	9,86,192	0.46	-	13,28,792	0.58	-	0.12
16.	Mr. Jamshyd Naoroji Godrej, Mrs. Pheroza Jamshyd Godrej & Mrs. Navroze Jamshyd Godrej (Trustees of Raika Godrej Family Trust)	12	0.00	-	12	0.00	-	0.00
17.	Ms. Nisaba Godrej and Mr. Pirojsha Godrej (Trustees of NG Family Trust )	9,86,192	0.46	-	13,28,792	0.58	-	0.12
18.	Mr. Pirojsha Godrej and Ms. Nisaba Godrej (Trustees of PG Family Trust )	9,86,192	0.46	-	13,28,792	0.58	-	0.12
19.	Ms. Smita Godrej Krishna, Ms. Freyan Crishna Bieri and Ms. Nyrika Holkar (Trustee of FVC Family Trust)	14,79,288	0.68	-	19,04,888	0.83	-	0.13
20.	Ms. Smita Godrej Krishna, Ms. Freyan Crishna Bieri and Ms. Nyrika Holkar (Trustee of NVC Family Trust)	14,79,288	0.68	-	19,04,888	0.83	-	0.15
21.	Mr. Nadir Godrej, Mr. Hormazd Godrej and Mrs. Rati Godrej (Trustees of BNG Family Trust)	9,86,192	0.46	-	13,28,807	0.58	-	0.12
22.	Mr. Nadir Godrej, Mr. Hormazd Godrej and Mrs. Rati Godrej (Trustees of SNG Family Trust)	9,86,192	0.46	-	13,28,807	0.58	-	0.12
23.	Mr. Nadir Godrej, Mr. Hormazd Godrej and Mr. Rati Godrej (Trustees of HNG Family Trust)	9,86,192	0.46	-	13,28,807	0.58	-	0.12
24.	Mr. Adi Godrej, Ms. Tanya Dubash, Ms. Nisaba Godrej and Mr. Pirojsha Godrej (Trustees of ABG Family Trust)	-	-	-	1	0.00	-	0.00

# DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year (April 01, 2018)			Shareholding at the end of the year (March 31, 2019)			% change in shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
25	Ms. Tanya Dubash and Mr. Pirojsha Godrej (Trustees of TAD Children Trust)	-	-	-	1	0.00	-	0.00
26	Ms. Nisaba Godrej and Mr. Pirojsha Godrej (Trustees of NG Children Trust)	-	-	-	1	0.00	-	0.00
27	Mr. Pirojsha Godrej and Ms. Nisaba Godrej (Trustees of PG Children Trust)	-	-	-	1	0.00	-	0.00
28	Mr. Pirojsha Godrej and Ms. Nisaba Godrej (Trustees of PG Lineage Trust)	-	-	-	1	0.00	-	0.00
29	Mr. Nadir Godrej, Mr. Hormazd Godrej and Mrs. Rati Godrej (Trustees of NBG Family Trust)	-	-	-	1	0.00	-	0.00
30	Mr. Nadir Godrej, Mr. Hormazd Godrej and Mrs. Rati Godrej (Trustees of RNG Family Trust)	-	-	-	1	0.00	-	0.00
31	Mr. Nadir Godrej, Mr. Hormazd Godrej and Mrs. Rati Godrej (Trustees of BNG Successor Trust)	-	-	-	1	0.00	-	0.00
32	Mr. Nadir Godrej, Mr. Hormazd Godrej and Mr. Burjis Godrej (Trustees of BNG Lineage Trust)	-	-	-	1	0.00	-	0.00
33	Mr. Nadir Godrej, Mr. Hormazd Godrej and Mrs. Rati Godrej (Trustees of SNG Successor Trust)	-	-	-	1	0.00	-	0.00
34	Mr. Nadir Godrej, Mr. Hormazd Godrej and Mr. Sohrab Godrej (Trustees of SNG Lineage Trust)	-	-	-	1	0.00	-	0.00
35	Mr. Jamshyd Godrej, Mrs. Pheroza Godrej and Mr. Navroze Godrej (Trustees of JNG Family Trust)	-	-	-	1	0.00	-	0.00
36	Mr. Jamshyd Godrej, Mrs. Pheroza Godrej and Mr. Navroze Godrej (Trustees of PJG Family Trust )	-	-	-	1	0.00	-	0.00
37	Mr. Jamshyd Godrej, Mrs. Pheroza Godrej and Mr. Navroze Godrej (Trustees of Navroze Lineage Trust)	-	-	-	20,81,500	0.91	-	0.91
38	Mr. Jamshyd Godrej, Mrs. Pheroza Godrej and Mr. Navroze Godrej (Trustees of Raika Lineage Trust)	-	-	-	19,04,875	0.83	-	0.83
39	Mr. Jamshyd Godrej, Mrs. Pheroza Godrej and Mr. Navroze Godrej (Trustees of NJG Family Trust)	-	-	-	1	0.00	-	0.00
40	Mr. Jamshyd Godrej, Mrs. Pheroza Godrej and Mr. Navroze Godrej (Trustees of RJG Family Trust)	-	-	-	1	0.00	-	0.00

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year (April 01, 2018)			Shareholding at the end of the year (March 31, 2019)			% change in shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
41	Mrs. Smita Godrej Crishna, Mr. Vijay Mohan Crishna, Ms. Freyan Crishna Bieri and Ms. Nyrika Holkar (Trustees of SGC Family Trust )	-	-	-	1	0.00	-	0.00
42	Mrs. Smita Godrej Crishna, Mr. Vijay Mohan Crishna, Ms. Freyan Crishna Bieri and Ms. Nyrika Holkar (Trustees of VMC Family Trust)	-	-	-	1	0.00	-	0.00
43	Mrs. Smita Godrej Crishna, Ms. Freyan Crishna Bieri and Ms. Nyrika Holkar (Trustees of FVC Children Trust)	-	-	-	1	0.00	-	0.00
44	Ms. Smita Godrej Crishna, Mr. Freyan Crishna Bieri and Ms. Nyrika Holkar (Trustees of NVC Children Trust)	-	-	-	1	0.00	-	0.00

\* Change in percentage of shareholding is due to increase in Paid up Capital of the Company.

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

Sl. No.	Shareholders Name	Shareholding at the beginning of the year (April 01, 2018)	% of total Shares of the Company	Date	Increase/ decrease in shareholding	Reason	Cumulative Share during the year	% of total Shares of the Company during the year
1	Godrej Industries Limited	12,26,81,066	56.67	24.09.2018	1,65,204	Market Purchase	12,28,46,270	53.57
				26.09.2018	1,06,672	Market Purchase	12,29,52,942	53.62
				28.09.2018	74,568	Market Purchase	12,30,27,510	53.65
		At the end of the year					12,30,27,510	53.65
2	Godrej & Boyce Manufacturing Co. Limited	1,06,50,688	4.92	-	-	-	1,06,50,688	4.64
		At the end of the year					1,06,50,688	4.64
3	Innovia Multiventures Private Limited	74,40,862	3.44	-	-	-	74,40,862	3.24
		At the end of the year					74,40,862	3.24
4	Mr. Nadir Godrej	10,27,854	0.47	22.03.2019	(10,27,845)	Inter-se Transfer	9	0.00
		At the end of the year					9	0.00
5	Mr. Rishad Kaikhushru Naoroji	30	0	-	-	-	30	0.00
		At the end of the year					30	0.00



# DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

Sl. No.	Shareholders Name	Shareholding at the beginning of the year (April 01, 2018)	% of total Shares of the Company	Date	Increase/ decrease in shareholding	Reason	Cumulative Share during the year	% of total Shares of the Company during the year
6	Mr. Rishad Kaikhushru Naoroji (as a partner of RKN Enterprises)	39,86,400	1.84	-	-	-	39,86,400	1.74
		At the end of the year					39,86,400	1.74
7	Ms. Freyan Blerie Crishna	6,02,228	0.28	24.09.2018	(4,25,600)	Inter-se Transfer	1,76,628	0.08
		At the end of the year					1,76,628	0.08
8	Mr. Navroze Jamshyd Godrej	20,81,516	0.96	28.09.2018	(20,81,500)	Inter-se Transfer	16	0.00
		At the end of the year					16	0.00
9	Ms. Nyrika Holkar	4,25,624	0.20	24.09.2018	(4,25,600)	Inter-se Transfer	24	0.00
		At the end of the year					24	0.00
10	Ensemble Holdings and Finance Ltd.	13,82,310	0.63	-	-	-	13,82,310	0.60
		At the end of the year					13,82,310	0.60
11	Ms. Tanya Arvind Dubash	3,42,632	0.16	24.09.2018	(3,42,600)	Inter-se Transfer	32	0.00
		At the end of the year					32	0.00
12	Ms. Nisaba Godrej	3,42,610	0.16	24.09.2018	(3,42,600)	Inter-se Transfer	10	0.00
		At the end of the year					10	0.00
13	Mr. Pirojsha Godrej	3,42,610	0.16	24.09.2018	(3,42,600)	Inter-se Transfer	10	0.00
		At the end of the year					10	0.00
14	Ms. Raika Godrej	19,04,900	0.83	28.09.2018	(19,04,875)	Inter-se Transfer	25	0.00
		At the end of the year					25	0.00
15	Ms. Tanya Arvind Dubash (Trustee of TAD Family Trust)	9,86,192	0.46	24.09.2018	3,42,600	Inter-se Transfer	13,28,792	0.58
		At the end of the year					13,28,792	0.58
16	Mr. Jamshyd Naoroji Godrej, Mrs. Pheroza Jamshyd Godrej and Mr. Navroze Jamshyd Godrej (Trustees of Raika Godrej Family Trust)	12	0	-	-	-	12	0.00
		At the end of the year					12	0.00
17	Ms. Nisaba Godrej (Trustee of NG Family Trust)	9,86,192	0.46	24.09.2018	3,42,600	Inter-se Transfer	13,28,792	0.58
		At the end of the year					13,28,792	0.58

Sl. No.	Shareholders Name	Shareholding at the beginning of the year (April 01, 2018)	% of total Shares of the Company	Date	Increase/ decrease in shareholding	Reason	Cumulative Share during the year	% of total Shares of the Company during the year
18	Mr. Pirojsha Godrej (Trustee of PG Family Trust)	9,86,192	0.46	24.09.2018	3,42,600	Inter-se Transfer	13,28,792	0.58
		At the end of the year					13,28,792	0.58
19	Ms. Smita Godrej Krishna, Ms. Freyan Crishna Bieri and Ms. Nyrika Holkar (Trustee of FVC Family Trust)	14,79,288	0.68	24.09.2018	4,25,600	Inter-se Transfer	19,04,888	0.83
		At the end of the year					19,04,888	0.83
20	Ms. Smita Godrej Krishna, Ms. Freyan Crishna Bieri and Ms. Nyrika Holkar (Trustee of NVC Family Trust)	14,79,288	0.68	24.09.2018	4,25,600	Inter-se Transfer	19,04,888	0.83
		At the end of the year					19,04,888	0.83
21	Mr. Nadir Godrej (Trustee of BNG Family Trust)	9,86,192	0.46	22.03.2019	3,42,615	Inter-se Transfer	13,28,807	0.58
		At the end of the year					13,28,807	0.58
22	Mr. Nadir Godrej (Trustee of SNG Family Trust)	9,86,192	0.46	22.03.2019	3,42,615	Inter-se Transfer	13,28,807	0.58
		At the end of the year					13,28,807	0.58
23	Mr. Nadir Godrej (Trustee of HNG Family Trust)	9,86,192	0.46	22.03.2019	3,42,615	Inter-se Transfer	13,28,807	0.58
		At the end of the year					13,28,807	0.58
24	Mr. Adi Godrej, Ms. Tanya Dubash, Ms. Nisaba Godrej and Mr. Pirojsha Godrej (Trustees of ABG Family Trust)	-	-	28.03.2019	1	Market Purchase	1	0.00
		At the end of the year					1	0.00
25	Ms. Tanya Dubash and Mr. Pirojsha Godrej (Trustees of TAD Children Trust)	-	-	28.03.2019	1	Market Purchase	1	0.00
		At the end of the year					1	0.00
26	Ms. Nisaba Godrej and Mr. Pirojsha Godrej (Trustees of NG Children Trust)	-	-	28.03.2019	1	Market Purchase	1	0.00
		At the end of the year					1	0.00
27	Mr. Pirojsha Godrej and Ms. Nisaba Godrej (Trustees of PG Children Trust)	-	-	28.03.2019	1	Market Purchase	1	0.00
		At the end of the year					1	0.00

# DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

Sl. No.	Shareholders Name	Shareholding at the beginning of the year (April 01, 2018)	% of total Shares of the Company	Date	Increase/ decrease in shareholding	Reason	Cumulative Share during the year	% of total Shares of the Company during the year
28	Mr. Pirojsha Godrej and Ms. Nisaba Godrej (Trustees of PG Lineage Trust)	-	-	28.03.2019	1	Market Purchase	1	0.00
		At the end of the year					1	0.00
29	Mr. Nadir Godrej, Mr. Hormazd Godrej and Mrs. Rati Godrej (Trustees of NBG Family Trust)	-	-	28.03.2019	1	Market Purchase	1	0.00
		At the end of the year					1	0.00
30	Mr. Nadir Godrej, Mr. Hormazd Godrej and Mrs. Rati Godrej (Trustees of RNG Family Trust)	-	-	29.03.2019	1	Market Purchase	1	0.00
		At the end of the year					1	0.00
31	Mr. Nadir Godrej, Mr. Hormazd Godrej and Mrs. Rati Godrej (Trustees of BNG Successor Trust)	-	-	28.03.2019	1	Market Purchase	1	0.00
		At the end of the year					1	0.00
32	Mr. Nadir Godrej, Mr. Hormazd Godrej and Mr. Burjis Godrej (Trustees of BNG Lineage Trust)	-	-	28.03.2019	1	Market Purchase	1	0.00
		At the end of the year					1	0.00
33	Mr. Nadir Godrej, Mr. Hormazd Godrej and Mrs. Rati Godrej (Trustees of SNG Successor Trust)	-	-	28.03.2019	1	Market Purchase	1	0.00
		At the end of the year					1	0.00
34	Mr. Nadir Godrej, Mr. Hormazd Godrej and Mr. Sohrab Godrej (Trustees of SNG Lineage Trust)	-	-	28.03.2019	1	Market Purchase	1	0.00
		At the end of the year					1	0.00
35	Mr. Jamshyd Godrej, Mrs. Pheroza Godrej and Mr. Navroze Godrej (Trustees of JNG Family Trust)	-	-	28.03.2019	1	Market Purchase	1	0.00
		At the end of the year					1	0.00
36	Mr. Jamshyd Godrej, Mrs. Pheroza Godrej and Mr. Navroze Godrej (Trustees of PJG Family Trust )	-	-	28.03.2019	1	Market Purchase	1	0.00
		At the end of the year					1	0.00
37	Mr. Jamshyd Godrej, Mrs. Pheroza Godrej and Mr. Navroze Godrej (Trustees of Navroze Lineage Trust)	-	-	28.03.2019	20,81,500	Inter-se Transfer	20,81,500	0.91
		At the end of the year					20,81,500	0.91



Sl. No.	Shareholders Name	Shareholding at the beginning of the year (April 01, 2018)	% of total Shares of the Company	Date	Increase/ decrease in shareholding	Reason	Cumulative Share during the year	% of total Shares of the Company during the year
38	Mr. Jamshyd Godrej, Mrs. Pheroza Godrej and Mrs. Navroze Godrej (Trustees of Raika Lineage Trust)	-	-	28.03.2019	19,04,875	Inter-se Transfer	19,04,875	0.83
		At the end of the year					19,04,875	0.83
39	Mr. Jamshyd Godrej, Mrs. Pheroza Godrej and Mr. Navroze Godrej (Trustees of NJG Family Trust)	-	-	28.03.2019	1	Market Purchase	1	0.00
		At the end of the year					1	0.00
40	Mr. Jamshyd Godrej, Mrs. Pheroza Godrej and Mr. Navroze Godrej (Trustees of RJG Family Trust)	-	-	28.03.2019	1	Market Purchase	1	0.00
		At the end of the year					1	0.00
41	Mrs. Smita Godrej Crishna, Mr. Vijay Mohan Crishna, Ms. Freyan Crishna Bieri and Ms. Nyrika Holkar (Trustees of SGC Family Trust )	-	-	28.03.2019	1	Market Purchase	1	0.00
		At the end of the year					1	0.00
42	Mrs. Smita Godrej Crishna, Mr. Vijay Mohan Crishna, Ms. Freyan Crishna Bieri and Ms. Nyrika Holkar (Trustees of VMC Family Trust)	-	-	28.03.2019	1	Market Purchase	1	0.00
		At the end of the year					1	0.00
43	Mrs. Smita Godrej Crishna, Ms. Freyan Crishna Bieri and Ms. Nyrika Holkar (Trustees of FVC Children Trust)	-	-	28.03.2019	1	Market Purchase	1	0.00
		At the end of the year					1	0.00
44	Ms. Smita Godrej Crishna, Mr. Freyan Crishna Bieri and Ms. Nyrika Holkar (Trustees of Nvc Children Trust)	-	-	28.03.2019	1	Market Purchase	1	0.00
		At the end of the year					1	0.00
45	Mrs. Pheroza Godrej	-	-	28.09.2018	39,86,375	Inter-se Transfer	-	0.00
		-	-	28.03.2019	(39,86,375)	Inter-se Transfer	-	0.00
		At the end of the year					-	0.00

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**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)**

Sr. No.	Name	Shareholding		Date	Increase/ Decrease in share - holding	Reason	Cummulative Shareholding during the year (01/04/18 to 31/03/19)	
		No. of Shares at the beginning (01/04/18)/ end of the year (31/03/19)	% of total shares of the company				No. of Shares	% of total shares of the Company
1	Gamnati Pte. Ltd.	0	0.00	1-Apr-18				
				8-Jun-18	1,27,65,000	Allotted on preferential basis	1,27,65,000	5.57
		1,27,65,000	5.57	31-Mar-19			1,27,65,000	5.57
2	SBI Magnum Midcap Fund	20,95,872	0.91	1-Apr-18				
		20,95,872	0.91	31-Mar-19			20,95,872	0.91
3	BNP Paribas Arbitrage	8,64,989	0.38	1-Apr-18				
				1-Jun-18	51,928	Bought	9,16,917	0.40
				8-Jun-18	2,88,860	Bought	12,05,777	0.53
				3-Aug-18	27,682	Bought	12,33,459	0.54
				10-Aug-18	1,62,734	Bought	13,96,193	0.61
				7-Sep-18	1,04,947	Bought	15,01,140	0.65
				28-Sep-18	36,344	Bought	15,37,484	0.67
				5-Oct-18	30,164	Bought	15,67,648	0.68
				9-Nov-18	1,17,432	Bought	16,85,080	0.73
				4-Jan-19	20,190	Sold	16,64,890	0.73
				11-Jan-19	1,339	Bought	16,66,229	0.73
				18-Jan-19	2,905	Sold	16,63,324	0.73
				1-Feb-19	3,42,795	Bought	20,06,119	0.87
				22-Mar-19	29,210	Bought	20,35,329	0.89
				29-Mar-19	13,245	Bought	20,48,574	0.89
		20,48,574	0.89	31-Mar-19			20,48,574	0.89

Sr. No.	Name	Shareholding		Date	Increase/ Decrease in share - holding	Reason	Cumulative Shareholding during the year (01/04/18 to 31/03/19)	
		No. of Shares at the beginning (01/04/18)/ end of the year (31/03/19)	% of total shares of the company				No. of Shares	% of total shares of the Company
4	Goldman Sachs India Limited	21,70,310	0.95	1-Apr-18				
				12-Oct-18	70,844	Sold	20,99,466	0.92
				19-Oct-18	40,172	Sold	20,59,294	0.90
				18-Jan-19	77,000	Sold	19,82,294	0.86
				25-Jan-19	1,04,610	Sold	18,77,684	0.82
		18,77,684	0.82	31-Mar-19			18,77,684	0.82
5	Azim Premji Trust	0	0.00	1-Apr-18				
				02-Nov-18	15,026	Bought	15,026	0.01
				09-Nov-18	1,14,141	Bought	1,29,167	0.06
				16-Nov-18	10,390	Bought	1,39,557	0.06
				28-Dec-18	3,00,000	Bought	4,39,557	0.19
				04-Jan-19	9,18,430	Bought	13,57,987	0.59
				11-Jan-19	99,393	Bought	14,57,380	0.64
		14,57,380	0.64	31-Mar-19			14,57,380	0.64
6	L and T Mutual Fund Trustee Ltd. - L and T Mid Cap Fund	25,09,790	1.09	1-Apr-18				
				06-Apr-18	46,524	Sold	24,63,266	1.07
				13-Apr-18	89,879	Sold	23,73,387	1.03
				20-Apr-18	31,914	Sold	23,41,473	1.02
				27-Apr-18	1,95,000	Sold	21,46,473	0.94
				04-May-18	87,572	Sold	20,58,901	0.90
				11-May-18	5,18,813	Sold	15,40,088	0.67
				25-May-18	30,608	Sold	15,09,480	0.66
				01-Jun-18	2,36,180	Sold	12,73,300	0.56
				15-Jun-18	6,05,000	Sold	6,68,300	0.29
				03-Aug-18	27,200	Sold	6,41,100	0.28
				12-Oct-18	1,26,200	Sold	5,14,900	0.22

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Sr. No.	Name	Shareholding		Date	Increase/ Decrease in share - holding	Reason	Cumulative Shareholding during the year (01/04/18 to 31/03/19)	
		No. of Shares at the beginning (01/04/18)/ end of the year (31/03/19)	% of total shares of the company				No. of Shares	% of total shares of the Company
				11-Jan-19	50,400	Bought	5,65,300	0.25
				18-Jan-19	21,862	Bought	5,87,162	0.26
				25-Jan-19	2,37,042	Bought	8,24,204	0.36
				01-Feb-19	2,10,913	Bought	10,35,117	0.45
				08-Feb-19	10,714	Bought	10,45,831	0.46
				15-Mar-19	58,269	Bought	11,04,100	0.48
				22-Mar-19	2,26,000	Bought	13,30,100	0.58
				29-Mar-19	31,300	Bought	13,61,400	0.59
		13,61,400	0.59	31-Mar-19			13,61,400	0.59
7	Oxbow Master Fund Limited	11,22,483	0.49	1-Apr-18				
		11,22,483	0.49	31-Mar-19			11,22,483	0.49
8	Vanguard Total International Stock Index Fund	6,80,691	0.30	1-Apr-18				
				18-May-18	40,327	Bought	7,21,018	0.31
				2-Nov-18	9,000	Bought	7,30,018	0.32
				9-Nov-18	9,067	Bought	7,39,085	0.32
				21-Dec-18	68,951	Bought	8,08,036	0.35
				28-Dec-18	15,958	Bought	8,23,994	0.36
				22-Feb-19	15,674	Bought	8,39,668	0.37
				1-Mar-19	6,212	Bought	8,45,880	0.37
		8,45,880	0.37	31-Mar-19			8,45,880	0.37
9	Serum Institute of India Private Limited	23,807	0.01	1-Apr-18				
				4-May-18	23,807	Bought	47,614	0.02
				4-May-18	23,807	Sold	23,807	0.01
				1-Jun-18	1,63,600	Bought	1,87,407	0.08
				15-Jun-18	1,30,999	Bought	3,18,406	0.14



Sr. No.	Name	Shareholding		Date	Increase/ Decrease in share - holding	Reason	Cummulative Shareholding during the year (01/04/18 to 31/03/19)	
		No. of Shares at the beginning (01/04/18)/ end of the year (31/03/19)	% of total shares of the company				No. of Shares	% of total shares of the Company
				22-Jun-18	1	Bought	3,18,407	0.14
				29-Jun-18	2,10,782	Bought	5,29,189	0.23
				26-Oct-18	54,047	Bought	5,83,236	0.25
				2-Nov-18	83,495	Bought	6,66,731	0.29
				9-Nov-18	26,901	Bought	6,93,632	0.30
				30-Nov-18	1,74,246	Bought	8,67,878	0.38
				1-Feb-19	23,807	Sold	8,44,071	0.37
		8,44,071	0.37	31-Mar-19			8,44,071	0.37
10	The India Fund Inc.		0.00	1-Apr-18				
				15-Jun-18	4,87,981	Bought	4,87,981	0.21
				22-Jun-18	55,164	Bought	5,43,145	0.24
				29-Jun-18	36,855	Bought	5,80,000	0.25
				21-Dec-18	16,358	Bought	5,96,358	0.26
				28-Dec-18	79,119	Bought	6,75,477	0.29
				31-Dec-18	64,523	Bought	7,40,000	0.32
				4-Jan-19	17,970	Bought	7,57,970	0.33
				11-Jan-19	26,611	Bought	7,84,581	0.34
		7,84,581	0.34	31-Mar-19			7,84,581	0.34

# DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

## (v) Shareholding of Directors and Key Managerial Personnel as on 31<sup>st</sup> March 2019:

Sl. No.	For each of the directors and KMP	Shareholding at the beginning of the year (April 01, 2018)		Cumulative Shareholding during the year (March 31, 2019)	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
1	Mr. Pirojsha Godrej – Executive Chairman				
	At the beginning of the year	3,42,610	0.16		
	Date wise increase / decrease in shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	Inter-se transfer on 24.09.2018 of 3,42,600 equity shares			
	At the end of the year			10	0.00
2	Mr. Jamshyd N. Godrej - Non Executive Director				
	At the beginning of the year	Nil	0		
	Date wise increase / decrease in shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	No Change			
	At the end of the year			Nil	0.00
3	Mr. Nadir B. Godrej – Non Executive Director				
	At the beginning of the year	10,27,854	0.47		
	Date wise increase / decrease in shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	Inter-se transfer on 22.03.2019 of 1,0,27,845 equity shares			
	At the end of the year			9	0.00
4	Mr. Keki B. Dadiseth – Independent Director				
	At the beginning of the year	Nil	0		
	Date wise increase / decrease in shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	No Change			
	At the end of the year			Nil	0.00
5	Mrs. Lalita D. Gupte – Independent Director				
	At the beginning of the year	14,000	0.00		
	Date wise increase / decrease in shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	No Change			
	At the end of the year			14,000	0.00

Sl. No.	For each of the directors and KMP	Shareholding at the beginning of the year (April 01, 2018)		Cumulative Shareholding during the year (March 31, 2019)	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
6	Mr. Pranay D. Vakil – Independent Director				
	At the beginning of the year	Nil	0		
	Date wise increase / decrease in shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	No Change			
	At the end of the year			Nil	0.00
7	Mr. Amitava Mukherjee – Independent Director				
	At the beginning of the year	Nil	0		
	Date wise increase / decrease in shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	01.02.2019 Purchase of 1325 Equity Shares	0	1,325	0.00
		14.02.2019 Purchase of 691 Equity Shares	0	2,016	0.00
	At the end of the year			2,016	0.00
8	Mr. Mohit Malhotra – Managing Director & CEO				
	At the beginning of the year	21,926	0.01		
	Date wise increase / decrease in shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	(04.06.2018 - Allotment under GPL ESGS) 18689		40,615	0.02
	At the end of the year			40,615	0.02
9	Mr. Rajendra Khetawat – Chief Financial Officer				
	At the beginning of the year	25,276	0.01		
	Date wise increase / decrease in shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	(04.06.2018 - Allotment under GPL ESGS) 8806		34,082	0.01
	At the end of the year			34,082	0.01
10	Mr. Surender Varma – Company Secretary and Chief Legal Officer				
	At the beginning of the year	7,324	0.00		
	Date wise increase / decrease in shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	(04.06.2018 - Allotment under GPL ESGS) 4797		12,121	0.01
	At the end of the year			12,121	0.01

# DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

## V. INDEBTEDNESS :

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

₹ in crore

Particulars	Secured Loans (excluding deposits)	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>			-	
i) Principal Amount	933.95	2,762.46		3,696.41
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	6.36	20.24	-	26.60
<b>Total (i+ii+iii)</b>	<b>940.31</b>	<b>2,782.70</b>	<b>-</b>	<b>3,723.01</b>
<b>Change in Indebtedness during the financial year</b>				
Addition	10,075.35	11,341.32	-	21,416.67
Reduction	(10,100.84)	(11,500.94)	-	(21,601.78)
Net Change	(25.49)	(159.62)	-	(185.11)
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	908.46	2,603.17	-	3,511.63
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	3.84	20.51	-	24.35
<b>Total (i+ii+iii)</b>	<b>912.30</b>	<b>2,623.68</b>	<b>-</b>	<b>3,535.98</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

₹ in crore

Sr. No.	Particulars of Remuneration	Executive Directors		Total Amount
		Pirojsha Godrej (Executive Chairman)	Mohit Malhotra (Managing Director & CEO)	
1.	Gross Salary			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	11.93	12.41	24.35
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	2.19	0.29	2.47
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961			
2.	Stock Option	-	0.89	0.89
3.	Sweat Equity	NA	NA	NA
4.	Commission	0	0	0
	- as % of profit			
	- others, specify...			
5.	Others	NA	NA	NA
	<b>Total</b>	<b>14.12</b>	<b>13.59</b>	<b>27.71</b>
	Ceiling as per the Act	Amount paid exceeds the ceiling of 10% of the Net Profits of the company calculated as per Section 198 of the Companies Act, 2013		



## B. REMUNERATION TO OTHER DIRECTORS:

₹ in crore

Sr No.	Particulars of Remuneration	Name of Director						Total Amt
1.	<b>Independent Directors</b>	<b>Mr. Keki B. Dadiseth</b>	<b>Mrs. Lalita D. Gupte</b>	<b>Mr. Pranay D. Vakil</b>	<b>Mr. Amitava Mukherjee</b>	<b>*Mr. Amit B. Choudhury</b>	<b>*Dr. Pritam Singh</b>	
a.	Fee for attending board / committee meetings	0.09	0.12	0.12	0.12	0.12	0.11	<b>0.68</b>
b.	Commission	0.10	0.10	0.10	0.10	0.10	0.10	<b>0.60</b>
	Others, please specify	-	-	-	-	-	-	-
	<b>Total (1)</b>	<b>0.19</b>	<b>0.22</b>	<b>0.22</b>	<b>0.22</b>	<b>0.22</b>	<b>0.21</b>	<b>1.28</b>
2	<b>Other Non-Executive Directors</b>	<b>Mr. Jamshyd Godrej</b>	<b>Mr. Nadir Godrej</b>					
a.	Fee for attending board / committee meetings	0.03	0.04	-	-	-	-	<b>0.07</b>
b.	Commission	0.10	0.10	-	-	-	-	<b>0.20</b>
	Others, please specify	-	-	-	-	-	-	-
	<b>Total (2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0.27</b>
	<b>Total (B)=(1b+2b)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0.80</b>
	<b>Total Managerial Remuneration (A+B)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>28.51</b>
	<b>Overall Ceiling as per the Act (%)</b>	Amount paid is within the ceiling of 1% of the Net Profit of the Company calculated as per Section 198 of the Companies Act, 2013						

\* ceased to be independent director of the Company with effect from April 01, 2019

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

₹ in crore

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		
		Mr. Rajendra Khetawat (Chief Financial Officer)	Mr. Surender Varma (Company Secretary and Chief Legal Officer)	Total Amount
1.	Gross Salary			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	4.66	2.39	7.05
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0.06	0.19	0.25
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961			
2.	Stock Option	0.43	0.23	0.66
3.	Sweat Equity	NA	NA	NA
4.	Commission - as % of profit - others, specify...	0	0	0
5.	Others	NA	NA	NA
	<b>Total</b>	<b>5.15</b>	<b>2.81</b>	<b>7.96</b>

DIRECTORS' REPORT FOR THE FINANCIAL  
YEAR ENDED MARCH 31, 2019

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES : NOT APPLICABLE**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give details)
<b>A.</b>	<b>COMPANY</b>				
Penalty	None	None	None	None	None
Punishment	None	None	None	None	None
Compounding	None	None	None	None	None
<b>B.</b>	<b>DIRECTORS</b>				
Penalty	None	None	None	None	None
Punishment	None	None	None	None	None
Compounding	None	None	None	None	None
<b>C.</b>	<b>OTHER OFFICERS IN DEFAULT</b>				
Penalty	None	None	None	None	None
Punishment	None	None	None	None	None
Compounding	None	None	None	None	None

# ANNEXURE III TO THE DIRECTORS' REPORT

## NOMINATION & REMUNERATION POLICY

### (DIRECTORS, KMP & SENIOR MANAGEMENT)

#### INTRODUCTION

In pursuance of the Company's philosophy to consider its employees as its invaluable assets, to pay equitable remuneration to all Directors, Key Managerial Personnel (KMP) and employees of the Company, to harmonize the aspirations of human resources consistent with the goals of the Company and, in terms of the provisions of the Companies Act, 2013, this policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination & Remuneration Committee and approved by the Board of Directors.

#### OBJECTIVE

The objective and purpose of the Policy are as given below:

1. To lay down criteria and terms and conditions with regard to identifying persons who are qualified to become Directors (Executive and Non-Executive) and persons who may be appointed in Senior Management and Key Managerial positions and to determine their remuneration.
2. To carry out evaluation of the performance of Directors, as well as Key Managerial and Senior Management Personnel.
3. To provide them reward linked directly to their effort, performance, dedication and achievement of Organization's goals as entrusted on them.
4. To retain, motivate and promote talent and to ensure long term retention of talented managerial persons and create competitive advantage.

In the context of the aforesaid objectives the following policy has been framed and recommended by the Nomination & Remuneration Committee jointly with the Human Resources Department of the Company and adopted by the Board of Directors at its meeting held on 2<sup>nd</sup> August, 2014.

#### DEFINITIONS

1. Board means Board of Directors of the Company.
2. Directors means Directors of the Company.
3. Committee means Nomination & Remuneration Committee of the Company as constituted or reconstituted by the Board.
4. Company means Godrej Properties Limited
5. Independent Director means a director referred to in Section 149 (6) of the Companies Act, 2013.

6. Key Managerial Personnel (KMP) means-

1. Executive Chairman and / or Managing Director;
2. Whole-time Director;
3. Chief Financial Officer;
4. Company Secretary;
5. Such other officer as may be prescribed under the applicable statutory provisions / regulations.
6. Senior Management
7. Senior Management means personnel of the Company occupying the position of Chief Executive Officer, Chief Operating Officer, Executive Vice President or Vice President of any unit / division of the Company. Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 as may be amended from time to time shall have the meaning respectively assigned to them therein.

This Policy is divided in two parts: Part – A covers the appointment and nomination and Part – B covers remuneration and perquisites etc.

#### PART – A

POLICY FOR APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT

#### APPOINTMENT

1. The candidate for a position at Director, KMP or Senior Management level is met by the Head HR and the Director to whom the position reports into. The interview is targeted at assessing the candidate on his/ her functional & leadership capabilities and cultural fitment to the organization.
2. The MD assesses the shortlisted candidates.
3. The candidate selected through the above rounds is met by the Group Corporate HR for fitment to the GILAC group values and leadership capability requirements.

The selected candidate's details and the proposed compensation is shared with the Nomination & Remuneration Committee for their review and suggestions. The same is shared with the Board at the next board meeting.

#### TERM/ TENURE

The tenure for Directors shall be Company governed by the terms defined in the Companies Act, 2013.

# DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

However, the tenure for other KMP and Senior Management Personnel will be governed by GPL HR policy.

## EVALUATION

The performance of the whole-time Director, KMP and Senior Management Personnel is evaluated at regular intervals (half yearly/ yearly) by the whole-time Directors/ Managing Director, as applicable.

The performance evaluation of Independent Directors shall be done by the Board, excluding the Director being evaluated, basis the contributions made to the Board deliberations on various matters including business strategy, financial strategy, operations, cost and risk management, etc., and suggestions given in this regard.

## REMOVAL

Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made thereunder or under any other applicable Act, rules and regulations, the Managing Director may recommend, to the Committee and the Board with reasons recorded in writing, removal of a Director, subject to the provisions and compliance of the said Act, rules and regulations.

For other KMP or Senior Management Personnel, the removal will be governed by GPL HR policy and the subsequent approval of the Managing Director.

## RETIREMENT

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Managing Director will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position / remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

## PART – B

POLICY RELATING TO EVALUATION AND REMUNERATION OF THE WHOLE-TIME DIRECTORS, KMP AND SENIOR MANAGEMENT PERSONNEL

### EVALUATION PROCESS:

A Three Point Rating scale for performance review of Executive Director, KMP, and Senior Management is followed:

- 1. Rating on Basic Job Responsibilities:** indicating whether the basic job responsibilities have been met during the year.
- 2. Rating on Goals:** Annual rating on each goal on a five-point scale. Weighted average of the ratings is calculated to arrive at a 'Weighted Goal Score'.

- 3. Rating on GCF:** The qualitative aspects of the performance is assessed using the Godrej Capabilities Factors (GCF) by the supervisor on a five-point scale.

Based on a holistic view of the Three Point Rating, the supervisor provides an overall Rating. This rating is reviewed by the Managing Director who does a Qualitative review of the performance based on the efforts put in by the employee, results achieved and impact of the external and internal factors, to arrive at a 'Final Annual Rating'.

The revision in the total remuneration is directly linked to the 'Final Annual Rating' for all employees.

- The remuneration/ compensation/ commission etc. to the Whole-time Director, KMP and Senior Management Personnel will be determined by the Managing Director in accordance with the HR policy, which is based upon the Final Annual Rating, employee potential and market benchmark compensation. The revised remuneration is shared with the Nomination & Remuneration Committee for review.
- The company stock options granted under the Employee Stock Grant Scheme to the Whole-time Director and Senior Management Personnel will be determined by the Managing Director as per the ESGS guidelines and recommended to the Committee and the Board for approval in the subsequent board meeting.
- The remuneration/ compensation/ commission etc. shall be subject to the prior/ post approval of the shareholders of the Company and Central Government, wherever required.
- The remuneration and commission to be paid to the Whole-time Director shall be in accordance with the percentage / slabs / conditions laid down in the Articles of Association of the Company and as per the provisions of the Companies Act, 2013, and the rules made thereunder.
- Increments to the existing remuneration/ compensation structure may be recommended by the Managing Director to the Committee and the Board which should be within the slabs approved by the Shareholders in the case of Whole-time Director. Increments will be effective from 1<sup>st</sup> April in respect of a Whole-time Director and other employees of the Company.
- Where any insurance is taken by the Company on behalf of its Whole-time Director, Chief Executive Officer, Chief Financial Officer, the Company Secretary and any other employee for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.



# ANNEXURE IV TO THE DIRECTORS' REPORT

## INFORMATION PURSUANT TO SECTION 134(3)(m) OF THE COMPANIES ACT, 2013, READ WITH THE RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014 IN RESPECT OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

### A. CONSERVATION OF ENERGY

#### I. (A) STEPS TAKEN FOR CONSERVATION OF ENERGY:

Godrej Properties Limited ('GPL' or the 'Company') constantly endeavors to achieve energy conservation by adopting green building practices certified/rated under any of the prevalent green systems in the country – Indian Green Building Council (IGBC), Green Rating for Integrated Habitat Assessment (GRIHA), Leadership in Energy and Environmental Design (LEED), and the Excellence in Design for Greater Efficiencies (EDGE). As an internal mandate each new project strives to achieve the minimum level of "Silver" under the relevant rating system specified by IGBC until FY2018-19 - 95.18% of entire GPL portfolio are under green measures. From the Project inception stage, through design and execution, to post-occupancy we constantly work with internal and external team members to meet the Energy Performance Index benchmarks Energy Conservation Building Code (ECBC) and American Society of Heating, Refrigerating and Air-Conditioning Engineers (ASHRAE). The following best practices are in place to achieve this objective.

1. Comprehensive Energy modeling during the design stage to realize energy conservation while meeting the functional requirements for both residential and commercial projects.
2. Building envelope design and material selection using passive cooling techniques wherever possible.
3. Use of high efficiency glazing that cuts down heat ingress while maintaining optimum day lighting and noise levels.
4. Use of high energy efficiency equipment – e.g. Elevators, Water pumps, STP.
5. Solar PV lighting in external common areas in several projects to reduce dependence on fossil fuels.
6. Effective preventive and predictive maintenance system for maintaining all energy intensive equipment i.e., DG sets for energy generation, cranes, hoists, loaders, excavators, trucks and other transport vehicles.

7. Installation of energy efficient chillers with high Co-efficient of Performance (COP)
8. EPI has been benchmarked for internal and external space for residential as well as conditioned and unconditioned space for commercial.
9. Encouraging occupants to lead a greener lifestyle by using high efficiency ACs and refrigerators (BEE 5 star rated) through a formal handover event.
10. ECBC Guidelines are followed while designing Commercial Projects

#### II. STEPS TAKEN BY THE COMPANY FOR UTILIZING ALTERNATE SOURCES OF ENERGY:

GPL ensures that all projects are green building certified. As part of the green building, we often integrate solar energy for the development. Two of our sites are using solar energy during the construction process to offset the carbon emissions of the projects' construction process. As per the new amendment in IGBC Green Homes, the requirement of Renewable Energy requires it to meet 50% to 100% of the common lighting demand. This makes it more feasible for us to incorporate this in future projects.

#### III. CAPITAL INVESTMENT ON ENERGY CONSERVATION EQUIPMENT:

There was no capital investment on energy equipments done during the year under review.

### B. TECHNOLOGY ABSORPTION

#### I. The efforts made towards technology absorption

##### (a) Technical Initiatives:

- Deployment of machines to substitute partly or fully manual work.
- Use of pre-fabrication fully or partly at site to increase reliability.

# DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

- The improvement of existing or the development/ deployment of new construction technologies to speed up the process and make construction more efficient.
- Researching the market for new machines, materials and developing methodologies for their effective use in our project sites.
- Solar technologies for common area, parking and street lighting.
- Solar water heating for residential buildings.
- LEDs for common area lighting.
- LEDs for use in GPL office buildings.
- Lighting with sensor control in common areas of GPL Office
- Using low flow fixtures to reduce the portable water consumptions and recycle water within the development to reduce the dependency on external water source.
- Bio methanation plant to convert kitchen waste to gas or electricity which can either reuse in club house kitchen or charge electric vehicles.

## **(b) Process Initiatives:**

- The organization of the work with the help of scheduling, structuring of work force in tandem with job descriptions and closing time gaps to ensure efficiency
- In depth planning of construction activities/ procedures which in turn will result in stable levels of quality, shorter time lines and reduced consumptions of man and material at site.
- Standardization of building elements and parts, introducing rules and regulations based on national and international standards and internal classifications.
- The usage of special sub-contractors/ consultants to realize tasks efficiently.
- Operational energy consumption and performance indicators are being monitored for

all projects i.e. annual energy consumption per square foot of saleable area for all in-construction projects and for GPL administrative offices.

As an integral part of the Eco-cities India programme and in order to scale-up sustainable housing in India, the International Finance Corporation (IFC), a member of the World Bank Group, has convened the first-of-its-kind private sector-led Sustainable Housing Leadership Consortium (SHLC) whose members are Godrej Properties, Mahindra Lifespace Developers, Tata Housing Development Company, VBHC Value Homes, and Shapoorji Pallonji Real Estate. The SHLC have also been providing advocacy for broader industry and government policy actions to enable the market for sustainable housing, with the goal of making 20 per cent of India's new housing construction sustainable by 2022.

## **II. The benefits derived like product improvement, cost reduction, product development or import substitution: -**

- Operational cost reductions due to the green building guidelines being followed
- Healthier environment for the occupants with Low VOC paints and enhanced daylighting

## **III. Information regarding imported technology (imported during last 3 years)**

- The Company has not imported any technology since incorporation.

## **IV. Expenditure incurred on Research & Development: ₹ Nil**

## **C. FOREIGN EXCHANGE EARNINGS AND OUTGO:**

During the financial year 2018-19, expenditure in foreign currencies in terms of actual outflow amounted to ₹ 7.53 crore (Previous year ₹ 7.32 crore) on account of professional & consultation fees and expenses incurred for business promotion. The Company has not earned any foreign exchange during the year.

# ANNEXURE V TO THE DIRECTORS' REPORT

## Annual Report on Corporate Social Responsibility Activities as prescribed under Section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014

### 1. GOAL OF CSR REPORTING

Godrej Properties Limited's (GPL), to be a forerunner in sustainability through leadership commitment, multiple stakeholder engagement, and disciplined value chain mechanisms. Our holistic approach towards sustainability not only manages our externalities but also integrates the prevalent social and environmental issues into business strategies to provide tangible solutions, which benefit the underserved communities and deliver competitive advantage to the business.

GPL's strategic Corporate Social Responsibility (CSR) projects, undertaken as part of our overall sustainability framework, actively work towards the Godrej Group's Good & Green goals and have helped us carve out a reputation for being one of the most committed and responsible companies in the industry.

This annual CSR report will endeavor to provide comprehensive and easy to understand information about our CSR philosophy and activities of the company. In this direction, the annual CSR report will act as a means to convey the message of inclusive growth and development to all our stakeholders.

### 2. CSR REPORT FRAMEWORK

#### 2.1 Outline of CSR Policy

At GPL, the CSR policy applies to all activities that are undertaken as part of our Good & Green CSR program & hence is titled, "Good & Green CSR Policy for Godrej Properties Limited". This policy will be further reviewed, developed and updated in reference to relevant codes of corporate governance, industrial trends and international standards and best practices.

GPL classifies those projects as CSR, which are over and above our normal course of business. This policy fulfils the requirements of the CSR rules as per the Section 135 of the Companies Act, 2013.

CSR policy is stated herein below:

<https://www.godrejproperties.com/investor/corporate-governance>

### 2.2 CSR Committee Composition

#### 2.2.1 Management Members

This committee comprises of

1. Mr. Pirojsha Godrej
2. Mr. Mohit Malhotra
3. Mr. Amit B. Choudhary (Ceased to be director from April 01, 2019)
4. Mr. Pranay Vakil (appointed as member of the Committee from April 01, 2019)
5. Mr. Amitava Mukherjee (appointed as member of the Committee from April 01, 2019)

#### 2.2.2 Responsibilities

1. Formulate and update GPL's CSR Policy, which will be approved by the Board of GPL
2. Suggest areas of intervention to the Board of GPL
3. Approve projects that are in line with the CSR policy
4. Put monitoring mechanisms in place to track the progress of each project
5. Recommend the CSR expenditure to the Board of GPL, for approval
6. Meet twice a year to review the progress made

#### 2.2.3 Executive Committee Members

This committee will be responsible for carrying out the day-to-day operations for CSR & they will report to the CSR management committee.

##### **Members of this committee**

1. Dr. Vikas Goswami (Chairperson) - Head of GILAC Good & Green
2. Mr. Anubhav Gupta- Head of Green & Sustainability, GPL
3. Mr. Rajendra Khetawat- CFO, GPL

### 2.3 CSR Budget and Expenditure

₹ in crore

1. Average net profit of last 3 years:	86.15
2. Calculated 2% spend for the current financial year:	1.72
3. Amount spent during the current financial year:	1.78
4. Amount unspent of the recommended 2% budget, if any:	0.00

# DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

## 2.4 Compliance Report

Details of the CSR expenditures incurred by GPL during the current financial year 2018-2019 has been depicted in the table given below:

Sr. No.	CSR project or activity	Sector in which the project is covered	Location of projects or programmes 1. Local area or Other 2. District (State) 3. Projects or programmes	Amount outlay (budget) project or programme wise (INR)	Amt spent on projects, 1) Direct expenditure (INR) 2) Overheads (INR)	Cumulative expenditure upto the reporting period (INR)	Amount spent direct or through the implementing agency (Amount spent; Implementing agency name; Legal structure of the agency; Date of establishment of implementing agency)
1	Nipun - Skill Enhancement Training for construction and related trades and Entrepreneurship development program	Schedule VII (ii) Promoting employment enhancing vocational skills	Gurgaon (Haryana) Rohtak (Haryana) Bangalore (Karnataka) Pune (Maharashtra) Mumbai (Maharashtra) Palamu (Jharkhand) Dumka (Jharkhand) Koderma (Jharkhand) Hazaribagh (Jharkhand) Simdega (Jharkhand) Bundu (Jharkhand)	78.7 Lakh	Direct Expenditure- 73.8 Lakh	73.8 Lakh	Implementing Agencies: 25 Lakh; Sambhav Foundation; Registered Foundation; 2006 1.8 Lakh; Lok Bharti Education Society; Registered Society; 1993 20 Lakh; PanIT Alumni Reach for India Foundation; Section 25; 2009 9 Lakh; Pratham Education Foundation; Charitable Trust; 2002 18 Lakh; EduBridge;
2	Providing value added services to migrant labourers	Schedule VII (iii) Reducing Inequalities faced by socially and economically backward groups	Mumbai, Pune (Maharashtra) Greater Noida (U.P.) Gurgaon (Haryana)	21.9 Lakh	Direct Expenditure- 21.9 Lakh	21.9 Lakh	Implementing Agencies: 21.9 Lakh; Haqdarshak Empowerment Solutions Pvt. Ltd.
3.	Providing day care services to the children of marginalized, migrant laborers working on construction sites – training women	Schedule VII (iii), Setting up day care centres	Pune (Maharashtra) Gurgaon (Haryana)	30.9 Lakh	1. Direct Expenditure- 30.9 Lakh 2. Donation- 10.00 Lakh	40.9 Lakh	Implementing Agencies: 18 Lakh; Tara Mobile Creches; Section 25 Company; 2007 6.60 Lakh; Mobile Creches for working Mother's Children; Registered Society; 1969 10.00 Lakh; Mumbai Mobile Creches 6.3 Lakh; Sakshi; Registered Society, 1860
4	Supporting rural sustainable development	Developing a watershed project in drought affected agricultural areas to increase the water table and support sustainable farming.	Jamb, Bavi and Zapewadi villages of Shirur Kasar Taluka, Beed District, Maharashtra.	32.78 Lakh	Direct Expenditure- 32.78 Lakh	32.78 Lakh	Implementing Agencies: 32,77,844; Nisarg Vikas Bahuddeshiye Sevabhavi Sanstha Ambajogai Dist. Beed; Section 8 Company - 2004
5	Supporting rural sustainable development	Developing a plantation project in drought affected agricultural areas to supplement the farmers' income and increase the soil organic content.	Jamb, Bavi and Zapewadi villages of Shirur Kasar Taluka, Beed District, Maharashtra.	2.03 Lakh	Direct Expenditure- 2.03 Lakh	2.03 Lakh	Implementing Agencies: 2,03,850; Nisarg Vikas Bahuddeshiye Sevabhavi Sanstha Ambajogai Dist. Beed; Section 8 Company - 2004
6	Supporting rural sustainable development	Developing a plantation project in agricultural areas to supplement the farmers' income and increase the soil organic content.	Pokhari villages of Beed District, Maharashtra.	5.98 Lakh	Direct Expenditure- 5.98 Lakh	5.98 Lakh	Implementing Agencies: 5,98,154; Nisarg Vikas Bahuddeshiye Sevabhavi Sanstha Ambajogai Dist. Beed; Section 8 Company - 2004

## 2.5 Reasons for shortfall from prescribed 2% spend

Godrej Properties Ltd. has spend the complete CSR budget for FY 18-19 towards various CSR projects as detailed in the previous section.

## 2.6 Responsibility Statement:

Through this report, Godrej Properties Limited seeks to communicate its commitment towards Corporate Social Responsibility (CSR) to the Ministry of Corporate Affairs. The Board of the company and the CSR Committee are responsible for the integrity and the objectivity of all the information provided in this report. In alignment with our Good & Green vision provided in our CSR Policy, all projects reported have been selected based on careful consideration of the extent to which they create sustainable positive societal and environmental outcomes. We have undertaken measures to ensure that these projects are implemented in an effective and efficient manner so that they are able to deliver maximum potential impact. In line with the requirements of the Companies Act, 2013, we have also instituted monitoring mechanisms to track the progress of projects and ensure their smooth implementation.

The CSR Committee confirms that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company.

### For Godrej Properties Limited

**Mohit Malhotra**

Managing Director  
& Chief Executive Officer  
(DIN: 07074531)

### For and on behalf of the Corporate Social Responsibility Committee of Godrej Properties Limited

**Pirojsha Godrej**

Chairman of the Corporate Social  
Responsibility Committee  
(DIN:00432983)



# DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

## ANNEXURE VI TO THE DIRECTORS' REPORT

Form No. MR-3

### SECRETARIAL AUDIT REPORT

For The Financial Year Ended on 31<sup>st</sup> March, 2019

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

To,  
The Members,  
**Godrej Properties Limited,**  
Godrej One, 5th Floor,  
Pirojshanagar, Eastern Express Highway,  
Vikhroli (East),  
Mumbai 400079

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Godrej Properties Limited** (CIN: L74120MH1985PLC035308) (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our 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, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2019 ('Audit Period') 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:

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<sup>st</sup> March, 2019 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, 2015;
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
  - 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 (Not Applicable to the Company during the Audit Period);
  - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not Applicable to the Company during the Audit Period); and
  - i. The Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 [SEBI (LODR)].

(vi) The Management has identified that the Real Estate (Regulation and Development) Act, 2016 and Maharashtra Real Estate (Registration of Real Estate Projects, Registration of Real Estate Agents, Rates of Interest and Disclosures on Website) Rules, 2017 and the circulars as issued by the MahaRERA Authority from time to time as specifically law applicable to the Company. Having regard to the compliance system prevailing in the Company, we further report that on the examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the same.

We have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, standards etc. mentioned above except to the observation that the Company has paid remuneration to the Executive Chairman and Managing Director & CEO over and above the limits specified under Section 197 and 198 of the Companies Act, 2013 and the rules framed thereunder read with Schedule V.

#### **We further report that**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors and Committees of the Board, as the case may be.

**We further report that** there are adequate systems and processes in the company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**We further report that** during the audit period, the specific events/actions having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. are mentioned below:

<b>Date of event</b>	<b>Details of the specific events/ actions bearing on Company's affairs pursuant to the above referred laws, rules, regulations, guidelines etc.</b>
03.05.2018	The Hon'ble National Company Law Tribunal at Mumbai had by its Order dated 11 <sup>th</sup> April, 2018 sanctioned the scheme of amalgamation of Godrej Real Estate Private Limited and their respective shareholders with Godrej Properties Limited. The said amalgamation has become effective upon filing of Form No. INC-28 with the Registrar of Companies, Maharashtra, Mumbai on 3 <sup>rd</sup> May, 2018.
30.05.2018	The Company has passed Special Resolution in EGM to authorize Board to create, issue, offer and allot on preferential basis 1,27,65,000 Equity Shares of ₹ 5/- each at price of ₹ 783.50/- per share.
08.06.2018	The Company has Issued and allotted of 1,27,65,000 Equity Shares of ₹ 5/- each at premium of ₹ 778.50/- per share amounting to ₹ 1000,13,77,500/- (Rupees One Thousand Crores Thirteen lacs Seventy Seven Thousand Five Hundred Only) on Preferential basis.
24.10.2018	The Company has passed Special Resolution through Postal Ballot for enhancement of Investment limit from ₹ 1,500 Crores to ₹ 4,000 Crores.
-	The Company has allotted 78,525 Equity Shares of ₹ 5/- each to the Eligible Employees of the Company under the Godrej Properties Limited Employees Stock Grants Scheme, 2011 (GPL ESGS) on various dates.

**For A. K. Jain & Co.  
Company Secretaries**

**Ashish Kumar Jain  
Proprietor  
CP No. 6124  
Membership No. F6058**

**Place: Mumbai  
Date : April 30, 2019**

**Note: This report is to be read with our letter of even date which is annexed as 'ANNEXURE A' and forms an integral part of this report.**

# DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

## ANNEXURE A

To,  
The Members,  
**Godrej Properties Limited,**  
Godrej One, 5th Floor,  
Pirojshanagar, Eastern Express Highway,  
Vikhroli (East),  
Mumbai 400079.

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For A. K. Jain & Co.**  
**Company Secretaries**

**Ashish Kumar Jain**  
**Proprietor**  
**CP No. 6124**  
**FCS : 6058**

Place: Mumbai  
Date : April 30, 2019

## ANNEXURE VII TO THE DIRECTORS' REPORT

**DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

- i. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2018-19, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2018-19 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

₹ in Lakh

Sr. No.	Name of Director/KMP & Designation	Remuneration of Director/KMP for financial year 2018-19	% increase in Remuneration in the financial year 2018-19	Ratio of Remuneration of each Director/to median remuneration of employees
1	Mr. Pirojsha Godrej Executive Chairman	1,412	76.79	117.67:1
2	Mr. Jamshyd Godrej Non-Executive Director	13	36.84	1.08:1
3	Mr. Nadir Godrej Non-Executive Director	14	33.33	1.17:1
4	Mr. Amit Choudhury Independent Director	22.40	18.52	1.87:1
5	Mr. Keki Dadiseth Independent Director	19	2.70	1.58:1
6	Mrs. Lalita D Gupte Independent Director	22	18.92	1.83:1
7	Dr. Pritam Singh Independent Director	21	35.48	1.75:1
8	Mr. Pranay Vakil Independent Director	22	18.92	1.83:1
9	Mr. Amitava Mukherjee Independent Director	22	18.92	1.83:1
10	Mr. Mohit Malhotra Managing Director & Chief Executive Officer	1,359	79.66	113.25:1
11	Mr. Rajendra Khetawat Chief Financial Officer	515	28.96	42.92:1
12	Mr. Surender Varma Company Secretary & Chief Legal Officer	281	20.63	23.42:1

- i. The median remuneration of employees of the Company during the financial year 2018-19 was ₹ 12,00,000
- ii. In the financial year there was an increase of 2% in the median remuneration of employees;
- iii. There were 1424 permanent employees on the rolls of Company as on March 31, 2019;
- iv. Average percentage increase made in the salaries of employees other than the managerial personnel in the last financial year i.e. 2018-19 was 10% whereas the increase in the managerial remuneration for the same financial year was 62.86%.
- v. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

# DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

## ANNEXURE VIII TO THE DIRECTORS' REPORT

**AS PER THE DISCLOSURE REQUIREMENT SPECIFIED UNDER SEBI (SHARE BASED EMPLOYEE BENEFITS) REGULATIONS, 2014 AND SECTION 62(1)(B) OF THE COMPANIES ACT, 2013 READ WITH RULE 12(9) OF THE COMPANIES (SHARE CAPITAL & DEBENTURES), RULES, 2014, THE FOLLOWING INFORMATION IS DISCLOSED IN RESPECT OF EMPLOYEE STOCK BENEFIT PLANS:**

Sr. No.	Particulars	Godrej Properties Limited Employee Stock Grant Scheme, 2011
1	Date of shareholders' approval for the options granted under the scheme	March 18, 2011 & April 06, 2015
2	Total number of options approved for grants under the scheme	15,00,000
3	Vesting requirements	As specified by the Nomination & Remuneration Committee subject to minimum 1 year from the date of grant
4	Exercise Price or Pricing formula	₹ 5 per share
5	Maximum term of options granted	As may be decided by the Nomination & Remuneration Committee as per the prevalent regulatory provisions.
6	Source of shares	Direct Allotment
7	Variation of terms of options	None
8	Options granted till March 31, 2019	9,99,813
9	Options vested upto March 31, 2019	6,71,545
10	Options exercised upto March 31, 2019	6,62,537
11	The total number of shares arising as a result of exercise of option;	6,62,537
12	Options lapsed	2,03,363
13	Money realised by exercise of options upto March 31, 2019	33,12,685
14	Total number of options outstanding and exercisable at the end of the year	1,33,913
15	Number of options outstanding as on April 1, 2018	1,78,798
16	Number of options granted during 2018-2019	58,635
17	Number of options lapsed during 2018-2019	24,935
18	Number of options vested during 2018-2019	78,585
19	Number of options exercised during 2018-2019	78,585
20	Number of shares arising as a result of exercise of options during 2018-2019	78,585
21	Loan repaid by the Trust during 2018-2019 from exercise price received	Not applicable



Sr. No.	Particulars	Godrej Properties Limited Employee Stock Grant Scheme, 2011
22	Method used to account for the options- Where the company has calculated the employee compensation cost using the intrinsic value of the stock options, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options, shall be disclosed. The impact of this difference on profits and on EPS of the company shall also be disclosed.	The Company has calculated the employee compensation cost using the fair value method.
23	Weighted-average exercise prices and weighted-average fair values of options (shall be disclosed separately for options whose exercise price either equals or exceeds or is less than the market price of the stock)	Exercised Price ₹ 5 per share weighted average fair value of options ₹ 593.60
24	Employee wise details of options granted to:-  i) Senior Managerial Personnel  ii) Any other employee who receives a grant in any one year of option amounting to 5% or more of option granted during that year  iii) Identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant	  Refer Note 1  Refer Note 1  None
25	Diluted Earnings Per Share (EPS) pursuant to issue of shares on exercise of option calculated in accordance with Accounting Standard (AS) 20 'Earnings Per Share'	9.22
26	A description of the method and significant assumptions used during the year to estimate the fair values of options, including the following weighted-average information:	The fair value of the employee share options has been measured using the Black - Scholes Options Pricing model
	i) Risk-free interest rate,	6.31% - 7.20%
	ii) Expected life,	1 to 3 years
	iii) Expected volatility,	32% - 42%
	iv) Expected dividends, and	Nil
	v) Closing price of the underlying share in market at the time of option grant	Weighted average market price of the intime of grant of option 598

Note 1- Employee wise details of options granted under GPL ESGS to Senior Managerial Personnel and details of options granted more than 5% in one year.

# DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

Name & Designation of Senior Managerial Personnel to whom stock options have been granted	Granted in FY 2016-17 and outstanding as at March 31, 2019	Granted in FY 2017-18 and outstanding as at March 31, 2019	Granted in FY 2018-19 and outstanding as at March 31, 2019	Total outstanding options as at March 31, 2019
Mr. Mohit Malhotra, Managing Director & Chief Executive Officer	7,123	9,226	9,549*	25,898
Mr. Rajendra Khetawat, Chief Financial Officer	3,043	5,413	5,602*	14,058
Ms. Mamta Bakshi ,Chief Customer Officer	1,522	2,460	2,546	6,528
Mr. Anubhav Gupta, Head-design Studio & Business Head- Vikhroli	2,840	4,921	5,093*	12,854
Mr. Amandeep Singh, Business Head - West Zone	1,522	4,305	4,456*	10,283
Mr. Rabikant Sharma, Business Head - Pune	1,319	1,845	1,910	5,074
Mr. Surender Varma, Company Secretary & Chief Legal Officer	1,624	2,952	3,056*	7,632
Mr. Neeraj Gupta, Business Head - Mumbai Zone	1,827	3,813	3,947*	9,587
Mr. K. Uday Bhaskar, Business Head - Bangalore	1,218	2,214	2,292	5,724
Mr. Satish Jadhav, Head Construction, Operations	1,522	1,476	1,528	4,526
Mr. Vikas Singhal, Chief Operating Officer	1,522	3,445	3,565*	8,532
Mr. Lalit Makhijani, Chief Marketing Officer	1,160	2,214	2,292	5,666
Ms. Ruhie Pande, Chief Human Resources Officer	550	1,845	1,910	4,305
Mr. Prashant Katiyar, Head - Planning & Strategy	320	1,230	1,273	2,823
Mr. Gaurav Pandey, Business Head - North Zone	205	2,214	2,292	4,711
Mr. Pravin Ajmera, Head - Business Development	-	1,953	2,231	4,184
Mr. Rajib Das, Region Head - Mumbai Zone (Greater Mumbai)	-	-	1,528	1,528
<b>Total</b>	<b>27,317</b>	<b>51,526</b>	<b>55,070</b>	<b>1,33,913</b>

\* Option granted was more than 5% of the options granted in one year.

# REPORT ON CORPORATE GOVERNANCE

## Company's Philosophy on Code of Governance

Corporate governance is an ethically driven business process that is committed to values aimed at enhancing an organization's wealth generating capacity. This is ensured by conducting business with a firm commitment to values, while at the same time, meeting stakeholders' expectations.

Strong leadership and effective corporate governance practices have been the Company's hallmark inheritance from the Godrej group culture and ethos. The Company continues to focus its resources, strengths and strategies to be forever among the nation's leading real estate companies, while continuing to be the most trusted name in the industry.

At Godrej Properties, it is imperative that business is conducted in a fair and transparent manner. The corporate governance framework ensures effective engagement with various stakeholders and helps the Company evolve with changing times. It oversees business strategies and ensures fiscal accountability, ethical corporate behaviour and fairness to all stakeholders comprising of regulators, employees, customers, vendors, investors and the society at large.

The guiding principles and practices are summarised in this Corporate Governance Report. These are articulated through the Company's Code of Conduct for Board of Directors and Senior Management, Policies and Charters of various Committees of the Board and Company's Disclosure Policies. These Policies seek to focus on enhancement of long term shareholder value without compromising on Ethical Standards and Corporate Social Responsibilities.

## THE GOVERNANCE STRUCTURE

### 1) BOARD OF DIRECTORS

#### a) Board Structure

The Company has an optimal combination of executive, non-executive and independent directors to maintain the independence of the Board from the management, which is in conformity with the requirement of Section 149(4) of the Companies Act, 2013 (the Act) and Regulation 17 of SEBI LODR Regulations. As of March 31, 2019, the Board of Directors of the Company consisted of 10(ten) Directors drawn from diverse fields/professions, which includes the Managing Director & Chief Executive

Officer, 1(one) Executive Director and 8 (eight) Non-Executive Directors, of which 6 (six) are Independent Directors. Since the Chairman of the Board is a Executive Non-Independent Director, of the Company, more than half i.e. 60% of the Board of the Company comprises Independent Directors, as detailed below:

Category	Name of Director	DIN
<b>Non-Executive Non-Independent Directors</b>	Mr. Jamshyd N. Godrej	00076250
	Mr. Nadir B. Godrej	00066195
<b>Non-Executive Independent Directors</b>	*Mr. Amit B. Choudhury	00557547
	Mr. Keki B. Dadiseth	00052165
	Mrs. Lalita D. Gupte	00043559
	Mr. Pranay D. Vakil	00433379
	*Dr. Pritam Singh	00057377
	Mr. Amitava Mukherjee	00003285
	Mr. Mohit Malhotra	07074531
<b>Managing Director &amp; CEO</b>		
<b>Executive Chairman</b>	Mr. Pirojsha Godrej	00432983

*\*Ceased to be a Director from the Board of the Company w.e.f. April 1, 2019*

#### b) Board meetings held and Directors' attendance record

The Board looks at strategic planning and policy formulation. The Board meets at least once in every quarter to review the Company's operations and to consider, among other business, the quarterly performance and financial results of the Company. The maximum time gap between any two meetings of the Board is not more than 120 days. The agenda of Board meetings is circulated to all the Directors well in advance and contains all the relevant information.

The details of Board meetings held during the Financial Year 2018-19 and Directors' attendance record are given in Table 1 and Table 2.

# REPORT ON CORPORATE GOVERNANCE

**Table 1: The details of meetings of the Board held during the financial year 2018-19 are as under:**

Sr. No.	Date on which Board Meeting was held	Total strength of the Board on the date of Meeting	No. of Directors present at the Board Meeting
1	May 4, 2018	10	10
2	August 2, 2018	10	10
3	November 1, 2018	10	9
4	January 28, 2019	10	9

The recommendations of the Committee on the proposals requiring Board approval were duly accepted by the Board.

**Table 2: Details about the Company's Directors and meetings attended by the Directors during the Financial Year 2018-19**

Sr. No.	Name of Director	Category	Number of Board Meetings held during the Financial Year 2018-19	Number of Board Meetings attended during the Financial Year 2018-19	Whether attended last AGM (held on August 2, 2018)	Directorships held in companies incorporated in India as at March 31, 2019 <sup>(i)(ii)</sup> (Including GPL)	Number of Chairmanships/ Memberships in Board Committees as at March 31, 2019 (Including GPL)		Other Directorships	
							Chairmanship (excluding Memberships of Committees)	Memberships	Name of the listed Entity	Category
1.	Mr. Jamshyd N. Godrej	Non-Executive Director	4	3	Yes	8(4)	-	1	i) Godrej Consumer Products Limited ii) Godrej Industries Limited iii) Godrej Agrovet Limited	Director Director Managing Director
2.	Mr. Nadir B. Godrej	Non-Executive Director	4	4	Yes	11(7)	3	3	i) Godrej Industries Limited ii) Godrej Agrovet Limited iii) Mahindra and Mahindra Limited iv) The Indian Hotels Company Limited v) Godrej Consumer Products Limited vi) Astec Lifesciences Limited	Chairman Independent Director Independent Director Director Director Chairman
3.	Mr. Pirojsha A Godrej	Executive Chairman	4	4	Yes	10(3)	-	1	i) Godrej Consumer Products Limited	Director
4.	Mr. Mohit Malhotra	Managing Director & CEO	4	4	Yes	2(1)	-	1	-	-
5.	*Mr. Amit B. Choudhury	Independent Director	4	4	Yes	7(3)	2	3	i) Godrej Industries Limited ii) Godrej Agrovet Limited	Independent Director Independent Director
6.	Mr. Keki B. Dadiseth	Independent Director	4	3	Yes	7(5)	1	4	i) Britannia Industries Limited ii) JM Financials Limited iii) Siemens Limited iv) Piramal Enterprise Limited	Non-Executive Director Non-Executive Director Non-Executive Director Non-Executive Director
7.	Mrs. Lalita D. Gupte	Independent Director	4	4	Yes	6(5)	2	4	i) Bharat Forge Limited ii) Vedanta Limited iii) ICICI Lombard General Insurance Company Limited iv) TVS Motor Company Limited v) India Infradebt Limited	Independent Director Independent Director Independent Director Additional Director Independent Director

Sr. No.	Name of Director	Category	Number of Board Meetings held during the Financial Year 2018-19	Number of Board Meetings attended during the Financial Year 2018-19	Whether attended last AGM (held on August 2, 2018)	Directorships held in companies incorporated in India as at March 31, 2019 <sup>(i)(ii)</sup> (Including GPL)	Number of Chairmanships/ Memberships in Board Committees as at March 31, 2019 (Including GPL)		Other Directorships	
							Chairmanship (excluding Memberships of Committees)	Memberships	Name of the listed Entity	Category
8.	Mr. Pranay D. Vakil	Independent Director	4	4	Yes	4(3)	2	2	i) Deepak Fertilizers and Petrochemicals Corporation Limited ii) Onward Technologies Limited	Independent Director Independent Director
9.	*Dr. Pritam Singh	Independent Director	4	4	Yes	2(2)	1	2	i) Hero MotoCorp Limited	Independent Director
10.	Mr. Amitava Mukherjee	Independent Director	4	4	Yes	5(2)	2	2	ii) Saksoft Limited	Independent Director

Notes :-

- (i) \*Ceased to be a Director from the Board of the Company w.e.f. April 1, 2019.
- (ii) Directorship in companies incorporated under section 8 of the Companies Act, 2013 and foreign companies are excluded.
- (iii) Figures in ( ) denote listed companies.

As required under Regulation 26(1) of SEBI LODR Regulations and confirmed by directors, none of the Directors are: (i) member of more than 10 (ten) committees; and (ii) chairman of more than 5 (five) committees. A separate meeting of independent directors was held on February 19, 2019, inter alia, to review the performance of non-independent directors, Chairman of the Company and the Board as a whole.

**Table 3: Number of equity shares held by each of the Directors, options held and dividend paid**

Name of Director	Equity Shares held as on March 31, 2019	Dividend paid during the Financial Year 2018-19 (in ₹)	Number of options held under GPL ESGS as on March 31, 2019
Mr. Nadir B. Godrej	^3,986,436	-	-
Mr. Jamshyd N. Godrej	^^3,986,391	-	-
*Mr. Amit B. Choudhury	3,850	-	-
Mr. Keki B. Dadiseth	-	-	-
Mrs. Lalita D. Gupte	14,000	-	-
Mr. Pranay D. Vakil	-	-	-
*Dr. Pritam Singh	2,000	-	-
Mr. Amitava Mukherjee	2,016	-	-
Mr. Pirojsha Godrej	^^^1,328,804	-	-
Mr. Mohit Malhotra	40,615	-	25,898

\* Ceased to be a Director from the Board of the Company w.e.f. April 1, 2019

- ^ includes 13,28,807 shares held as one of the trustee of BNG Family Trust  
 includes 13,28,807 shares held as one of the trustee of SNG Family Trust  
 includes 13,28,807 shares held as one of the trustee of HNG Family Trust  
 include 1 share held as one of the trustee of NBG Family Trust  
 include 1 share held as one of the trustee of RNG Family Trust  
 include 1 share held as one of the trustee of BNG Successor Trust  
 include 1 share held as one of the trustee of BNG Lineage Trust  
 include 1 share held as one of the trustee of SNG Lineage Trust  
 include 1 share held as one of the trustee of SNG Successor Trust



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- ^^ includes 20,81,500 shares held as one of the trustee of Navroze Lineage Trust  
includes 19,04,875 shares held as one of the trustee of The Raika Lineage Trust  
include 1 share held as one of the trustee of JNG Family Trust  
include 1 share held as one of the trustee of PJG Family Trust  
include 1 share held as one of the trustee of NJG Family Trust  
include 1 share held as one of the trustee of RJG Family Trust  
include 12 share held as one of the trustee of The Raika Godrej Family Trust
- ^^^ includes 13,28,792 shares held as one of the trustee of PG family Trust  
include 1 share held as one of the trustee of PG Children Trust  
include 1 share held as one of the trustee of PG Lineage Trust

## c) Relationship between Directors inter-se:

Except as disclosed below, no Director of the Company is related to any other Director on the Board:

Mr. Pirojsha Godrej is nephew of Mr. Jamshyd N. Godrej and Mr. Nadir B. Godrej.

## d) Certificate from Company Secretary in practice:

A certificate from M/s. A K Jain & Co. Company Secretary in practice, that none of the directors on the board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by SEBI/Ministry of Corporate Affairs or any other statutory authority is annexed to this report as Annexure I.

## e) Independent Directors

At the 29th Annual General Meeting of the Company held on August 2, 2014, the members had inter alia appointed Mr. Keki B. Dadiseth, Mrs. Lalita D. Gupte, Mr. Amitava Mukherjee and Mr. Pranay Vakil as Independent Directors for a period of five years from August 2, 2014 to August 1, 2019. Mr. Keki B. Dadiseth, Mrs. Lalita D. Gupte, Mr. Amitava Mukherjee and Mr. Pranay Vakil, independent Directors, have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of the SEBI LODR Regulations read with Section 149(6) of the Act. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI LODR Regulations and that they are independent of the management.

In terms of the Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, inserted vide SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, with effect from April 01, 2019, no listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy five years unless a special resolution is passed to that effect. Accordingly, Mr. Amit B. Choudhury (aged 76 years) and Dr. Pritam Singh (aged 77 years) Independent Directors of the Company have ceased to

act as Directors of the Company with effect from closure of the business hours on March 31, 2019.

The Company has issued a formal letter of appointment to the Independent Directors in the manner as provided in the Act and SEBI LODR Regulations. The terms and conditions of appointment have also been displayed on the website of the Company at <https://www.godrejproperties.com/investor/corporate-governance>.

None of the existing Independent Directors serve as Independent Directors in more than seven listed companies in line with the requirements of the SEBI LODR Regulations. In terms of Regulation 25(8) of SEBI LODR Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties.

## f) Familiarization Program for Independent Directors

The Company has conducted the familiarisation program for Independent Directors during the year. The Program aims to provide insights into the Company to enable the Independent Directors to understand its business in depth, to acclimatize them with the processes, businesses and functionalities of the Company and to assist them in performing their role as Independent Directors of the Company. The Company's Policy of conducting the Familiarisation Program has been disclosed on the website of the Company at <https://www.godrejproperties.com/investor/corporate-governance>.

## g) Board Skills, Capabilities and Experiences

The Company recognises the importance of having a board comprising directors who have a range of experiences, capabilities and diverse points of view. This helps the Company create an effective and well-rounded board. The capabilities and experiences sought in the directors are outlined here:

- **Strategy & Business** - Is or has been the Chief Executive Officer, Chief Operating Officer or held any other leadership position in an organization leading to significant

experience in strategy or business management. Brings the ability to identify and assess strategic opportunities and threats in the context of the business.

- **Industry Expertise** – Has expertise with respect to the sector the organization operates in. Has an understanding of the 'big picture' in the given industry and recognizes the development of industry segments, trends, emerging issues and opportunities.
- **Market Expertise** – Has expertise with respect to the geography the organization operates in. Understands the macro-economic environment, the nuances of the business, consumers and trade in the geography, and has the knowledge of the regulations & legislations of the market/(s) the business operates in.
- **Technology Perspective** – Has expertise with respect to business specific technologies such as in the field of R&D, Manufacturing etc. Has experience and adds perspective on the future ready skills required by the organization such as E-Commerce, Digital, and Sustainability etc.
- **People & Talent Understanding** – Has experience in human resource management such that they bring in a considered approach to the effective management of people in an organization.
- **Governance, Finance & Risk** – Has an understanding of the law and application of corporate governance principles in a commercial enterprise of similar scale. Capability to provide inputs for strategic financial planning, assess financial statements and oversee budgets for the efficient use of resources. Ability to identify key risks for the business in a wide range of areas including legal and regulatory.
- **Diversity of Perspective** – Provides a diversity of views to the board that is valuable to manage our customer, consumer, employee, key stakeholder or shareholders.

## 2) COMMITTEES OF THE BOARD

### A. AUDIT COMMITTEE

The composition of the Audit Committee of the Company is in line with the provisions of Section 177 of the Companies Act, 2013 read with Regulation 18 of SEBI LODR Regulations. The Company's Audit Committee comprises 6 (six) Independent Directors. The Committee met 4 (four) times during the Financial Year ended March 31, 2019, i.e. on May 4, 2018, August 2, 2018, November 1, 2018, and January 28, 2019. Table 4 below gives composition and the attendance record for the aforesaid meetings of the Audit Committee:

**Table 4: Composition and attendance record of Audit Committee members**

Sr. No.	Name of Director	No. of meetings held during the financial year ended March 31, 2019	No. of meetings attended during the financial year ended March 31, 2019
1.	Mr. Keki B. Dadiseth (Chairman)	4	3
2.	Mrs. Lalita D. Gupte	4	4
3.	*Mr. Amit B. Choudhury	4	4
4.	Mr. Pranay D. Vakil	4	4
5.	*Dr. Pritam Singh	4	4
6.	Mr. Amitava Mukherjee	4	4

*\*Ceased to be a committee member w.e.f. April 1, 2019.*

All the members of the Audit Committee are eminent professionals and draw upon their experience and expertise across a wide spectrum of functional areas such as finance and corporate strategy. The Chairman of the Audit Committee was present at the Annual General Meeting to answer Members queries. Minutes of each of the meeting of the Audit Committee are placed before the Board in its meetings. The Audit Committee invites the executives of the Company viz., Managing Director & Chief Executive Officer, Executive Directors, Head of Finance, as it considers appropriate and the representatives of the Statutory Auditors and Internal Auditors at its meetings.

Mr. Surender Varma, Company Secretary & Chief Legal Officer of the Company acts as the Secretary to the Audit Committee. He was also appointed as the Compliance Officer by the Board to ensure compliance and effective implementation of the Insider Trading Code.

The Audit Committee of the Company performs the following functions:

1. Overseeing the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
2. Recommendation for appointment, re-appointment and terms of appointment of the statutory auditor and the fixation of audit fees.

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3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
  - i. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of the Companies Act, 2013,
  - ii. Changes, if any, in accounting policies and practices and reasons for the same,
  - iii. Major accounting entries involving estimates based on the exercise of judgment by management,
  - iv. Significant adjustments made in the financial statements arising out of audit findings,
  - v. Compliance with listing and other legal requirements relating to financial statements,
  - vi. Disclosure of any related party transactions, and
  - vii. Modified opinion(s) in the draft audit report.
5. Reviewing along with the management, the quarterly financial statements before submission to the board for approval.
6. Reviewing with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue and making appropriate recommendations to the Board to take up steps in this matter.
7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the listed entity with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the listed entity, whenever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing with the management, performance of statutory and internal auditors and adequacy of the internal control systems.
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
14. Discussion with internal auditors of any significant findings and follow up there on.
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
18. To review the functioning of the Whistle Blower mechanism.
19. Approval of appointment of chief financial officer after assessing the qualifications, experience & background, etc. of the candidate.
20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

## Review of following information by Audit Committee

1. Management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions (as defined by the audit committee), submitted by management;
3. Management letters / letters of internal control weaknesses issued by the statutory auditors;
4. Internal audit reports relating to internal control weaknesses;
5. The appointment, removal and terms of remuneration of the Chief Internal Auditor shall be subject to review by the Audit Committee;
6. Statement of deviations:
  - (a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in the terms of Regulation 32(7) of SEBI LODR Regulations.
  - (b) Annual statement of funds utilized for purposes other than those stated in the offer document/ prospectus/ notice in terms of Regulation 32(7) SEBI LODR Regulations.

## B. NOMINATION & REMUNERATION COMMITTEE

The constitution, scope and powers of the Nomination & Remuneration Committee of the Board of Directors are in accordance with the provisions of Section 178 of the Companies Act and Regulation 19 of SEBI LODR Regulations. The Nomination & Remuneration Committee looks at all matters pertaining to the appointment and remuneration of the Managing Director & Chief Executive Officer, the Executive Directors, Key Managerial Personnel and administration of the employee stock option scheme of the Company i.e. the Godrej Properties Limited Employee Stock Grant Scheme, 2011.

The Nomination & Remuneration Committee consists of six Independent Directors. During the Financial Year ended March 31, 2019, the Committee met 2 (two) times, i.e. on May 4, 2018, and January 28, 2019. The composition and attendance details of the Nomination & Remuneration Committee are given in Table 5 below:

**Table 5: Composition and attendance record of Nomination & Remuneration Committee members**

Sr. No	Name of Director	No. of meetings held during the financial year ended March 31, 2019	No. of meetings attended during the financial year ended March 31, 2019
1	Mrs. Lalita D. Gupte (Chairperson)	2	2
2	*Mr. Keki B. Dadiseth	2	1
3	Mr. Amit B. Choudhury	2	2
4	Mr. Pranay D. Vakil	2	2
5	*Dr. Pritam Singh	2	2
6	Mr. Amitava Mukherjee	2	2

\*Ceased to be a committee member w.e.f. April 1, 2019.

Mr. Surender Varma, Company Secretary & Chief Legal Officer of the Company acts as the Secretary of the Nomination & Remuneration Committee.

Following are the roles of Nomination and Remuneration Committee:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of performance of independent directors and the Board of Directors;
3. Devising a policy on diversity of Board of Directors;

4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board of Directors their appointment and removal;
5. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
6. Carry out evaluation of every director's performance;

Please refer to the Director's report for Performance Evaluation Criteria for the independent directors.

## C. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility (CSR) Committee of the Board of Directors of the Company consist of the following members:

1. \* Mr. Amit B. Choudhury, Independent Director
2. Mr. Pirojsha Godrej, Executive Chairman
3. Mr. Mohit Malhotra, Managing Director and Chief Executive Officer
4. # Mr. Amitava Mukherjee, Independent Director
5. # Mr. Pranay D. Vakil, Independent Director

\*Ceased to be a committee member w.e.f. April 1, 2019

#Appointed as committee member w.e.f April 1, 2019.

The Committee during the Financial Year 2018-19 met on two occasions i.e. on April 13, 2018 and December 12, 2018, to review the status of the CSR projects undertaken by the Company during the financial year 2018-19. The necessary quorum was present for all the meetings.

Mr. Surender Varma, Company Secretary & Chief Legal Officer of the Company acts as the Secretary of the Corporate Social Responsibility Committee.

The CSR Policy of the Company has been put up on the website of the Company at <https://www.godrejproperties.com/investor/corporate-governance>. The Annual Report on Corporate Social Responsibility activities undertaken by the Company during the financial year 2018-19, as prescribed under Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014 have been appended as Annexure V to Directors Report.

The Role and Responsibilities of the CSR Committee includes the following:

1. To formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall include the activities to be undertaken by the Company as envisaged in the Companies Act, 2013;
2. To recommend to the Board the amount of expenditure to be incurred on the activities as per the Corporate Social Responsibility Policy of the Company;

# REPORT ON CORPORATE GOVERNANCE

3. To monitor the projects and activities as per the Corporate Social Responsibility Policy of the Company;
4. To review the performance of the Company in the area of CSR including the evaluation of the impact of the Company's CSR activities;
5. To consider other functions, as defined by the Board, or as may be stipulated under any law, rule or regulation including the SEBI LODR Regulations and the Companies Act, 2013.

## D. ALLOTMENT COMMITTEE

The Allotment Committee has been formed to complete the formalities relating to allotment of securities and to authorise officials of the Company to file forms and returns with regulatory authorities. The Committee comprises the following directors as its members:

1. Mr. Pirojsha Godrej, Executive Chairman
2. \* Mr. Amit B. Choudhury, Independent Director.
3. # Mr. Mohit Malhotra, Managing Director and Chief Executive Officer

*\*Ceased to be a committee member w.e.f. April 1, 2019*

*#Appointed as committee member w.e.f. April 1, 2019*

The Allotment Committee during the Financial Year 2018-19 met on regular intervals to allot equity shares arising out of options exercised by the eligible employees under the Godrej Properties Limited Employee Stock Grant Scheme, 2011 (GPL ESGS). The necessary quorum was present for all the meetings. The committee during the year allotted 1,27,65,000 Equity shares on Preferential Basis.

## 3) REMUNERATION OF DIRECTORS

The Board has formulated the Nomination and Remuneration Policy of Directors, Key Managerial Personnel (KMPs) and Senior Management in terms of the provisions of Section 178 of the Companies Act, 2013 and SEBI LODR Regulations. The said Policy outlines the appointment criteria and qualifications, the term / tenure of the Directors on the Board of Godrej Properties Limited and the matters related to remuneration of the Directors, KMPs & Senior Management. The said Policy has been published as an Annexure III to Director's Report included in this Annual Report.

The Company paid sitting fees of ₹1,00,000 (Rupees One Lakh only) to its non-executive directors for attending every meeting of the Board, Audit and Nomination & Remuneration Committee ₹1,00,000 (Rupees One Lakh only) and ₹ 20,000 (Twenty Thousand only) for every meeting of the Corporate Social Responsibility Committee and Stakeholder Relationship Committee.

The remuneration of the Managing Director & Chief Executive Officer and the Executive Chairman is in consensus with the Company's size, industry practice and overall performance of the Company. The Nomination & Remuneration Committee submits its recommendation to the Board, which after considering the recommendation takes decision on the remuneration payable to the Managing Director & Chief Executive Officer and the Executive Chairman (which also includes the annual increments and performance bonus) in accordance with the provisions of the Companies Act, 2013 subject to the approval of the Members, wherever required.

The details of remuneration package of the Directors and their relationships with each other, if any, are given in Table 6 below:

**Table 6: Remuneration paid/payable to the Directors for the financial year ended March 31, 2019**

(Amount in ₹)

Name of Director	Relationship with other Directors	Sitting Fees	Commission*	Salary	Perquisites	Provident Fund	Others	Total
Mr. Jamshyd N. Godrej	-	300,000	1,000,000	Nil	Nil	Nil	Nil	1,300,000
Mr. Nadir B. Godrej	-	400,000	1,000,000	Nil	Nil	Nil	Nil	1,400,000
*Mr. Amit B. Chodhury	-	1,240,000	1,000,000	Nil	Nil	Nil	Nil	2,240,000
Mr. Keki. B. Dadiseth	-	900,000	1,000,000	Nil	Nil	Nil	Nil	1,900,000
Mrs. Lalita D. Gupte	-	1,200,000	1,000,000	Nil	Nil	Nil	Nil	2,200,000
Mr. Pranay D. Vakil	-	1,200,000	1,000,000	Nil	Nil	Nil	Nil	2,200,000
*Dr. Pritam Singh	-	900,000	1,000,000	Nil	Nil	Nil	Nil	1,900,000
Mr. Amitava Mukherjee	-	1,200,000	1,000,000	Nil	Nil	Nil	Nil	2,200,000
Mr. Pirojsha Godrej	Mr. Pirojsha Godrej is nephew of Mr. Nadir B. Godrej and Mr. Jamshyd N. Godrej	-	-	27,290,282	21,876,251	1,308,072	90,700,000	141,174,605
Mr. Mohit Malhotra	-	-	-	32,013,409	2,805,560	1,218,240	99,894,454	135,931,663



**Notes:**

\*Commission for the financial year 2018-19 is paid in the financial year 2019-20

#Ceased to be a Director from the Board of the Company w.e.f. April 1, 2019.

\*\*Others is towards provision made for the Performance Bonus for the financial year 2018-19

Under the Central Goods and Services Tax/State Goods and Services Tax Act 2017, Goods and Services Tax was also paid under reverse charge mechanism by the Company.

The service contracts of the Executive Director and Managing Director & Chief Executive Officer of your Company are for a period of three years, with a notice period of three months.

Except for drawing remuneration, none of the Directors have any other materially significant related party transactions, pecuniary relationship or transaction with the Company. The Company enters into transactions in the ordinary course of business with the companies in which the Directors hold directorship. Attention of the Members is drawn to the disclosures of transactions with related parties set out in Notes to Accounts Note No. 48 of Standalone Financial Statements, forming part of the Annual Report.

**4) STAKEHOLDERS' RELATIONSHIP COMMITTEE**

The Stakeholders' Relationship Committee of the Board consists of the following members:

1. Mr. Pirojsha Godrej, Executive Chairman;
2. \*Mr. Mohit Malhotra, Managing Director and Chief Executive Officer;
3. #Mr. Amit B. Choudhury, Independent Director;
4. ##Mr. Amitava Mukherjee, Independent Director

\* Appointed as committee member w.e.f September 1, 2018

# Ceased to be a committee member w.e.f. April 1, 2019

## Appointed as Chairman w.e.f. April 1, 2019

Mr. Amitava Mukherjee is the Chairman of Stakeholders' Relationship Committee. The Committee during the Financial Year 2018-19 met on 6 (six) occasions i.e. on April 5, 2018, July 5, 2018, August 7, 2018, October 5, 2018, January 7, 2019 and February 18, 2019.

Mr. Surender Varma, Company Secretary & Chief Legal Officer of the Company acts as the Secretary of the Stakeholders Relationship Committee.

The Stakeholders' Relationship Committee looks into redressal of the grievances of Security holders viz. shareholders' and fixed deposit holders including investors' complaints relating to transfer of shares, issue of duplicate/consolidated share certificates, review of cases for refusal of transfer/transmission of shares and debentures, non-receipt of balance sheet, non-receipt of dividends declared and all other securities-holders related matters. It is also responsible for reviewing the process and mechanism of redressal of investor complaints and suggesting measures of improving the existing system of redressal of investor grievances. This Committee is also responsible for approval of transfer and transmission of securities, including power to delegate the same to the Registrar and Transfer Agents.

**Name and Designation of Compliance Officer:****Mr. Surender Varma**

Company Secretary & Chief Legal Officer is the Compliance Officer of the Company.

**Status of Investor Complaints for the Financial Year ended March 31, 2019:**

Complaints outstanding as on April 1, 2018	0
Complaints received during the financial year ended March 31, 2019	7
Complaints resolved during the financial year ended March 31, 2019	7
Complaints outstanding as on March 31, 2019	0

During the year under review the company did not received any complaint through SCORES.

There are no pending share transfers as on March 31, 2019.

**5) GENERAL BODY MEETINGS****a) Details of previous three General Meetings of the Company are as under:**

Financial Year	Venue	Date	Time
2017-18	The Auditorium, Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai 400 079	August 2, 2018	2.00 P.M.
2016-17	The Auditorium, Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai 400 079	August 2, 2017	2.00 P.M.
2015-16	The Auditorium, Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai 400 079	August 9, 2016	1.30 PM

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### b) Details of special resolutions passed in previous three Annual General Meetings of the Company are as under:

Date of AGM	Number of Special Resolutions passed	Details of Special Resolutions Passed
August 2, 2018	2	(i) Re-appointment of Mr. Pirojsha Godrej (DIN: 00432983) as Whole time Director designated as Executive Chairman and revision in remuneration payable to him. (ii) Re-appointment Mr. Mohit Malhotra (DIN: 07074531) as Managing Director & CEO and revision in remuneration payable to him.
August 2, 2017	5	(i) Ratification of redesignation of Mr. Pirojsha Godrej ,as the Executive Chairman and revision in remuneration (DIN:00432983) (ii) Ratification of redesignation of Mohit Malhotra, as the Executive Chairman and revision in remuneration (DIN:07074531) (iii) Approval for enhancement of borrowing limit (iv) Approval for creation of charge on properties of Company (v) Approval for issue of Non – Convertible Debentures
August 9, 2016	5	(i) Waiver of excess remuneration paid to Mr. Pirojsha Godrej, Managing Director & Chief Executive Officer (DIN:00432983) (ii) Waiver of excess remuneration paid to Mr. Mohit Malhotra, Executive Director (DIN:07074531) (iii) Waiver of excess remuneration paid to Mr. K. T. Jithendran (DIN:01181998) (iv) Revision in remuneration of Mr. Pirojsha Godrej, Managing Director & Chief Executive Officer (DIN:00432983), with effect from April 1, 2016. (v) Revision in remuneration of Mr. Mohit Malhotra, Executive Director (DIN: 07074531), with effect from April 1, 2016.

### c) Postal Ballot including e-Voting

During the financial year 2018-19, pursuant to the provisions of Section 110 of the Companies Act read with the Companies (Management and Administration) Rules, 2014, a resolution was passed by the Members through Postal Ballot.

The Notice of the Postal Ballot dated September 10, 2018 was sent to all the members of the Company along with a self-addressed postage prepaid business reply envelope to the Members whose e-mail id is not registered with the Company/ Depository Participant and sent the respective Notice of Postal Ballots through email along with the details of Login ID & Password to the Members whose e-mail id is registered with the Company/Depository Participant. Mr. Ashish Kumar Jain, a Practicing Company Secretary was appointed as the Scrutinizer, who submitted his reports to Mr. Pirojsha Godrej, Executive Chairman of the Company. The detail of the Postal Ballot conducted during the financial year 2018-19, results of which was announced are provided herein below:

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for enhancement of investment limit of the Company up to ₹4000 crore (Rupees Four Thousand crore only) under Section 186 of the Companies Act, 2013.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	162087070	162087070	100	162087070	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	162087070	162087070	100	162087070	0	100	0
Public-Institutions	E-Voting	36886400	15870619	43.0257	5621460	10249159	35.4205	64.5795
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	36886400	15870619	43.0257	5621460	10249159	35.4205	64.5795
Public-Non Institutions	E-Voting	30348462	38708	0.1275	38680	28	99.9277	0.0723
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		24091	0.0794	24091	0	100.0000	0.0000
	Total	30348462	62799	0.2069	62771	28	99.9554	0.0446
Total	Total	229321932	178020488	77.6291	167771301	10249187	94.2427	5.7573

#### d) Special Resolution proposed to be conducted through Postal Ballot

In terms of Sections 110 and 108 of the Companies Act, with Section 108 of the Companies Act, 2013 (the “Companies Act”), read with the Companies (Management and Administration) Rules, 2014 (the “Rules”) the following Special Resolution are proposed to be carried out through postal Ballot.

- Approval for raising of funds in one or more tranches, by issuance of securities for an amount not exceeding ₹ 2,500 crore.
- To re-appoint Mr. Keki B. Dadiseth(DIN:00052165) as an Independent Director of the Company for a second term.

# REPORT ON CORPORATE GOVERNANCE

- (iii) To re-appoint Mr. Pranay Vakil (DIN:00433379) as an Independent Director of the Company for a second term.
- (iv) To re-appoint Mrs. Lalita D. Gupte (DIN: 00043559) as an Independent Director of the Company for a second term.
- (v) To re-appoint Mr. Amitava Mukherjee (DIN: 00003285) as an Independent Director of the Company for a second term.

The Notice of the Postal Ballot will be sent to all the members of the Company along with a self-addressed postage prepaid business reply envelope to the Members whose email id is not registered with the Company/Depository Participant and sent the respective Notice of Postal Ballots through email along with the details of Login ID & Password to the Members whose email id is registered with the Company/Depository Participant. Mr. Ashish Kumar Jain, a Practicing Company Secretary appointed as the Scrutinizer, will submit the report to Mr. Pirojsha Godrej, Executive Chairman of the Company.

## 6) MEANS OF COMMUNICATION

All vital information relating to the Company and its performance, including annual reports, quarterly results, shareholding pattern, report on Corporate Governance, official press releases and presentations to analysts/ performance updates are posted on the website of the Company [www.godrejproperties.com](http://www.godrejproperties.com) and the copies of the same are sent to the BSE Limited and the National Stock Exchange of India Limited. The quarterly and annual results of the Company's financial performance are published in leading English dailies like the Financial Express and Loksatta. Further, the annual reports containing audited standalone and consolidated financial statements of the Company together with Directors' Report, Auditors' Report and other important information are circulated to the members and others entitled thereto.

## 7) GENERAL SHAREHOLDERS' INFORMATION

### a) Annual General Meeting

<b>Date</b>	Thursday, August 8, 2019
<b>Time</b>	2.30 p.m.
<b>Venue</b>	Godrej One, The Auditorium, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai 400 079

### b) Financial Calendar

Financial Year: April 1 to March 31

For the financial year ended March 31, 2018, the financial results were announced on:

- August 2, 2018 : First Quarter
- November 1, 2018 : Second Quarter
- January 28, 2019 : Third Quarter
- April 30, 2019 : Annual

### c) Dividend Payment Date

The Board has not recommended any dividend for the financial year ended March 31, 2019.

### d) Listing information

The Company's equity shares are listed on the BSE Limited and the National Stock Exchange of India Limited. Non-Convertible Debentures (NCD's) of the company are listed on BSE Limited.

Name of Stock Exchange	Address	Stock/Script code
BSE Limited (BSE)	25 <sup>th</sup> Floor, P J Towers, Dalal Street, Mumbai 400 001	533150 (Equity) 956944(NCD's)
The National Stock Exchange of India Limited (NSE)	Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai 400 051	GODREJPROP

The ISIN No. of the Company's equity shares on both National Securities Depository Limited and Central Depository Services (India) Limited is **INE484J01027**. The CIN of the Company is **L74120MH1985PLC035308**. Annual listing fee for the year 2018-19 has been paid by the Company to BSE and NSE.

### e) Stock Data

Table 7 and Table 8 respectively give the monthly high and low prices and volumes of equity shares of the Company at the BSE and NSE for the financial year ended March 31, 2019.

**Table 7: Monthly high and low prices and volumes of equity shares of the Company at BSE for the financial year ended March 31, 2019:**

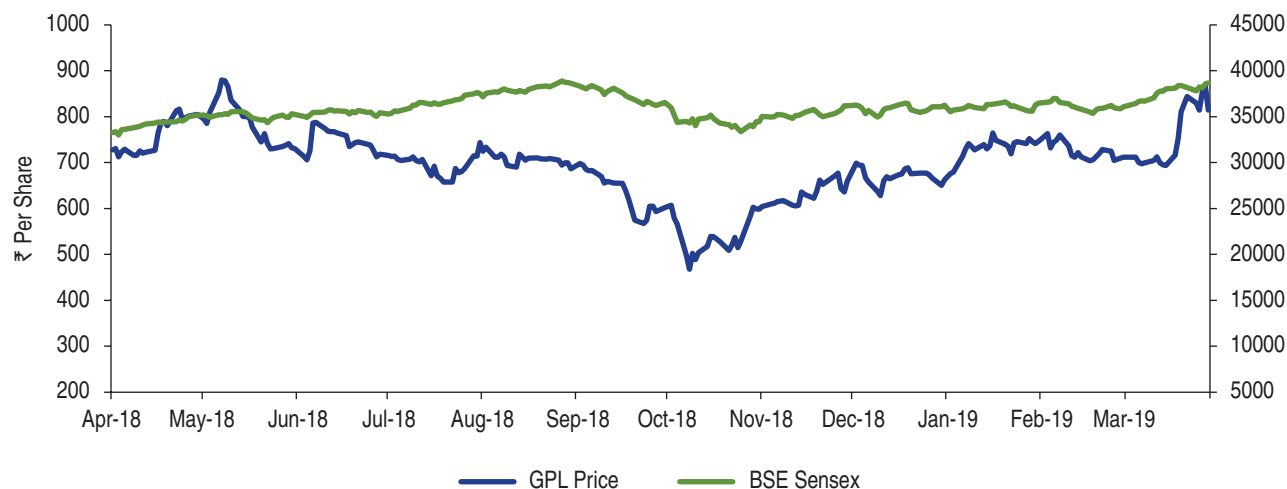
Month	High (₹)	Low (₹)	Volumes Traded (No. of equity shares)
April	816.40	712.50	4,24,219
May	879.65	729.45	8,37,026
June	787.75	705.85	3,62,456
July	715.60	657.80	24,39,480
August	743.10	686.55	2,87,544
September	698.10	567.10	7,68,591
October	607.10	467.60	5,49,012
November	677.15	598.45	3,85,934
December	698.45	627.70	5,12,153
January	764.70	661.60	8,30,030
February	763.15	703.65	1,97,719
March	866.60	693.55	5,98,155

**Table 8: Monthly high & low prices and volumes of equity shares of the Company at NSE for the financial year ended March 31, 2019:**

Month	High (₹)	Low (₹)	Volumes Traded (No. of equity shares)
April	815.10	716.15	39,59,091
May	880.70	729.45	70,75,181
June	789.90	705.85	27,89,526
July	715.30	657.80	19,57,631
August	743.25	686.55	27,51,005
September	696.05	567.10	28,77,559
October	608.45	467.60	49,10,270
November	675.70	598.45	32,09,369
December	697.80	627.70	70,49,220
January	759.95	661.60	73,06,285
February	764.70	703.65	31,10,576
March	867.90	693.55	81,07,123

**Note:** High and low prices are in rupees per traded equity share derived from the closing prices. Volume is the total monthly volume of trade (in numbers) in equity shares of the Company on BSE and NSE.

**The Company's equity share performance compared to BSE Sensex & BSE Realty Index is as under:**



#### Credit Rating

- Non-Convertible Debentures (NCD's)**

ICRA has assigned AA credit Rating for the 500 crore Non-Convertible Debentures

- Commercial Papers**

CRISL has assigned A1+ rating on ₹ 1250 crore Commercial Paper Programme



# REPORT ON CORPORATE GOVERNANCE

## f) Share Transfer Agent

Investor correspondence should be addressed to:

### (i) For Equity Shares:-

**Karvy Fintech Private Limited**

**(Formerly known as Karvy Computershare Private Limited)**

(Unit: Godrej Properties Limited)

Karvy Selenium Tower-B, Plot No.31 & 32,  
Financial District, Gachibowli,  
Nanakramguda, Serilingampally,  
Hyderabad-500 032  
Phone: 040-67162222  
Fax: 040-23001153  
Email ID: einward.ris@karvy.com  
Toll Free No.: 18003454001  
Contact Person: Mr. K. S. Reddy

### (ii) For Non-Convertible Debenture (NCDs)

**Link In time India Private Limited**

C 101, 247 Park,  
LBS Marg, Vikhroli (West)  
Mumbai – 400 083  
Phone: +91 22 4918 6000  
Fax: +91 22 4918 6060  
Email: [mumbai@linkintime.co.in](mailto:mumbai@linkintime.co.in)  
Website: [www.linkintime.co.in](http://www.linkintime.co.in)  
Contact Person: Mr. Ganesh Jadhav

## g) Share transfer system

The Company has outsourced its share transfer function for shares held in physical form to Karvy Fintech Private Limited, which is registered with the Securities and Exchange Board of India having Registration No. INR000000221. Share transfer is normally affected within a period of 15 days from the date of receipt of request, if all the required documentation is submitted.

## h) Distribution of shareholding as on March 31, 2019

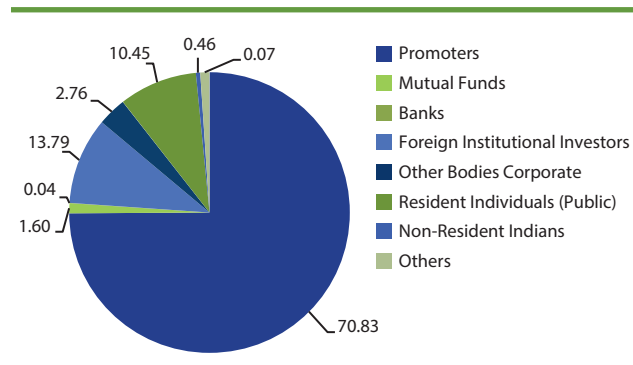
Sr. No.	Category	No. of Share Holders	% of Share Holders	No. of equity shares	Amount (₹)
1	1 - 5000	39620	94.34	4747734	23738670
2	5001 - 10000	941	2.19	1421124	7105620
3	10001 - 20000	571	1.33	1656725	8283625
4	20001 - 30000	239	0.56	1199300	5996500
5	30001 - 40000	131	0.30	921115	4605575
6	40001 - 50000	106	0.25	979965	4899825
7	50001 - 100000	160	0.37	2336247	11681235
8	100001 & Above	285	0.66	216061503	1080307515
	<b>Total</b>	<b>42053</b>	<b>100</b>	<b>229323713</b>	<b>1146618565</b>

## i) Shareholding pattern as on March 31, 2019

### i. Distribution of equity shareholding:

Sr. No.	Category	No. of Share Holders	No. of equity shares held	% of Share Holding
1	Promoters	44	162,433,533	70.83
2	Mutual Funds	6	3,663,222	1.60
3	Banks	4	94,498	0.04
4	Foreign Institutional Investors	146	31,622,600	13.79
5	Other Bodies Corporate	614	6,328,695	2.76
6	Resident Individuals (Public)	39839	23,954,018	10.45
7	Non-Resident Indians	1279	1,062,615	0.46
8	Others	121	164,532	0.07
	<b>Total</b>	<b>42,053</b>	<b>229,323,713</b>	<b>100.00</b>

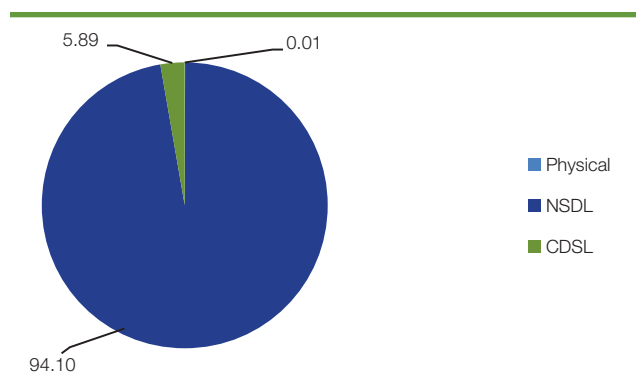
### ii) Categories of equity shareholders :



**j) Shares held in physical and dematerialized form**

Category	Number of shareholders	Shareholders %	Number of equity shares held	Shareholding %
Physical	52	0.01	31,094	0.01
NSDL	26,605	94.10	215,782,989	94.10
CDSL	15,396	6.42	13,509,630	5.89
<b>Total</b>	<b>42,053</b>	<b>100</b>	<b>229,323,713</b>	<b>100</b>

**Break up of physical and dematerialized shares as on March 31, 2019**



**k) Outstanding GDRs/ADRs/warrants/convertible instruments and their impact on equity**

The Company does not have any outstanding GDRs, ADRs, warrants or convertible instruments.

**l) Address for Correspondence**

**Investor correspondence should be addressed to:**

**Karvy Fintech Private Limited**

(Formerly known as Karvy Computershare Private Limited)

(Unit: Godrej Properties Limited)

Karvy Selenium Tower-B, Plot No.31 & 32,

Financial District, Gachibowli,

Nanakramguda, Serilingampally,

Hyderabad-500 032

Phone: 040-67162222

Fax: 040-23001153

Email ID: einward.ris@karvy.com Toll Free No.: 18003454001

Contact Person: Mr. K. S. Reddy

**Compliance Officer:**

**Mr. Surender Varma**

Company Secretary & Chief Legal Officer

Godrej One, 5th floor, Pirojshanagar,

Eastern Express Highway, Vikhroli (East), Mumbai 400 079

**8) OTHER DISCLOSURES**

**a) Materially significant related party transaction**

All transactions entered into during the financial year 2018-19 with Related Parties as defined under the Act and SEBI LODR Regulations were in the ordinary course of business and on an arm's length basis and do not attract the provisions of Section 188 of the Companies Act, 2013. There were no materially significant related party transactions, i.e. transactions of the Company of material nature, with its Promoters, the Directors or the Management, their subsidiaries or relatives, etc. that may have potential conflict with the interests of the Company at large. Attention of Members is drawn to the disclosures of transactions with related parties set out in Notes to Accounts – Note No. 41 forming part of the Standalone financial statements.

As required under Regulation 23 of SEBI LODR Regulations the Company has formulated a Related Party Transaction's Policy which is available on the website of the Company at <https://www.godrejproperties.com/investor/corporategovernance>.

**b) Details of non-compliance**

There has not been any non-compliance by the Company and no penalties or strictures were imposed on the Company by BSE Limited, the National Stock Exchange of India Limited, the Securities and Exchange Board of India or any other statutory authority, in relation to any matter related to capital markets, during last three years.

**c) Whistle Blower Policy – Vigil Mechanism**

The Company's Whistle Blower Policy is in line with the provisions of the sub section 9 and 10 of Section 177 of the Companies Act, 2013 and as per Regulation 22 of SEBI LODR Regulations. This Policy establishes a vigil mechanism for Directors and employees to report genuine concerns regarding unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct. The said mechanism also provides for adequate safeguards against victimisation of persons who use such mechanism and makes provision for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases. We confirm that during the financial year 2018-19, no employee of the Company was denied access to the Audit Committee.

The said Whistle-Blower Policy is available on the website of the Company at <https://www.godrejproperties.com/investor/corporategovernance>

**d) Policy for determining Material Subsidiary**

As required under SEBI LODR Regulations, the Company has formulated a Policy for determining 'material' subsidiaries which has been put up on the website of the Company at <https://www.godrejproperties.com/investor/corporategovernance>.

# REPORT ON CORPORATE GOVERNANCE

## e) Policy to prevent sexual harassment at the work-place

The Company is committed to creating and maintaining an atmosphere in which employees can work together, without fear of sexual harassment, exploitation or intimidation. Every employee is made aware that the company is strongly opposed to sexual harassment and that such behavior is prohibited both by law and by the Godrej group. To redress complaints of sexual harassment, an Internal Complaints Committee (ICC) of Godrej Properties Limited has been formed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules made thereunder. Ms. Tanya Dubash is the Chairperson of the Internal Complaints Committee and Ms. Nisaba Godrej acts as a representative of Godrej Group along with other Committee members viz Mr. Sumit Mitra, Ms. Raheen Jummani, NGO member, Ms Mamta Bakshi, Ms. Preksya Mohaman and Mr. Surender Varma. During the financial year 2018-19, 2 (two) complaints were received by the company and the same were investigated in accordance with the procedure laid down under the

said Act and the same stands concluded. There were no complaints pending as on the end of the financial year 2018-19. No cases of child labour, forced labour, involuntary labour and discriminatory employment were reported during the period.

## f) Policy on Determination of Materiality of Events

The Company has also adopted Policy on Determination of Materiality of Events and Policy on Archival of Documents which has been put up on the website of the Company at <https://www.godrejproperties.com/investor/corporategovernance>.

## g) The commodity price risk or foreign exchange risk and hedging activities are covered in Management Discussion and Analysis Report.

## h) Dividend Distribution Policy

As required under SEBI LODR Regulations, the Company has formulated a Policy for dividend distribution which has been put up on the website of the Company at <https://www.godrejproperties.com/investor/corporategovernance>.

## i) Details of Demat Suspense Account

As per Schedule V of Part F of SEBI LODR Regulations the Company reports the following details in respect of equity shares lying in the suspense account which were issued pursuant to the public issue.

Sr. No.	Particulars (for the Financial Year 2018-19)	No. of Cases	No. of Equity Shares
1.	Aggregate number of shareholders and the outstanding equity shares in the suspense account lying at the beginning of the year;	1	104
2.	Number of shareholders who approached issuer for transfer of equity shares from suspense account during the year;	-	-
3.	Number of shareholders to whom equity shares were transferred from suspense account during the year;	-	-
4.	Aggregate number of shareholders and the outstanding equity shares in the suspense account lying at the end of the year*.	1	104

\*The voting rights on the equity shares shall be frozen till the rightful owner claims such shares.

## j) Details of utilisation of funds raised through preferential issue:

The Company had raised capital of ₹ 1,000.14 crore by issue of equity shares on Preferential Basis to Gamnat Pte. Ltd. The details of utilization of issue proceeds as of March 31, 2019 are as under:

Particulars	Amount in ₹ crs
Proceeds from the issue of shares during the year	1,000.14
Utilisation during the year:	
Issue related expenses	3.57
Utilised for business development deals	613.65
Balance unutilised amount invested in mutual funds	382.92

## k) Audit Fees:

The fees paid by the Company and its subsidiaries (on a consolidated basis) to the statutory auditors and its network firm during the financial year 2018-19 are as under:

Sr. No	Services provided	Amount (in ₹ crs)
1.	Audit Fees	0.88
2.	Audit Under Other Statutes	0.24
3.	Certification	0.05
4.	Reimbursement of Expenses	0.04
	<b>Total</b>	<b>1.21</b>

**l) Transfer of unclaimed/unpaid amounts to the Investor Education and Protection Fund:**

In terms of the provisions of Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016. ₹ 56,480 of unpaid/unclaimed dividends and 207 shares were transferred during the financial year 2018-19 to the Investor Education and Protection Fund.

The Company has appointed a Nodal Officer under the provisions of IEPF, the details of which are available on the website of the Company <https://www.godrejproperties.com/investor/contacts>.

The Company shall be transferring the unclaimed/unpaid dividends as mentioned hereunder to the Investors Education and Protection Fund (IEPF) established by the Central Government, in terms of the provisions of Section 124 and 125 of the Companies Act, 2013):

Sr. No.	Financial Year	AGM	Date of declaration of dividend	Dividend declared per share	Due date for transfer unclaimed/unpaid dividend to IEPF for transfer unclaimed/
1.	2011-12	27th	July 28, 2012	3.00	September 2, 2019
2.	2012-13	28th	July 27, 2013	4.00	September 1, 2020
3.	2013-14	29th	August 2, 2014	2.00	September 7, 2021
4.	2014-15	30th	August 4, 2015	2.00	September 9, 2022

**9) DETAILS OF COMPLIANCE WITH MANDATORY REQUIREMENTS OF SEBI LODR REGULATIONS:**

I. Disclosure on website in terms of listing regulations	
Item	Compliance Status (Yes/No/NA) refer note below
Details of business	Yes
Terms and conditions of appointment of independent directors	Yes
Compositions of various committees of board of directors	Yes
Code of conduct of board of directors and senior management personnel	Yes
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes
Criteria of making payments to non-executive directors	Disclosed in Annual Report
Policy for dealing with related party transactions	Yes
Policy for determining 'material' subsidiaries	Yes
Details of familiarization programmes imparted to independent directors	Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
Email address for grievance redressal and other relevant details	Yes
Financial results	Yes
Shareholding pattern	Yes
Details of agreements entered into with the media companies and/or their associates	Not Applicable
New name and the old name of the listed entity	Not Applicable

# REPORT ON CORPORATE GOVERNANCE

II. Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Not Applicable
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes



II. Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/ No/NA) refer note below
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2)	Yes
Policy with respect to Obligation of Directors and senior management	26(5)	Not Applicable
Obligation with respect to KMPs, Directors and Promoters	26(6)	Not Applicable

Pursuant to Regulation 7(2) of the SEBI LODR Regulations, certificates on half yearly basis have been issued by a qualified practicing Company Secretary confirming the compliance of share transfer formalities by the Company.

A reconciliation of share capital audit is conducted by a qualified practicing Company Secretary on a quarterly basis, confirming that the total issued/paid up equity share capital of the Company is in agreement with the aggregate of the total number of shares in physical form and the total number of shares in dematerialised form.

## 10) DISCRETIONARY DISCLOSURES

The status of compliance with non-mandatory recommendations of the SEBI LODR Regulations is as follows:

- a) Shareholders' Rights:** As the quarterly and half yearly financial results are published in the newspapers and are also posted on the Company's website, the same are not being sent separately to the shareholders.
- b) Audit Qualifications:** The Company's financial statements for the year 2018-19 do not contain any audit qualification.
- c) Separate posts of Chairman and CEO:** The positions of the Chairman and the CEO in the Company are separate.
- d) Reporting of Internal Auditor:** The Internal Auditors of the Company directly report to the Audit Committee.

### Declaration by Managing Director & CEO

I, Mohit Malhotra, Managing Director & Chief Executive Officer of Godrej Properties Limited, hereby confirm pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") that:

The Board of Godrej Properties Limited has laid down a Code of Conduct for all Board members and senior management of the Company. The said code of conduct has also been posted on the Company's website viz. [www.godrejproperties.com](http://www.godrejproperties.com). All the Board members and senior management personnel have affirmed their compliance with the said Code of Conduct for the financial year ended March 31, 2019.

**Mohit Malhotra**  
Managing Director & Chief Executive Officer

Place: Mumbai  
Date: April 30, 2019

# REPORT ON CORPORATE GOVERNANCE

## CERTIFICATE ON CORPORATE GOVERNANCE

To,  
The Members,  
**Godrej Properties Limited**  
Godrej One,  
5<sup>th</sup> Floor, Pirojshanagar,  
Eastern Express Highway,  
Vikhroli (East)  
Mumbai 400079

We have examined the compliance of conditions of Corporate Governance by **Godrej Properties Limited** (hereinafter referred as "Company") for the Financial year ended March 31, 2019 as prescribed under Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of regulation 46 and paras C, D and E of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations").

We state that compliance of conditions of Corporate Governance is the responsibility of the management, and our examination was limited to procedures and implementation thereof adopted by the Company for ensuring compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion, and to the best of our information and according to our examination of the relevant records and the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as prescribed under Listing Regulations.

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.

This certificate is issued solely for the purposes of complying with Listing Regulations and may not be suitable for any other purpose.

**For Mehta & Mehta,**  
Company Secretaries  
(ICSI Unique Code P1996MH007500)

**Atul Mehta**  
Partner  
FCS No : 5782  
CP No. : 2486  
  
Place: Mumbai  
Date: April 30, 2019

## CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

[Pursuant to Schedule V Para C clause 10 of the SEBI (LODR), 2015]

To,  
The Members,  
**Godrej Properties Limited**  
Godrej One,  
5<sup>th</sup> Floor, Pirojshanagar,  
Eastern Express Highway,  
Vikhroli (East)  
Mumbai 400079

We have examined declarations/ written representation received from the Directors by the Godrej Properties Limited (CIN: L74120MH1985PLC035308) and other relevant registers, records, forms, returns of the Company.

In our opinion and to the best of our information and according to the verifications as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the SEBI, Ministry of Corporate Affairs, or any such other statutory authority for the financial year ending on 31st March, 2019.

For A. K. Jain & Co.  
Company Secretaries

**Ashish Kumar Jain**  
Proprietor  
FCS: 6058, CP: 6124

Place: Mumbai  
Date: April 30, 2019

# BUSINESS RESPONSIBILITY REPORT

## PHILANTHROPIC EFFORTS OF THE GODREJ GROUP

The Godrej Group has been at the forefront of philanthropic and social activities for several decades. Twenty-four per cent of the shares of the Godrej Group's holding company, Godrej & Boyce, are held in a trust that invests back in initiatives that support the environment as well as improve the quality and availability of healthcare and education. Through investment and oversight by the trust, a large tract of mangrove forests in Mumbai have been protected, developed, and maintained for several years and serve as a second set of lungs for the city. The Godrej Group has continually supported education and supports the Udayachal pre-primary and primary schools, which focus on the all-round development of children. The Udayachal high school has been accredited with the International School Award in recognition of the school incorporating global education into its curriculum and innovation into classroom teaching.

In addition, the Godrej Group has supported initiatives in healthcare through the Godrej Memorial Hospital, which aims to provide quality healthcare at affordable costs. One such initiative is our partnership with 'Smile Train', a US-based NGO, which helps in performing corrective cleft lip and palate surgeries for children from low-income families. The Group offers surgery and hospitalization to the patients free of cost.

## GODREJ GOOD & GREEN

In conjunction with the Group's vision of 'Brighter Living' for all stakeholders, we have developed a long-term vision for playing an active part in creating a more inclusive and greener India. This vision has been named 'Godrej Good & Green', which is founded on shared value initiatives. The concept of shared value is defined as policies and operating practices that enhance the competitiveness of a company while simultaneously advancing the economic and social conditions in the communities in which it operates. As part of this initiative, the Group aspires to create a more employable Indian workforce, a greener India and innovate for good and green products by 2020.

Specifically, our Group-level goals for 2020 as part of this vision are as follows:

- Training 1 million rural and urban youth in skilled employment.
- Achieving zero waste to landfill, carbon neutrality, and a positive water balance along with reducing our specific energy consumption and increasing the proportion of renewable energy resources.

- Procuring one-third of our portfolio revenues comprise good and/or green products and services: defined as products that are environmentally superior or address a critical social issue (e.g. health, sanitation and disease prevention) for consumers at the bottom of the income pyramid.

The Godrej Group has a comprehensive CSR policy (<http://www.godrej.com/policies.html>) that outlines programmes and projects the Group undertake to create a positive impact on our stakeholders. GPL has a CSR committee in place to review, monitor and provide strategic inputs for our sustainability efforts.

Over the years, the group has aligned its sustainability efforts with national priorities and the needs of the local communities to deliver high-impact programmes that are easy to scale up. Our skill-building initiatives are linked to the National Skill Development Mission. Furthermore, our community development initiatives in areas surrounding our construction sites are focused on improving the teaching-learning environment.

The Group is associated with the Integrated Water Management Programme, under the Ministry of Rural Development, through our large-scale integrated watershed projects in drought-prone regions to restore the ecological balance by harnessing, conserving and developing degraded natural resources and thus providing sustainable livelihoods in the region.

In line with the Swachh Bharat Mission, GPL has initiated several community and ward level waste management projects across Mumbai.

The Group's community projects are supplemented by Brighter Giving a structured volunteering platform through which our team members can offer their time and skills to help address an NGO's needs. Through Brighter Giving, Godrejites can volunteer their time, knowledge and skills to help address the specific needs of a non-profit organisation on a project basis.

Brighter Giving also serves as a channel through which our team members can connect with and learn more about Good & Green. The programme has a long-term goal, seeking to enable and drive meaningful initiatives for our non-profit partners and/or their beneficiaries. Volunteers accomplish this by using their professional skills and expertise to develop relevant, implementable and sustainable solutions for the organisation's with which they work.

The Group's employees also get involved in the philanthropic efforts of the business through workplace giving, wherein the employee donates some part of their payroll to an organization of their choice. So far through workplace giving, we have supported Save the Children (Bal Raksha Bharat), Teach For India and World Wildlife Fund.

## SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

- Corporate Identity Number (CIN) of the Company:**  
L74120MH1985PLC035308
- Name of the Company:**  
Godrej Properties Limited
- Registered address:**  
Godrej One, 5th Floor, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai – 400079.
- Website:**  
www.godrejproperties.com
- E-mail id:**  
secretarial@godrejproperties.com
- Financial Year reported:**  
2018-19
- Sector(s) that the Company is engaged in (industrial activity code-wise):**

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service
1.	Construction and Real Estate Development	4100

- List three key products/services that the Company manufactures/provides (as in balance sheet):**  
Development of residential and commercial projects.
- Total number of locations where business activity is undertaken by the Company:**
  - Number of International Locations (Provide details of major 5):**  
Singapore
  - Number of National Locations:**  
The company has business activity in over 12 domestic locations.
- Markets served by the Company – Local/State/ National/International:**  
National.

## SECTION B: FINANCIAL DETAILS OF THE COMPANY

- Paid up Capital (INR):** ₹ 114.66 crore.
- Total Turnover (INR):** ₹ 1,433.75 crore.
- Total profit after taxes (INR):** ₹ 209.35 crore.
- Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%):**

The Company has spent Rs.1.78 crore of the prescribed CSR expenditure of Rs.1.72 crore, being the 2% of the average net profit of the Company for the last three years as mandated in the Companies Act, 2013.

- List of activities in which expenditure in 4 above has been incurred:-**

The expenditure has been incurred, inter-alia, in the following areas -

- Nipun skill enhancement training.
- Worker welfare interventions
- Integrated Watershed Management project.
- Organic soil carbon-improvement in soil quality.
- Waste to fuel project.

## SECTION C: OTHER DETAILS

- Does the Company have any Subsidiary Company/ Companies?**  
Yes, the Company has 15 subsidiaries as on March 31, 2019.
- Do the Subsidiary Company/Companies participate in the (Business Responsibility) BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s):**  
GPL encourages subsidiaries to participate in Business Responsibility (BR) initiatives. The Business Responsibility policies of the subsidiaries are in line with the local requirements.
- Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]**  
No.



# BUSINESS RESPONSIBILITY REPORT

## SECTION D: BR INFORMATION

### 1. Details of Director/Directors responsible for BR

#### (a) Details of the Director/Directors responsible for implementation of the BR policy/policies

1. DIN Number
2. Name
3. Designation

No director has yet been nominated.

#### (b) Details of the BR head

No director has yet been nominated as BR Head. The Board constituted a Corporate Social Responsibility (CSR) Committee comprising Mr. Pirojsha Godrej, Mr. Mohit Malhotra, Mr. Pranay Vakil & Mr. Amitava Mukherjee as members. Dr. Vikas Goswami, Mr. Anubhav Gupta & Mr. Rajendra Khetawat are steering the social responsibility initiatives.

### 2. Principle-wise (as per NVGs) BR Policy/policies

#### (a) Details of compliance (Reply in Y/N)

No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
		Business Ethics	Sustainability	Employees' well-being	Stakeholders' Welfare	Human Rights	Environment	Regulatory Policy	Equitable Development	Customer Responsibility
1	Do you have a policy/ policies for...	Y	Y	Y	Y	Y	Y	Y	Y	Y
2	Has the policy being formulated in consultation with the relevant stakeholders?	The Company has formulated the policies and adopted best practices in its own volition. However, while formulating the policies and adopting the same, the Company has been sensitive to the stakeholders interest.								
3	Does the policy conform to any national / international standards? If yes, specify?	The company policies are aligned with Godrej Group policies incorporating the global best practices.								
4	Has the policy being approved by the Board? Is yes, has it been signed by MD/ owner/ CEO/ appropriate Board of Director?	Since all the policies are not required to be approved by the Board, the approval of the Board has been obtained where it is mandatory.								
5	Does the company have a specified committee of the Board/ Director/ Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	Y	Y	Y
6	Indicate the link for the policy to be viewed online?	<a href="http://www.godrejproperties.com/investor/corporate-governance">http://www.godrejproperties.com/investor/corporate-governance</a> (for Code of Conduct; Whistle Blower Policy; Corporate Social Responsibility Policy; Related Party Transactions Policy; Material Subsidiary Policy; Policy on determining materiality of event.)								

No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	Internal stakeholders are made aware of the policies. External stakeholders are communicated to the extent applicable.								
8	Does the company have in-house structure to implement the policy/ policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
9	Does the Company have a grievance redressal mechanism related to the policy/ policies to address stakeholders' grievances related to the policy/ policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
10	Has the company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	Y	Y	Y	Y	Y	Y	Y	Y	Y

- (b) If answer to the question at serial number 1 against any principle, is 'No', please explain why: (Tick up to 2 options)

Not Applicable.

No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	The company has not understood the Principles									
2	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles									
3	The company does not have financial or manpower resources available for the task									
4	It is planned to be done within next 6 months									
5	It is planned to be done within the next 1 year									
6	Any other reason (please specify)									

### 3. Governance related to BR

- (a) Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year:

The Board of Directors of the company assesses various initiatives forming part of the BR performance of the company at least once a year.

- (b) Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?

The Company publishes the information on BR in the Annual Report of the company. The hyperlink to view the Annual Report is: <https://www.godrejproperties.com/investor/annual-report>

### SECTION E: PRINCIPLE-WISE PERFORMANCE

#### Principle 1 : Businesses should conduct and govern themselves with ethics, transparency and accountability

1. Does the policy relating to ethics, bribery and corruption cover only the company? Yes/No.

**Does it extend to the Group/Joint Ventures/ Suppliers/Contractors /NGOs/ Others?**

The code applies to every employee of the company and the endeavor is to extend this code to all its suppliers, contractors and business partners.

2. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.

During the year no complaints were received from any of the stakeholders.

# BUSINESS RESPONSIBILITY REPORT

## **Principle 2 : Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle**

Godrej Group's Good & Green vision supports the development of products that are environmentally sustainable. As part of the vision, the Company aspires to develop products that consumes fewer resources (energy and water), emit fewer greenhouse gases and include recyclables, renewables and/or natural materials.

**1. List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.**

- (a) Residential
- (b) Commercial
- (c) Townships

**2. For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional):**

**(a) Reduction during sourcing/production/distribution achieved since the previous year throughout the value chain?**

The company ensure that the majority of the materials used across all our projects are sourced locally within range of 400-500 kms from project site. Along with the local sourcing, 95% of our construction waste is reused or send to recycling agencies ensuring company are diverting the same from landfill.

**(b) Reduction during usage by consumers (energy, water) has been achieved since the previous year?**

Due to low flow plumbing fixtures, Rain Water Harvesting and Sewage Treatment Plants used in our projects we are able to achieve water Savings of around 25-30% as compared to the baselines (IGBC baseline). Similarly usage of energy efficient lighting and equipment along with usage of Renewable energy in our projects across the portfolio, company is able to achieve Energy Savings to the tune of 12%-15% in comparison to the baseline (ASHRAE).

**3. Does the company have procedures in place for sustainable sourcing (including transportation)?**

Below mentioned strategies have been used across the projects for ensuring sustainable sourcing:

- 65%-70% of the Raw Materials used are obtained locally within a distance of 400km
- FSC Certified wood used for projects, making sure the wood is sourced responsibly
- Materials with high recycled content given preference, to avoid stress on virgin materials

**4. Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work?**

**(a) If yes, what steps have been taken to improve their capacity and capability of local and small vendors?**

- Local vendors are preferred for raw materials and equipment needed during the construction
- Selection is done based on quality, and preference is given to the local vendors

**5. Does the company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5%-10%, >10%). Also, provide details thereof, in about 50 words or so**

- Construction waste segregated based on their utility and reused on site for backfilling or leveling purpose
- Construction waste not being reused on site is sent for recycling by appropriate agencies
- Treating >10% of organic waste during operation (100% Organic Waste treated on site)

## **Principle 3 : Businesses should promote the wellbeing of all employees**

### **Code of Conduct:**

The company focuses on ensuring the well-being of all team members. The safety and health of team members is extremely important to company and committed to building and maintaining a safe and healthy workplace. Ensuring diversity, zero discrimination, safety, health and other attributes essential to a healthy and good working environment are part of its Code of Conduct. All employees who join the company demonstrate their commitment to follow the Code of Ethics by signing in their acceptance to adhere to the same. The Code of Conduct is also available on the internal employee portal. Examples of a few of the principles of this code of conduct are listed below:

## A. Diversity, Anti-discrimination and Equal Opportunities Policy:

The company recognizes merit and perseverance, encourages diversity and does not tolerate any form of discrimination on the basis of nationality, race, colour, religion, caste, gender, gender identity or expression, sexual orientation, disability, age, or marital status and will allow for equal opportunities for all the team members.

The company values diversity within the Godrej Group and is committed to offering equal opportunities in employment. The company does not discriminate against any team member or applicant for employment. Godrej Industries Limited and Associate Companies also subscribes to the CII-ASSOCHAM Code of Conduct for Affirmative Action.

Ms. Nisaba Godrej serves as the Diversity Ombudsman for the team members and seeks to resolve any complaints or queries which are raised in relation to this.

At the sourcing stage we ensure that diversity profiles are forming part of talent pool being assessed for any role, merit being the sole criterion for selection. We are driving our efforts to make all our workplaces and functions conducive for women.

## B. Prevention of sexual harassment:

The company is committed to creating and maintaining an atmosphere in which its team members can work together, without fear of sexual harassment, exploitation or intimidation. The company has ensured compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (the "Act"). The company has constituted an Internal Complaints Committee in accordance with the Act and updated the group's policy to ensure that women are protected against sexual harassment at the workplace. Every team member is made aware that the Godrej Group is strongly opposed to sexual harassment and that such behaviour is prohibited both by law and the Group policy. The company take all necessary action(s) required to prevent and correct behaviour that violates this policy.

## C. Safety and Health:

The company remain committed to protecting and building a safe and healthy workplace.

The company is committed to building and maintaining a safe and healthy workplace and provides a safe and

healthy working environment, equipment and systems of work for all team members. The company provides the information, training and supervision needed for this purpose.

Furthermore, it is committed to the health and well-being of team members and have an onsite medical centre, hospital and children's day care facility within the Godrej Vikhroli campus.

## Women's Area

A women's area has been designed for Godrej group women employees as a resting and nursing space especially for expecting mothers, new mothers and women with special needs. However, other women may also use this space if needed.

Some of the facilities provided are:

1. Three resting rooms with mini fridge inside
2. Lounge seating with magazines and newspapers
3. Tea/Coffee station available throughout the day during operational hours
4. First aid and essential medicines

## Progressive Human Resource policies:

GPL prides itself as a great place to work, a fact recognised and acknowledged externally as well. HR policies like flexible work hours, work from home arrangements, part-time work, to name a few, go a long way in ensuring that our team members successfully strike a work-life balance.



# BUSINESS RESPONSIBILITY REPORT

## A. Maternity and Paternity Leave and Benefits Policy:

The company is one of the leading companies in India to provide a fully paid six months maternity leave and benefits and a flexible work arrangement for a maximum duration of 6 months, from the date one resumes work. The company also have three months adoption leave and benefits and paternity leave and benefits options.

## B. Late Night Cab Facility and Ola for Business:

The safety and well-being of all Godrejites is something the company care deeply about. The company has a late night cab facility for all team members for their safe travel from work to home when working late in the office.

The Company further provides Ola for Business service, which can be availed by employees travelling for Company related work.

## C. Careers 2.0 Programme:

A recent initiative from the Godrej Industries Group is the Career 2.0 programme, which provides a transition platform for women professionals who have taken a career break but now wish to return to work. The objective of this initiative is to tap the leaking talent pipeline of high performers & facilitate their re-entry into the corporate world. The participants are offered attractive project stipends to work on live business projects on a flexi/part time basis.

1. Please indicate the Total number of employees : 1424 (including sub-staff)
2. Please indicate the Total number of employees hired on temporary/contractual/casual basis : 209
3. Please indicate the Number of permanent women employees : 414
4. Please indicate the Number of permanent employees with disabilities : 0
5. Do you have an employee association that is recognized by management : No
6. What percentage of your permanent employees are members of this recognized employee association? 0

7. Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.

Sr. No.	Category	No of complaints filed during the financial year	No of complaints pending as on end of the financial year
1.	Child labour/ forced labour/ involuntary labour	Nil	Nil
2.	Sexual harassment	2	Nil
3.	Discriminatory employment	Nil	Nil

8. What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?

- Permanent Employees – 84%
- Permanent Women Employees – 84%
- Casual/Temporary/Contractual Employees - 21%
- Employees with Disabilities - Nil

### Principle 4 Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalised

1. Has the Company mapped its internal and external stakeholders? Yes/No  
Yes
2. Out of the above, has the Company identified the disadvantaged, vulnerable & marginalized stakeholders?

The company has identified and is responsive to the needs of all its stakeholders, especially those who are disadvantaged, vulnerable and marginalized.



**3. Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders. If so, provide details thereof, in about 50 words or so.**

Apart from helping marginalized factions in accessing government run schemes, skill based training for job seekers, and handholding small scale entrepreneurs into the formal economy, the company also run an employee volunteering program where our employees use their skills to assist non-profit organizations. The aid ranges from making marketing plans, HR policies, communications amongst other things. An annual volunteering day is also celebrated across the company sites where employees spend time with children from government schools. Moreover, under the workplace giving initiative, the company encourage donations to non-profits such as Teach for India – working for children's education, Save The Children India – working on eradicating children's health issues and child trafficking and World Wildlife Fund – working towards animal rights and protection. They are also involved in donating monetarily or in-kind during natural calamities such as Gujarat and Assam floods.

**Principle 5 : Businesses should respect and promote human rights**

**1. Does the policy of the Company on human rights cover only the Company or extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/ Other?**

The Company has a policy that is applicable to all our team members in the Company. For its subsidiaries and joint ventures, the policy is applicable in line with the local requirements prevailing in the area of operation. The Company encourages its Business Partners to follow the policy.

**2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?**

During the year under review, no complaints were received from any stakeholder.

Nil

**Principle 6 : Business should respect, protect, and make efforts to restore the environment**

**1. Does the policy related to Principle 6 cover only the company or extends to the Group/Joint Ventures/Suppliers/Contractors/NGOs/others.**

Godrej Properties Ltd., as part of the larger GILAC group has committed to ensuring specific environmental

goals by 2020 under the group wide policy of 'Good & Green'. 'Green' relates to the natural environment and the business's role in preserving & protecting the same and extends to group companies, suppliers, vendors and contractors and Green program partners.



More information on our Good & Green goals and programs can be found at: <http://www.godrejgoodandgreen.com>.

**2. Does the company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc? Y/N. If yes, please give hyperlink for webpage etc.**

Godrej Properties Ltd. is committed to ensuring environmental responsibility within our business. In the previous financial years, we have extended our commitment to sustainability across all domains of our business. In order to meet the Godrej group's 2020 Good & Green goals, the company has set up environmental monitoring & reporting systems using the Global Reporting Initiative Standards (GRI Standards ) framework. GRI is a non-financial disclosure of performance indicators that cover Social, Environmental & Economic aspects. This assessment has ensured a continuous integration of sustainable practices across operations at GPL. The company has base-lined our consumption patterns and are now able to monitor and access efficiency in operational practices, processes, technologies and materials and understand our environmental footprints. The company has initiated cross functional learnings and best practices as well as mitigation and offset projects to reduce our environmental footprints.

Godrej Properties Limited 'GPL' or the 'Company' constantly endeavors to achieve energy conservation by adopting green building practices certified/rated under any of the prevalent green systems in the country – Indian Green Building Council (IGBC), Green Rating for Integrated Habitat Assessment (GRIHA), Leadership in Energy and Environmental Design (LEED), and the Excellence in Design for Greater Efficiencies (EDGE).

## BUSINESS RESPONSIBILITY REPORT

Until FY2018-19 – 95.18% of entire GPL portfolio are under green measures.

As an integral part of the Eco-cities India programme and in order to scale-up sustainable housing in India, the International Finance Corporation (IFC), a member of the World Bank Group, has convened the first-of-its-kind private sector-led Sustainable Housing Leadership Consortium (SHLC) whose members are Godrej Properties, with other 4 real estate companies. The SHLC have also been providing advocacy for broader industry and government policy actions to enable the market for sustainable housing, with the goal of making 20 per cent of India's new housing construction sustainable by 2022.

The company has initiated projects to offset the environmental footprints due to our operations. The company is in the process of developing an Integrated Watershed Development in the Beed district of Maharashtra that will offset out water footprint by 2020. As part of the Beed watershed, we have planted 5 Lac saplings of native, fruiting species that will not only mitigate a large part of our operational carbon footprint but also act as a secondary income for the farmers. This plantation along with the watershed project is registered under the international carbon framework of the Verified Carbon Standard (VCS).

The company have set up waste-to-fuel facilities within Mumbai to reduce the horticulture waste to landfill and produce a sustainable and alternate fuel source for industries.



Beed Watershed Development Beginning of Project: March 2016



Beed Watershed Development: September 2017



Horticulture Waste to Fuel: February 2018

More information on our Good & Green goals and programs can be found at: <http://www.godrejgoodandgreen.com>

### 3. Does the Company identify and assess potential environmental risks? Y/N

- Environmental Impact Assessment is carried out for large projects which can have a major impact on the surrounding environment
- Strategies to minimize or negate the impact are worked out for every specific project
- Soil Erosion control measures to avoid any contamination of the site and/or surrounding areas
- Retaining at least 15%-20% of the natural topography, ensures minimum impact to environment
- Developing over virgin ground creates issues for water percolation into the ground. This is taken care of by taking proper measures for rainwater harvesting and recharge.

**4. Does the company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?**

- Godrej One and Godrej BKC both use Solar PV Panels to generate a part of their electricity requirement on-site

**5. Has the company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page etc.**

- Godrej Prana, Pune: Uses Solar PV Panels to accommodate the Lighting and Switch Load for the marketing offices (sales office, sample apartment, project office) and uses grid power for Air Conditioning load
- Godrej BKC, Mumbai: Using the highest efficiency solar panels currently available in the market to generate 1% of the building's entire connected load
- Energy Efficiency: Use of atleast BEE 3-star rated equipment; use of highly efficient glazing to decrease the load on air conditioning are standard practice for all major projects

**6. Are the Emissions/Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?**

- Not Applicable -

**7. Number of show cause/ legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.**

- Not Applicable -

**Principle 7 Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner**

**1. Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:**

GPL ensures that its policy consists of the highest degree of responsible and ethical behaviour and works with

collective platforms such as trade and industry chambers and associations to raise matters with the relevant government bodies. GPL is a member of CII, FICCI and other trade associations.

**2. Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No;**

**If yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)**

GPL has representation through CII and other trade associations for advancement/improvement of public good.

**Principle 8: Businesses should support inclusive growth and equitable development**

The Company's Good & Green vision inspires each one of us at Godrej to continue to work towards building a brighter, greener and more inclusive India. As part of our employability programmes, we have trained over 5,12,000 young people from low-income groups in skills that will enhance their earning potential.

As part of the Greener India programme, the Company has implemented a number of environmental projects which not only help the Company to mitigate its environmental footprints but also to create healthier and more sustainable habitats. You can find more details about our programmes at [www.godrejgoodandgreen.com](http://www.godrejgoodandgreen.com)

**1. Does the company have specified programmes/ initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof.**

Godrej recognizes and encourages the skill development initiatives championed by the government to increase employability and hence employment of the youth. In pursuance of Godrej's social responsibility commitments, GPL runs Nipun, a program developed to train and upskill blue collar workers in construction and allied trades. In FY 2018-19, the Company enabled training and certification of more than eight thousand beneficiaries in skills such as Bar-bending, Masonry & Plastering, Painting, Shuttering Carpentry, Tiling and Housekeeping. These trainings are conducted in various states across the country including Delhi, Gujarat, Maharashtra, Karnataka, West Bengal, Jharkhand and Bihar.

# BUSINESS RESPONSIBILITY REPORT

The CSR & social initiatives have been recognised by Stanford Social Innovation Review: [https://ssir.org/articles/entry/new\\_frontiers\\_in\\_indian\\_corporate\\_social\\_responsibility?platform=hootsuite](https://ssir.org/articles/entry/new_frontiers_in_indian_corporate_social_responsibility?platform=hootsuite)

The Company is developing an Integrated Watershed Development in the Beed district of Maharashtra. This project has completed 3 years of development and has already brought much relief to the area where the farmers have been able to take two crops in the last harvest season. The watershed has acted as a second source of income to farmers lessening the number of farmers migrating to cities for work. As part of the Beed watershed, the Company has planted 5 Lakh saplings of native, fruiting species that will act as a secondary income for the farmers in Beed District. This plantation along with the watershed project is registered under the international carbon framework of the Verified Carbon Standard (VCS).

**2. Are the programmes/projects undertaken through in-house team/own foundation/external NGO/ government structures/any other organization?**

The programs are delivered by NGOs and trainings partners and are managed by our in-house team.

**3. Have you done any impact assessment of your initiative?**

Yes. The Company has conducted a third party impact assessment of Nipun. The carbon interventions at the Beed watershed are registered under the international carbon framework of the Verified Carbon Standard (VCS).

**4. What is your company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken.**

The upskill programs are run for all the blue color workers from the surrounding community and also day care centre with focus on child education and nutrition is run within the community that serves children of other construction site and the villages nearby.

**5. Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.**

Not Applicable

**Principle 9 Businesses should engage with and provide value to their customers and consumers in a responsible matter**

**1. What percentage of customer complaints/consumer cases are pending as on the end of financial year.**

Nil

**2. Does the company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A. /Remarks(additional information)**

Not applicable

**3. Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.**

No

**4. Did your company carry out any consumer survey/ consumer satisfaction trends?**

Yes

## INDEPENDENT AUDITOR'S REPORT

### To the Members of Godrej Properties Limited

### Report on the Audit of the Standalone Financial Statements

#### Opinion

We have audited the standalone financial statements of Godrej Properties Limited ("the Company"), which comprise the standalone balance sheet as at 31 March 2019, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information in which are incorporated returns from branches in Singapore and Dubai, UAE (hereinafter referred to as "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("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 31 March 2019, its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

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

#### Emphasis of Matter

We draw attention to note 41 to the standalone financial statements, relating to remuneration paid to the Executive Chairman and the Managing Director & CEO of the Company for the financial year ended 31 March 2019, being in excess of the limits prescribed under Section 197 of the Act by Rs 5.81 crores, which is subject to the approval of the shareholders. Our opinion is not modified in respect of this matter.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

#### Revenue recognition (refer note 26 to the standalone financial statements)

The Key Audit Matter	How the matter was addressed in our audit
Revenue from sale of residential and commercial units represents 92.54% of the total revenue from operations of the Company.  Revenue is recognised upon transfer of control of residential and commercial units to customers for an amount that reflects the consideration which the Company expects to receive in exchange for those units. The trigger for revenue recognition is normally completion of the project or receipt of approvals on	Our audit procedures on Revenue recognition included the following: <ul style="list-style-type: none"> <li>Evaluating that the Company's revenue recognition accounting policies are in line with the applicable accounting standards and their application to the key customer contracts including consistent application;</li> </ul>



The Key Audit Matter	How the matter was addressed in our audit
<p>completion from relevant authorities or intimation to the customer of completion, post which the contract becomes non-cancellable by the parties. The Company records revenue over time till the actual possession to the customers or on actual possession to the customers, as determined by the terms of contract with customers.</p> <p><b>Revenue recognition prior to completion of the project</b></p> <p>Due to the Company's projects being spread across different regions within the country and the competitive business environment, there is a risk that revenue could be overstated (for example, through premature revenue recognition i.e. recording revenue without receipt of approval from authorities or its intimation to the customers) or understated (for example, through improperly shifting revenues to a later period) in order to present consistent financial results. Since revenue recognition has direct impact on the Company's profitability, the element of management bias is likely to be involved.</p> <p><b>Measurement of revenue recorded over time which is dependent on the estimates of the costs to complete</b></p> <p>Revenue recognition involves significant estimates related to measurement of costs to complete for the projects. Revenue from projects is recorded based on management's assessment of the work completed, costs incurred and accrued and the estimate of the balance costs to complete.</p> <p>Due to the inherent nature of the projects and significant judgment involved in the estimate of costs to complete, there is risk of overstatement or understatement of revenue.</p>	<ul style="list-style-type: none"> <li>• Sales cut-off procedures for determination of revenue in the correct reporting period;</li> <li>• Scrutinising all the revenue journal entries raised throughout the reporting period and comparing details of a sample of these journals, which met certain risk-based criteria, with relevant underlying documentation;</li> <li>• Conducting site visits during the year for selected projects to understand the scope and nature of the projects and to assess the progress of the projects; and</li> <li>• Considered the adequacy of the disclosures in note 1 (II) (c) to the standalone financial statements in respect of the judgments taken in recognising revenue for residential and commercial property units.</li> </ul> <p>In addition, we have performed the following procedures:</p> <p><b>Revenue recognition prior to receipt of OC/ similar approval and intimation to the customer</b></p> <ul style="list-style-type: none"> <li>• Discussing and challenging key management judgments in interpreting contractual terms including obtaining in-house legal interpretations;</li> <li>• Testing sample sales of units for projects with the underlying contracts, completion status and proceeds received from customers;</li> <li>• Identified and tested operating effectiveness of key controls around approvals of contracts, milestone billing, intimation of possession letters / intimation of receipt of occupation certificate and controls over collection from customers; and</li> <li>• We have obtained confirmations, on a sample basis, from major customers for selected projects to confirm revenue recognised during the year and, performing alternative procedures by comparing details with contracts, collection details and other underlying project related documentation for cases where confirmations are not received.</li> </ul> <p><b>Measurement of revenue recorded over time which is dependent on the estimates of the costs to complete</b></p> <ul style="list-style-type: none"> <li>• Compared, on a sample basis, revenue transactions recorded during the year with the underlying contracts, progress reports, invoices raised on customers and collections in bank accounts and whether the related revenue had been recognised in accordance with the Company's revenue recognition policies;</li> </ul>

The Key Audit Matter	How the matter was addressed in our audit
	<ul style="list-style-type: none"> <li>Identification and testing operating effectiveness of key controls over recording of actual costs incurred for the projects;</li> </ul>
	<ul style="list-style-type: none"> <li>Review of the costs to complete workings, comparing the costs to complete with the budgeted costs and inquiring into reasons for variance; and</li> </ul>
	<ul style="list-style-type: none"> <li>Sighting approvals for changes in budgeted costs with the rationale for the changes and assessment of contract costs to determine no revenue nature costs are taken to inventory.</li> </ul>

**Inventories (refer note 11 to the standalone financial statements)**

The Key Audit Matter	How the matter was addressed in our audit
<p>Inventories comprising of finished goods and construction work in progress represent 20.32% of the Company's total assets.</p> <p><b>Assessing net realisable value</b></p> <p>The Company recognises profit on each sale by reference to the overall project margin, which is the projected profit percentage for a phase that may comprise multiple units and can last a number of years. The recognition of profit is therefore dependent on the estimate of future selling prices and build costs including an allowance for risk. Further estimation uncertainty and exposure to cyclicity exists within the long term projects.</p> <p>Forecasts of future sales are dependent on market conditions, which can be difficult to predict and be influenced by political and economic factors.</p> <p>Inventory represents the capitalised project costs to date less amounts expensed on sales by reference to the aforementioned projections. It is held at the lower of cost and net realisable value, the latter also being based on the forecast for the project. As such inappropriate assumptions in these forecasts can impact the assessment of the carrying value of inventories.</p> <p>Further, due to their materiality in the context of total assets of the Company this is considered significant to our overall audit strategy and planning.</p>	<p>Our audit procedures to assess the net realisable value (NRV) of inventories included the following:</p> <ul style="list-style-type: none"> <li>Discussion with the management to understand the basis of calculation and justification for the estimated recoverable amounts of the unsold units ("the NRV assessment");</li> <li>Evaluating the design and implementation of the Company's internal controls over the NRV assessment. Our evaluation included assessing whether the NRV assessment was prepared and updated by appropriate personnel of the Company and whether the key estimates, including estimated future selling prices and costs of completion for all property development projects, used in the NRV assessment, were discussed and challenged by management as appropriate;</li> <li>Evaluating the management's valuation methodology and assessing the key estimates, data inputs and assumptions adopted in the valuations, which included comparing expected future average selling prices with available market data such as recently transacted prices for similar properties located in the nearby vicinity of each property development project and the sales budget plans maintained by the Company;</li> <li>Re-performing the calculations of the NRV assessment and comparing the estimated construction costs to complete each development with the Company's updated budgets; and</li> </ul>

**Deferred Tax Assets (refer to note 9 to the standalone financial statements)**

<b>The Key Audit Matter</b>	<b>How the matter was addressed in our audit</b>
<p>The carrying amount of the deferred tax assets represents 4.81% of the Company's total assets.</p> <p><b>Recognition and measurement of deferred tax assets</b></p> <p>The Company has deferred tax assets in respect of brought forward losses and other temporary differences, as set out in note 9.</p> <p>The recognition of deferred tax assets involves judgment regarding the likelihood of the reasonable certainty of realisation of these assets, in particular whether there will be taxable profits in future periods that support recognition of these assets.</p> <p>Management records deferred tax assets in respect of brought forward business losses in cases where it is reasonably certain based on the projected profitability determined on the basis of approved business plans that sufficient taxable income will be available to absorb the brought forward business loss.</p>	<p>Our audit procedures included:</p> <ul style="list-style-type: none"> <li>• Through discussions with management, we understood the Company's process for recording deferred tax assets;</li> <li>• We have obtained the approved business plans, projected profitability statements for the existing projects and the future projects which are confirmed through definitive agreements;</li> <li>• We have performed sensitivity analysis and inquired into the basis of the projections for the reasonable certainty of utilisation of the brought forward business losses and therefore recognition of deferred tax assets; and</li> <li>• We tested the underlying data for the key deferred tax and tax provision calculations.</li> </ul>

**Investment in Subsidiaries and loans to group companies (refer to note 5, 6 and 16 to the standalone financial statements)**

<b>The Key Audit Matter</b>	<b>How the matter was addressed in our audit</b>
<p>The carrying amount of the investments in subsidiaries, joint ventures and an associate held at cost less impairment/fair value through profit and loss represents 20.29% and the loans to subsidiaries and joint ventures represents 23.36% of the Company's total assets respectively.</p> <p><b>Recoverability of investment in subsidiary, joint ventures and an associate</b></p> <p>The Company has investments in subsidiaries, joint ventures and an associate company which are considered to be associated with significant risk in respect of valuation of such investments. These investments are carried at cost less any diminution in value of such investments. The investments are reviewed for impairment at each reporting date. This assessment is based on the projected cash flows of the real estate projects in these underlying entities, which involve significant estimates and judgment, due to the inherent uncertainty involved in forecasting future cash flows. There is significant judgment in estimating the timing of the cash flows and the appropriate discount rate.</p>	<p><b>Recoverability of investment in subsidiaries, joint ventures and an associate</b></p> <p>Our audit procedures included:</p> <ul style="list-style-type: none"> <li>• Comparing the carrying amount of investments with the relevant subsidiaries, joint ventures and associate's balance sheet to identify whether their net assets, being an approximation of their minimum recoverable amount, were in excess of their carrying amount and assessing whether those subsidiaries, joint ventures and an associate have historically been profit-making;</li> <li>• For the investments where the carrying amount exceeded the net asset value, comparing the carrying amount of the investment with the projected profitability based on approved business plans of the subsidiaries, joint ventures and an associate;</li> <li>• Testing the assumptions and understanding the cash flows based on our knowledge of the Company and the markets in which the subsidiaries, joint ventures and an associate operate; and</li> </ul>

The Key Audit Matter	How the matter was addressed in our audit
<p>In addition, considering the materiality of the investments in subsidiaries, joint ventures and an associate, vis-à-vis the total assets of the Company, this is considered to be significant to our overall audit strategy and planning.</p> <p><b>Recoverability of loans to subsidiaries and joint ventures</b></p> <p>The Company has extended loans to joint ventures and subsidiaries that are assessed for recoverability at each period end.</p> <p>Financial assets, which include current loans to joint ventures and subsidiaries aggregated to Rs 1,816.93 crores at 31 March 2019.</p> <p>Due to the nature of the business in the real estate industry, the Company is exposed to heightened risk in respect of the recoverability of the loans and advances granted to the aforementioned related parties.</p> <p>There is also judgment involved as to the recoverability of the working capital and project specific loans, which rely on a number of property developments being completed over the time period specified in agreements.</p>	<ul style="list-style-type: none"> <li>Considering the adequacy of disclosures in respect of the investment in subsidiaries, joint ventures and an associate.</li> </ul> <p><b>Recoverability of loans to subsidiaries and joint ventures</b></p> <p>Our procedures included:</p> <ul style="list-style-type: none"> <li>We reviewed the controls in place for issuing new loans and evidenced the Board/ CFO approval obtained. We obtained management's assessment of the recoverability of the loans, which includes cash flow projections over the duration of the loans. These projections are based on underlying property development appraisals;</li> <li>We tested cash receipts received in relation to these loans during the year through to bank statement; and</li> <li>We have obtained independent confirmations to ensure completeness and existence of loans and advances held by related parties as on 31 March 2019.</li> </ul>

### Other Information

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

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Management's Responsibility for the Standalone Financial Statements

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

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

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

### **Auditors' Responsibility for the Audit of the Standalone Financial Statements**

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

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### **Report on Other Legal and Regulatory Requirements**

As required by the Companies (Auditor's Report) Order, 2016 ('the Order'), issued by the Central Government of India in terms of Section 143 (11) of the Act, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.



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

- (a) We have sought and obtained all the information and explanations, which to the best of our knowledge and belief, were necessary for the purposes of our audit;
- (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 standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this report are in agreement with the books of account;
- (d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act;
- (e) On the basis of the written representations received from the directors as on 31 March 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2019 from being appointed as a director in terms of Section 164 (2) of the Act; and
- (f) With respect to the adequacy of the internal financial controls with reference to the standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

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

- i. the Company has disclosed the impact of pending litigations as at 31 March 2019 on its financial position in its standalone financial statements – Refer Note 46 to the standalone financial statements;
- ii. the Company did not have any long-term contracts, including derivative contracts, for which there were any material foreseeable losses;
- iii. there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31 March 2019; and
- iv. the disclosures in the standalone financial statements regarding holdings as well as dealings in Specified Bank Notes during the period from 8 November 2016 to 30 December 2016 have not been made in these standalone financial statements since they do not pertain to the financial year ended 31 March 2019.

(C) With respect to the matter to be included in the Auditors' Report under Section 197 (16) of the Act, we report that:

- i. we draw attention to note 41 to the standalone financial statements, relating to remuneration paid to the Executive Chairman and the Managing Director & CEO of the Company for the financial year ended 31 March 2019, being in excess of the limits prescribed under Section 197 of the Act by Rs 5.81 crores, which is subject to the approval of the shareholders.. Our opinion is not modified in respect of this matter; and
- ii. the Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

For **BSR & Co. LLP**  
Chartered Accountants  
Firm's Registration No: 101248W/W-100022

Mumbai  
30 April 2019

**Aniruddha Godbole**  
Partner  
Membership No: 105149

## ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT – 31 MARCH 2019

With reference to the Annexure A referred to in the Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2019, we report the following:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and investment properties.
- (b) The Company has a regular programme of physical verification of its property, plant and equipment and investment properties by which the property, plant and equipment and investment properties are verified by the management according to a phased programme designed to cover all the items over a period of three years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. In accordance with the policy, the Company has physically verified certain property, plant and equipment and investment properties during the year and no discrepancies were noticed in respect of assets verified during the year.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) The Company inventory includes construction work in progress accordingly the requirements under paragraph 3(ii) of the Order is not applicable for construction work in progress. The inventory comprising of finished goods has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable. No discrepancies were noticed on verification between the physical stocks and the book records.
- (iii) The Company has granted unsecured loans to thirteen companies and twenty seven limited liability partnerships covered in the register maintained under Section 189 of the Companies Act, 2013 ('the Act'). The Company has not granted any loans, secured or unsecured, to firms or other parties covered in the register required to be maintained under Section 189 of the Act.
  - (a) According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that the rate of interest and other terms and conditions of unsecured loans granted by the Company to companies and limited liability partnerships covered in the register required to be maintained under Section 189 of the Act are not, prima facie, prejudicial to the interest of the Company.
  - (b) According to the information and explanations given to us and based on the audit procedures conducted by us, the unsecured loans granted to companies and limited liability partnerships and the interest thereon are repayable on demand. The borrowers have been regular in payment of principal and interest as demanded.
  - (c) There are no overdue amounts of more than 90 days in respect of the unsecured loans granted to companies and limited liability partnerships by the Company.
- (iv) In our opinion and according to the information and explanations given to us and based on the audit procedures conducted by us, the Company has complied with the provisions of Section 185 and 186 of the Act, with respect to loans granted, guarantees provided and investments made by the Company. The Company has not provided any security during the year to the parties covered under Sections 185 and 186 of the Act. Accordingly, compliance under Section 185 and 186 of the Act in respect of providing securities is not applicable to the Company.
- (v) In our opinion, and according to the information and explanations given to us, the Company has not accepted deposits as per the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, paragraph 3 (v) of the Order is not applicable to the Company.
- (vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for the maintenance of cost records under Section 148(1) of the Act and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the records.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Provident fund, Employees' State Insurance, Goods and Service tax, Labour cess, Professional tax, Property tax, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. Amounts deducted / accrued in the books of account in respect of undisputed statutory dues of Income-

tax have generally been regularly deposited during the year by the Company with the appropriate authorities, though there have been slight delays in a few cases. As explained to us, the Company did not have any dues on account of wealth tax.

According to the information and explanations given to us, no undisputed amounts payable in respect of Provident fund, Employees' State Insurance, Profession tax, Property Tax, Labour cess, Income-tax, Goods and Service tax, Cess and other material statutory dues were in arrears as at 31 March 2019 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us, there are no dues of Income-tax, Sales tax, Service tax, Value added tax and Goods and Service tax as at 31 March 2019, which have not been deposited with the appropriate authorities on account of any dispute, except as stated below:

(Rs in crores)

Name of the statute	Nature of the dues	Amount not deposited on account of demand Rupees in crores*	Financial year (F.Y.) to which the amount relates	Forum where dispute is Pending
MVAT Act, 2002	Entry Tax	0.77	2012-13	The Joint Commissioner of MVAT (Appeal -4), Mumbai
MVAT Act, 2002	Value Added Tax	3.30	2008-09	The Joint Commissioner of Sales Tax (Appeals V), Mumbai
MVAT Act, 2002	Value Added Tax	0.04	2011-12	The Joint Commissioner of Sales Tax (Appeals V), Mumbai
Finance Act, 1994	Service Tax	43.75	2005-11	Custom, Excise & Service Tax Appellate Tribunal, South Zonal Branch, Bangalore
Finance Act, 1994	Service Tax	5.82	2012-15	CESTAT, Mumbai
Finance Act, 1994	Service Tax	9.92	2014-15 and 2015-16	CESTAT, Mumbai
Finance Act, 1994	Service Tax	0.08	2014-15 and 2015-16	Commissioner (Appeals), Mumbai.
Finance Act, 1994	Service Tax	0.44	2008-12	CESTAT, Bangalore
Finance Act, 1994	Service Tax	4.39	2010-13	CESTAT, Bangalore
Finance Act, 1994	Service Tax	9.89	2009-2012	CESTAT, Mumbai
Income Tax Act, 1961	Income tax	0.39	2006-07	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income tax	0.45	2010-11	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income tax	25.92	2011-12	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income tax	1.51	2011-12	Income tax Appellate Tribunal (ITAT)
Income Tax Act, 1961	Income tax	0.39	2012-13	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income tax	0.96	2012-13	Income tax Appellate Tribunal (ITAT)
Income Tax Act, 1961	Income tax	0.47	2013-14	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income tax	3.02	2014-15	Commissioner of Income Tax (Appeals)

\* net of amount deposited under protest

- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted during the year in repayment of loans or borrowings to banks or financial institutions or dues to debenture holders. The Company does not have any loans or borrowings from government during the year.
- (ix) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) and has not obtained any term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable to the Company.
- (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 material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the management.
- (xi) According to the information and explanations given to us and based on our examination of the records of the Company, due to inadequate profits during the current year, the managerial remuneration paid to the directors of the company is in excess of the limits specified under Section 197 of the Act read with Schedule V to the Act. The Company is in the process of obtaining approval from Shareholders for such excess remuneration paid. The subsidiary companies, associate and joint venture companies incorporated in India did not pay any remuneration to their directors during the year.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, paragraph 3 (xii) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the standalone financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act.
- (xiv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has made private placement of equity shares during the year in compliance with the requirements of Section 42 of the Act. Out of the total money raised aggregating Rs 1,000.14 crores, Rs 617.22 crores has been utilised till 31 March 2019 (also refer note 50 to the standalone financial statements). Pending utilisation of the funds raised by issue of equity shares, the funds aggregating to Rs 382.92 crores were used for purposes other than for which they were raised and were temporarily invested in mutual funds.
- (xv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3 (xv) of the Order is not applicable to the Company.
- (xvi) In our opinion and according to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3 (xvi) of the Order is not applicable to the Company.

For **B S R & Co. LLP**  
**Chartered Accountants**  
 Firm's Registration No: 101248W/W-100022

Mumbai  
 30 April 2019

**Aniruddha Godbole**  
*Partner*  
 Membership No: 105149

## ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT – 31 MARCH 2019

### **Report on the Internal Financial Controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

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

#### **Opinion**

We have audited the internal financial controls with reference to standalone financial statements of Godrej Properties Limited ("the Company") as of 31 March 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls were operating effectively as at 31 March 2019, based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

#### **Management's Responsibility for Internal Financial Controls**

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the 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 Companies Act, 2013.

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with respect to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143 (10) of the Act, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements were established and maintained and whether 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 with respect to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with respect to standalone financial statements included obtaining an understanding of internal financial controls with respect to standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the standalone 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 with reference to standalone financial statements.

#### **Meaning of Internal Financial Controls with reference to Standalone Financial Statements**

A company's internal financial controls with reference to financial statements 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 controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail,



accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Controls with reference to Standalone Financial Statements**

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

For **BSR & Co. LLP**

*Chartered Accountants*

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

Mumbai  
30 April 2019

**Aniruddha Godbole**

*Partner*

Membership No: 105149

## STANDALONE BALANCE SHEET AS AT MARCH 31, 2019

(Currency in INR Crore)

Particulars	Note	As At March 31, 2019	As At March 31, 2018 (Restated)	As At April 01, 2017 (Restated)
<b>ASSETS</b>				
<b>Non-Current Assets</b>				
Property, Plant and Equipment	2	76.20	88.07	76.97
Capital Work-in-Progress	2	3.04	-	0.01
Investment Property	3	2.20	2.48	-
Intangible Assets	4	22.43	25.11	27.00
Intangible Assets Under Development	4	0.77	0.13	0.03
Financial Assets				
Investments in Subsidiaries, Joint Ventures and Associate	5	853.10	343.84	269.94
Other Investments	6	725.18	533.71	211.48
Loans	7	28.57	83.81	76.42
Other Non-Current Financial Assets	8	-	-	1.83
Deferred Tax Assets (Net)	9	374.04	458.39	437.96
Income Tax Assets (Net)		117.88	94.64	103.52
Other Non-Current Non Financial Assets	10	56.61	15.29	19.76
<b>Total Non-Current Assets</b>		<b>2,260.02</b>	<b>1,645.47</b>	<b>1,224.92</b>
<b>Current Assets</b>				
Inventories	11	1,580.10	2,080.65	1,862.30
Financial Assets				
Investments	12	887.68	463.85	285.21
Trade Receivables	13	103.63	105.44	152.26
Cash and Cash Equivalents	14	112.92	110.70	48.71
Bank Balances other than above	15	169.20	174.80	26.19
Loans	16	2,063.97	2,093.64	2,023.12
Other Current Financial Assets	17	375.78	299.04	257.22
Other Current Non Financial Assets	18	223.96	244.01	208.30
<b>Total Current Assets</b>		<b>5,517.24</b>	<b>5,572.13</b>	<b>4,863.31</b>
<b>TOTAL ASSETS</b>		<b>7,777.26</b>	<b>7,217.60</b>	<b>6,088.23</b>
<b>EQUITY AND LIABILITIES</b>				
<b>EQUITY</b>				
Equity Share Capital	19	114.66	108.24	108.18
Other Equity		2,542.39	1,339.64	1,233.69
<b>Total Equity</b>		<b>2,657.05</b>	<b>1,447.88</b>	<b>1,341.87</b>
<b>LIABILITIES</b>				
<b>Non-Current Liabilities</b>				
Financial Liabilities				
Borrowings	20	500.00	500.00	-
Provisions	21	11.51	11.33	6.46
<b>Total Non-Current Liabilities</b>		<b>511.51</b>	<b>511.33</b>	<b>6.46</b>
<b>Current Liabilities</b>				
Financial Liabilities				
Borrowings	22	3,015.84	3,202.86	3,505.66
Trade Payables				
total outstanding dues of micro enterprises and small enterprises		10.31	6.63	8.78
total outstanding dues of creditors other than micro enterprises and small enterprises		132.71	202.19	140.48
Other Current Financial Liabilities	23	241.01	190.79	96.78
Other Current Non Financial Liabilities	24	1,187.28	1,627.44	972.83
Provisions	25	10.98	7.98	0.33
Current Tax Liabilities (Net)		10.57	20.50	15.04
<b>Total Current Liabilities</b>		<b>4,608.70</b>	<b>5,258.39</b>	<b>4,739.90</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>7,777.26</b>	<b>7,217.60</b>	<b>6,088.23</b>
<b>Significant Accounting Policies</b>	1			

The accompanying notes 1 to 55 form an integral part of the Standalone Financial Statements.

As per our report of even date.

**For B S R & Co. LLP**  
Chartered Accountants  
Firm's Registration No: 101248W/W-100022

**ANIRUDDHA GODBOLE**  
Partner  
Membership No: 105149  
Mumbai  
April 30, 2019

**For and on behalf of the Board of Directors of  
Godrej Properties Limited**  
CIN: L74120MH1985PLC035308

**PIROJSHA GODREJ**  
Executive Chairman  
DIN: 00432983

**SURENDER VARMA**  
Company Secretary  
ICSI Membership No. A10428  
Mumbai  
April 30, 2019

**MOHIT MALHOTRA**  
Managing Director & CEO  
DIN: 07074531

**RAJENDRA KHETAWAT**  
Chief Financial Officer

# STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2019

(Currency in INR Crore)

Particulars	Note	For the year ended March 31, 2019	For the year ended March 31, 2018 (Restated)
<b>INCOME</b>			
Revenue from Operations	26	1,433.75	556.38
Other Income	27	460.25	493.61
<b>Total Income</b>		<b>1,894.00</b>	<b>1,049.99</b>
<b>EXPENSES</b>			
Cost of Materials Consumed	28	509.34	647.88
Change in inventories of finished goods and construction work-in-progress	29	500.54	(233.74)
Employee Benefits Expense	30	143.52	98.74
Finance Costs	31	251.95	191.95
Depreciation and Amortisation Expense	32	13.12	14.53
Other Expenses	33	190.55	168.66
<b>Total Expenses</b>		<b>1,609.02</b>	<b>888.02</b>
<b>Profit before Tax</b>		<b>284.98</b>	<b>161.97</b>
<b>Tax Expense</b>			
Current Tax	9(b)	(8.90)	75.92
Deferred Tax Charge/(Credit)	9(a)	84.53	(18.99)
<b>Total Tax Expense</b>		<b>75.63</b>	<b>56.93</b>
<b>Profit for the Year</b>		<b>209.35</b>	<b>105.04</b>
<b>Other Comprehensive Income</b>			
<b>Items that will not be subsequently reclassified to profit or loss</b>			
Remeasurements of the defined benefit plan		(0.50)	(4.24)
Tax on above	9(a)	0.17	1.48
<b>Other Comprehensive Income for the Year (Net of Tax)</b>		<b>(0.33)</b>	<b>(2.76)</b>
<b>Total Comprehensive Income for the Year</b>		<b>209.02</b>	<b>102.28</b>
<b>Earnings Per Share (Amount in INR)</b>			
Basic	34	9.22	4.85
Diluted	34	9.22	4.85
<b>Significant Accounting Policies</b>	1		

The accompanying notes 1 to 55 form an integral part of the Standalone Financial Statements.

As per our report of even date.

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

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

**ANIRUDDHA GODBOLE**  
Partner  
Membership No: 105149  
Mumbai  
April 30, 2019

**For and on behalf of the Board of Directors of  
Godrej Properties Limited**  
CIN: L74120MH1985PLC035308

**PIROJSHA GODREJ**  
Executive Chairman  
DIN: 00432983

**SURENDER VARMA**  
Company Secretary  
ICSI Membership No. A10428  
Mumbai  
April 30, 2019

**MOHIT MALHOTRA**  
Managing Director & CEO  
DIN: 07074531

**RAJENDRA KHETAWAT**  
Chief Financial Officer

## STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2019

(Currency in INR Crore)

## a) Equity Share Capital

Particulars	As At March 31, 2019	As At March 31, 2018 (Restated)	As At April 01, 2017 (Restated)
Balance at the beginning of the year	108.24	108.18	108.13
Changes in equity share capital during the year	6.42	0.06	0.05
Balance at the end of the year	114.66	108.24	108.18

## b) Other Equity

Particulars	Reserves and Surplus							Total
	Capital Reserve (Refer Note (a) below)	Capital Reserve on Account of Amalgamation (Refer note (b) below)	Securities Premium (Refer Note (c) below)	Debenture Redemption Reserve (Refer Note (d) below)	Employee Stock Grant Scheme Reserve (Refer Note (e) below)	General Reserve (Refer Note (f) below)	Retained Earnings (Refer Note (g) below)	
<b>Restated balance as at April 01, 2017 (refer note 43)</b>	7.20	129.33	1,699.22	-	3.69	9.80	(615.55)	1,233.69
<b>Total Comprehensive Income:</b>								
i) Restated profit for the year (refer note 43)	-	-	-	-	-	-	105.04	105.04
ii) Remeasurements of the defined benefit plan (net of tax) (refer note 35)	-	-	-	-	-	-	(2.76)	(2.76)
Adjustments:								
i) On amalgamation of subsidiaries	-	(0.32)	-	-	-	-	-	(0.32)
ii) Transfer to securities premium on exercise of stock grants	-	-	3.03	-	(3.03)	-	-	-
iii) Share based payments to Employees (refer note 39)	-	-	-	-	3.99	-	-	3.99
iv) Transfer to debenture redemption reserve	-	-	-	50.00	-	-	(50.00)	-
<b>Restated balance as at March 31, 2018 (refer note 43)</b>	7.20	129.01	1,702.25	50.00	4.65	9.80	(563.27)	1,339.64
<b>Restated balance as at April 01, 2018 (refer note 43)</b>	7.20	129.01	1,702.25	50.00	4.65	9.80	(563.27)	1,339.64
<b>Total Comprehensive Income:</b>								
i) Profit for the year	-	-	-	-	-	-	209.35	209.35
ii) Remeasurements of the defined benefit plan (net of tax) (refer note 35)	-	-	-	-	-	-	(0.33)	(0.33)
Adjustments:								
i) On fresh issues of shares (net of expenses INR 3.57 Crore)	-	-	990.18	-	-	-	-	990.18
ii) Transfer to securities premium on exercise of stock grants	-	-	2.93	-	(2.93)	-	-	-
iii) Share based payments to employees (refer note 39)	-	-	-	-	3.55	-	-	3.55
iv) Transfer to debenture redemption reserve	-	-	-	50.00	-	-	(50.00)	-
<b>Balance as at March 31, 2019</b>	7.20	129.01	2,695.36	100.00	5.27	9.80	(404.25)	2,542.39

# STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2019

(Currency in INR Crore)

## (a) Capital Reserve

Profit on sale of treasury shares held by the ESOP trust is recognised in Capital reserve.

## (b) Capital Reserve on Account of Amalgamation

During amalgamation, the excess of net assets taken over the cost of consideration paid is treated as capital reserve on account of amalgamation.

## (c) Securities Premium

Securities premium is used to record the premium received on issue of shares. It is utilised in accordance with the provisions of the Act.

## (d) Debenture Redemption Reserve

The Company has issued redeemable non-convertible debentures. Accordingly, the Companies (Share capital and Debentures) Rules, 2014 (as amended), requires the Company to create Debenture Redemption Reserve out of profits of the Company available for payment of dividend.

## (e) Employee Stock Grant Scheme Reserve

The fair value of the equity-settled share based payment transactions with employees including key management personnel is recognised in the Standalone statement of profit and loss with corresponding credit to Employee Stock Grant Scheme Reserve.

## (f) General Reserve

The general reserve is created from time to time to transfer profits from retained earnings for appropriation purposes.

## (g) Retained Earnings

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

The accompanying notes 1 to 55 form an integral part of the Standalone Financial Statements.

As per our report of even date.

### For B S R & Co. LLP

*Chartered Accountants*

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

### ANIRUDDHA GODBOLE

*Partner*

Membership No: 105149

Mumbai

April 30, 2019

### For and on behalf of the Board of Directors of Godrej Properties Limited

CIN: L74120MH1985PLC035308

### PIROJSHA GODREJ

*Executive Chairman*

DIN: 00432983

### SURENDER VARMA

*Company Secretary*

ICSI Membership No. A10428

Mumbai

April 30, 2019

### MOHIT MALHOTRA

*Managing Director & CEO*

DIN: 07074531

### RAJENDRA KHETAWAT

*Chief Financial Officer*



## STANDALONE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2019

(Currency in INR Crore)

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018 (Restated)
<b>Cash Flow from Operating Activities</b>		
Profit before tax	284.98	161.97
<b>Adjustment for:</b>		
Depreciation and amortisation expense	13.12	14.53
Finance costs	251.95	191.95
Loss / (Profit) on sale of property, plant and equipment (net)	7.35	(0.08)
Share of (profit) in limited liability partnerships	(0.20)	(2.11)
Share based payments to employees	3.55	3.99
Expenses on amalgamation	-	1.07
Interest income	(303.59)	(266.28)
Dividend income	(0.00)	(0.00)
Profit on Sale of Investments (net)	(58.26)	(212.76)
Income from investment measured at FVTPL	(94.21)	(11.83)
Lease rent from investment property	(0.79)	(0.37)
Allowance for bad and doubtful debts	13.98	8.92
Write down of inventories	4.75	48.06
<b>Operating profit/ (loss) before working capital changes</b>	<b>122.63</b>	<b>(62.94)</b>
<b>Changes in Working Capital:</b>		
(Decrease) / Increase in Non Financial Liabilities	(406.22)	599.21
(Decrease) / Increase in Financial Liabilities	(35.76)	133.07
Decrease / (Increase) in Inventories	499.25	(138.07)
Decrease / (Increase) in Non Financial Assets	20.05	(35.72)
Decrease / (Increase) in Financial Assets	(48.29)	70.44
	29.03	628.93
Taxes paid (Net)	(24.29)	(61.52)
<b>Net cash flows generated from operating activities</b>	<b>127.37</b>	<b>504.47</b>
<b>Cash Flow from Investing Activities</b>		
Acquisition of property, plant and equipment, investment property and intangible assets*	(49.85)	(6.51)
Proceeds from sale of property, plant and equipment	0.52	0.14
Purchase of investment in mutual funds (net)	(339.53)	(153.48)
Sale / (Purchase) of investments in fixed deposits (net)	5.41	(148.08)
Investment in subsidiaries and joint ventures (Refer Note 41)	(509.27)	(7.24)
Proceeds from sale of investment in joint ventures	0.01	201.37
Investment in debentures of joint ventures (Refer Note 41)	(123.56)	(47.18)
Loan repaid by / (given to) subsidiaries and joint ventures (net)	124.48	(407.51)
Loan given to others (net)	(8.00)	(0.26)
Expenses on amalgamation	-	(1.07)
Interest received	253.22	205.99
Dividend received	0.00	-
Lease rent from investment property	0.79	0.37
<b>Net cash flows (used in) investing activities</b>	<b>(645.78)</b>	<b>(363.46)</b>
<b>Cash Flow from financing activities</b>		
Proceeds from Issue of Equity Share Capital (net of issue expenses)	999.53	0.06
Proceeds from long-term borrowings	-	500.00
Proceeds from / (Repayment of) short-term borrowings (net)	265.49	(678.24)
Interest paid	(293.85)	(274.51)
Proceeds from sale of treasury shares	-	2.63
Payment of unclaimed dividend	(0.00)	(0.01)
Payment of unclaimed fixed deposits	(0.27)	(0.69)
<b>Net cash flows generated from/ (used in) financing activities</b>	<b>970.90</b>	<b>(450.76)</b>
<b>Net increase / (decrease) in Cash and Cash Equivalents</b>	<b>452.49</b>	<b>(309.75)</b>
<b>Cash and Cash Equivalents - Opening Balance</b>	<b>(515.60)</b>	<b>(205.85)</b>
<b>Cash and Cash Equivalents - Closing Balance</b>	<b>(63.11)</b>	<b>(515.60)</b>

INR 0.00 represents amount less than INR 50,000

# STANDALONE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2019

(Currency in INR Crore)

## Notes :

- (a) The above Standalone Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard (Ind AS) -7 "Statement of Cash Flows".
- (b) Reconciliation of Cash and Cash Equivalents as per the Standalone Statement of Cash Flows. Cash and Cash Equivalents as per the above comprise of the following :

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018 (Restated)
Cash and Cash Equivalents (refer note 14)	112.92	110.70
Less: Bank overdrafts repayable on demand (refer note 22)	176.03	626.30
<b>Cash and Cash Equivalents as per the Standalone Statement of Cash Flows</b>	<b>(63.11)</b>	<b>(515.60)</b>

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

### Reconciliation of liabilities arising from financing activities

Particulars	As at April 01, 2018 (Restated)	Changes as per the Standalone Statement of Cash Flows	Non Cash Changes			As at March 31, 2019
			Acquisition	Changes from losing control of subsidiaries	Fair Value Changes	
Long-term borrowings	500.00	-	-	-	-	500.00
Short-term borrowings	2,570.12	265.49	-	-	-	2,835.61

Particulars	As at April 01, 2017 (Restated)	Changes as per the Standalone Statement of Cash Flows	Non Cash Changes			As at March 31, 2018 (Restated)
			Acquisition	Changes from losing control of subsidiaries	Fair Value Changes	
Long-term borrowings	-	500.00	-	-	-	500.00
Short-term borrowings	3,248.36	(678.24)	-	-	-	2,570.12

- (d) The above Standalone Statement of Cash Flows include INR 1.78 Crore (Previous Year 2018: INR 1.47 Crore) towards Corporate Social Responsibility (CSR) activities (refer note 49).

\* During the year, INR Nil (Previous Year 2018: INR 12.79 Crore and INR 2.60 Crore) of inventories have been transferred to Property, plant and equipment and investment property respectively.

The accompanying notes 1 to 55 form an integral part of the Standalone Financial Statements.

As per our report of even date.

**For and on behalf of the Board of Directors of  
Godrej Properties Limited**  
CIN: L74120MH1985PLC035308

**For B S R & Co. LLP**  
Chartered Accountants  
Firm's Registration No: 101248W/W-100022

**PIROJSHA GODREJ**  
Executive Chairman  
DIN: 00432983

**MOHIT MALHOTRA**  
Managing Director & CEO  
DIN: 07074531

**ANIRUDDHA GODBOLE**  
Partner  
Membership No: 105149

**SURENDER VARMA**  
Company Secretary  
ICSI Membership No. A10428

**RAJENDRA KHETAWAT**  
Chief Financial Officer

Mumbai  
April 30, 2019

Mumbai  
April 30, 2019

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### Note 1

#### I. Company overview

Godrej Properties Limited ("the Company") having CIN: L74120MH1985PLC035308 is engaged primarily in the business of real estate construction, development and other related activities. The Company is a public limited company incorporated and domiciled in India having its registered office at Godrej One, 5th Floor, Pirojshahnagar, Eastern Express Highway, Vikhroli, Mumbai - 400079. The Company's equity shares are listed on The Bombay Stock Exchange Limited (BSE) and The National Stock Exchange of India Limited (NSE).

#### II. Basis of preparation and measurement

The standalone financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) to comply with the Section 133 of the Companies Act, 2013 ("the 2013 Act") and the relevant provisions and amendments, as applicable. The standalone financial statements have been prepared on accrual basis under the historical cost convention except certain financial instruments, defined benefit plans and share based payments measured at fair value.

This is the first set of the Company's standalone financial statements in which Ind AS 115, Revenue from contracts with customers, has been applied. Changes to significant accounting policies are described in note 1 (III) (j) and (u) and the impact of transition to Ind AS 115 on the consolidated financial statements is disclosed in note 43.

The standalone financial statements of the Company for the year ended March 31, 2019 were approved by the Board of Directors and authorised for issue on April 30, 2019.

##### a) Operating cycle

The normal operating cycle in respect of operation relating to under construction real estate project depends on signing of agreement, size of the project, phasing of the project, type of development, project complexities, approvals needed and realisation of project into cash and cash equivalents and range from 3 to 7 years. Accordingly, project related assets and liabilities have been classified into current and non-current based on operating cycle of respective projects. All other assets and liabilities have been classified into current and non-current based on a period of twelve months.

##### b) Functional and presentation currency

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

##### c) Use of estimates and judgements

The preparation of the standalone financial statements in conformity with Ind AS requires the use of estimates, judgements and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known/ materialise.

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

- *Evaluation of satisfaction of performance obligation at a point in time for the purpose of revenue recognition*

Determination of revenue under the satisfaction of performance obligation at a point in time method necessarily involves making estimates, some of which are of a technical nature, concerning, where relevant, the timing of satisfaction of performance obligation, costs to completion, the expected revenues from the project or activity and the foreseeable losses to completion. Estimates of project income, as well as project costs, are reviewed periodically. The Company recognises revenue when the company satisfies its performance obligation.

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

- ***Evaluation of Net realisable Value of Inventories***

Inventories comprising of completed flats and construction-work-in progress are valued at lower of cost and net realisable value. Net Realisable value is based upon the estimates of the management. The effect of changes, if any, to the estimates is recognised in the standalone financial statements for the period in which such changes are determined.

- ***Useful life and residual value of property, plant and equipment and intangible assets***

Useful lives of tangible assets are based on the life prescribed in Schedule II of the Companies Act, 2013. In cases, where the useful lives are different based from that prescribed in Schedule II, they are based on internal technical evaluation. Assumptions are also made, when the Company assesses, whether an asset may be capitalised and which components of the cost of the asset may be capitalised.

The estimation of residual value of assets is based on management's judgment about the condition of such asset at the point of sale of asset.

- ***Recognition and measurement of defined benefit obligations***

The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation and attrition rate. The discount rate is determined by reference to market yields at the end of the reporting period on government securities. The period to maturity of the underlying securities correspond to the probable maturity of the post-employment benefit obligations.

- ***Share based payments***

Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which depends on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. For the measurement of the fair value of equity-settled transactions with employees at the grant date, the Company uses Black-Scholes model. The assumptions used for estimating fair value for share-based payment transactions are disclosed in Note 39 to the standalone financial statements.

- ***Fair value measurement of financial instruments***

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

- ***Impairment losses on investment***

The Company reviews its carrying value of investments carried at amortised cost annually or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

- ***Recognition of deferred tax asset***

The deferred tax assets in respect of brought forward business losses is recognised based on reasonable certainty of the projected profitability, determined on the basis of approved business plans, to the extent that sufficient taxable income will be available to absorb the brought forward business losses.

- ***Provisions and contingencies***

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

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### d) Standards issued but not yet effective

Ind AS 116, Leases: Ind AS 116 is applicable for financial reporting periods beginning on or after 1 April 2019 and replaces existing lease accounting guidance, namely Ind AS 17 Leases. Ind AS 116 introduces a single, on-balance sheet lease accounting model for lessees. A lessee recognises a right-of-use ("ROU") asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments.

The nature of expenses related to those leases will change as Ind AS 116 replaces the operating lease expense (i.e. rent) with depreciation charge for ROU assets and interest expense on lease liabilities. There are recognition exemptions for short-term leases and leases of low-value items. Lessor accounting remains similar to the current standard - i.e. lessors continue to classify leases as finance or operating leases. Management believes, based upon preliminary analysis that the impact of new lease standard is not material on its financial statements.

In addition to the above, the following amendments to existing standards have been issued, are not yet effective and are not expected to have a significant impact on the Company's standalone financial statements:

Amendments to Ind AS 103, Business Combinations, and Ind AS 111, Joint Arrangements: This interpretation clarifies how an entity accounts for increasing its interest in a joint operation that meets the definition of a business.

Amendments to Ind AS 109, Financial Instruments: amendments relating to the classification of particular pre-payable financial assets.

Amendments to Ind AS 12, Income Taxes, clarify that all income tax consequences of dividends (including payments on financial instruments classified as equity) are recognised consistently with the transactions that generated the distributable profits - i.e. in profit or loss, other comprehensive income or equity. Further Appendix C, uncertainty over income tax treatments has been added to clarify how entities should reflect uncertainties over income tax treatments, in particular when assessing the outcome a tax authority might reach with full knowledge and information if it were to make an examination.

Amendment to Ind AS 19, Employee Benefits - The amendment to Ind AS 19 clarifies that on amendment, curtailment or settlement of a defined benefit plan, the current service cost and net interest for the remainder of the annual reporting period are calculated using updated actuarial assumptions - i.e. consistent with the calculation of a gain or loss on the plan amendment, curtailment or settlement. This amendment also clarifies that an entity first determines any past service cost, or a gain or loss on settlement, without considering the effect of the asset ceiling. This amount is recognised in profit or loss. The entity then determines the effect of the asset ceiling after plan amendment, curtailment or settlement. Any change in that effect is recognised in other comprehensive income (except for amounts included in net interest).

Amendments to Ind AS 23, Borrowing Costs, clarify that the general borrowings pool used to calculate eligible borrowing costs excludes only borrowings that specifically finance qualifying assets that are still under development or construction.

Amendments to Ind AS 28, Investments in Associates and Joint Ventures: When applying the equity method, a non-investment entity that has an interest in an investment entity associate or joint venture can elect to retain the fair value accounting applied by the associate or joint venture to its subsidiaries. Venture capital and other qualifying organisations can elect to measure investments in associates or joint ventures at fair value through profit or loss instead of applying the equity method. The amendments clarify that both these elections apply for each investment entity associate or joint venture separately.

### e) Measurement of fair values

The Company's accounting policies and disclosures require the measurement of fair values for financial instruments.

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

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



## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

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

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

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

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

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

### III. Significant Accounting Policies

#### a. Business combination

Common control transactions are accounted for based on pooling of interests method where the assets and liabilities of the acquiree are recorded at their existing carrying values. The identity of reserves of the acquiree is preserved and the difference between consideration and the face value of the share capital of the acquiree is transferred to capital reserve, which is shown separately from other capital reserves.

The financial information in respect of prior periods is restated as if the business combination had occurred from the beginning of the preceding period in the standalone financial statements irrespective of the actual date of the combination.

#### b. Property, plant and equipment and depreciation and amortisation

##### i) *Recognition and Measurement:*

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. The cost of an item of property, plant and equipment comprises:

- its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates; and
- Any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Property, plant and equipment are derecognised from the standalone financial statements, either on disposal or when no economic benefits are expected from its use or disposal. The gain or loss arising from disposal of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment recognised in the standalone statement of profit and loss in the year of occurrence.

Assets under construction includes the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

##### ii) *Subsequent expenditure*

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### iii) *Depreciation and amortisation*

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.

Depreciation on property, plant and equipment of the Company has been provided using the written down value method based on the useful lives specified in Schedule II to the Companies Act, 2013. The useful lives of certain motor vehicles are estimated in the range of 3-8 years. These lives are different from those indicated in Schedule II and based on internal technical evaluation.

Assets costing less than INR 5,000 are depreciated at 100% in the year of acquisition.

Assets acquired on lease and leasehold improvements are amortised over the primary period of the lease on straight line basis.

### c. **Investment property and depreciation**

#### i) *Recognition and measurement:*

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

Though the Company measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation.

#### ii) *Depreciation*

Depreciation on Investment Property is provided using the written down value method based on the useful lives specified in Schedule II to the Companies Act, 2013.

### d. **Intangible assets and amortisation**

#### i) *Recognition and measurement:*

Items of Intangible Assets are measured at cost less accumulated amortisation and impairment losses, if any. The cost of intangible assets comprises:

- its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates; and
- Any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

#### ii) *Subsequent expenditure*

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

#### iii) *Amortisation*

Intangible assets are amortised over their estimated useful life using straight line method.

Trademark is amortised over a period of 20 years.

Intangible assets (other than trademark) are amortised over a period of six years.

### e. **Impairment of non-financial assets**

The carrying values of assets / cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists.

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

If the carrying amount of the assets exceed the estimated recoverable amount, an impairment loss is recognised for such excess amount. The impairment loss is recognised as an expense in the standalone statement of profit and loss, unless the asset is carried at revalued amount, in which case any impairment loss of the revalued asset is treated as a decrease to the extent a revaluation reserve is available for that asset.

Goodwill on business combination is not amortised but it is tested for impairment annually or more frequently if events or changes in circumstances indicate that it might be impaired.

The recoverable amount is the greater of the net selling price and the value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.

When there is indication that an impairment loss recognised for an asset (other than a revalued asset) in earlier accounting periods which no longer exists or may have decreased, such reversal of impairment loss is recognised in the standalone statement of profit and loss, to the extent the amount was previously charged to the standalone statement of profit and loss. In case of revalued assets, such reversal is not recognised.

### **f. Foreign currency transactions**

Transactions in foreign currencies are translated into the Company's functional currency at exchange rates at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated into the functional currency at the exchange rate at that date.

Non-monetary items that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous standalone financial statements are recognised in the standalone statement of profit and loss in the period in which they arise.

### **g. Investment in subsidiaries, joint ventures and associate**

Investments in equity shares of subsidiaries, joint ventures and associate are recorded at cost and reviewed for impairment at each reporting date.

### **h. Financial instruments**

#### *1. Financial assets*

##### Classification

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

##### Initial recognition and measurement

The Company recognises financial assets when it becomes a party to the contractual provisions of the instrument. All financial assets are recognised initially at fair value plus transaction costs that are attributable to the acquisition of the financial asset.

##### Subsequent measurement

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

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

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### Debt instruments at amortised cost

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

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

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

### Debt instruments at Fair Value through Profit or Loss

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

### Equity investments

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

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

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

### Derecognition

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

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

### Impairment of financial assets

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

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

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

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### II. *Financial Liabilities*

#### Classification

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

#### Initial recognition and measurement

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

#### Loans and borrowings

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

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

This category generally applies to loans and borrowings.

#### Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the standalone 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 them on a net basis or to realise the assets and settle the liabilities simultaneously.

### III *Share Capital*

#### Ordinary equity shares

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

#### Treasury shares

The Company has created an Employee Stock Options Trust (ESOP) for providing share-based payment to its employees. The Company uses ESOP as a vehicle for distributing shares to employees under the employee remuneration schemes. The ESOP buys shares of the Company from the market, for giving shares to employees. The Company treats ESOP as its extension and shares held by ESOP are treated as treasury shares.

Treasury shares are recognised at cost and deducted from equity. No gain or loss is recognised in the standalone statement of profit and loss on the purchase, sale, issue or cancellation of the Company's own equity instruments. Any difference between the carrying amount and the consideration, if reissued, is recognised in capital reserve. Share options exercised during the reporting period are deducted from treasury shares.

#### **i. Inventories**

Inventories comprising of completed flats and construction-work-in progress are valued at lower of cost and net realisable value.

Construction work-in-progress includes cost of land, premium for development rights, construction costs, allocated interest and expenses incidental to the projects undertaken by the Company.



## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### j. Revenue Recognition

Ind AS 115 has been notified by Ministry of Corporate Affairs (MCA) on March 28, 2018 and is effective from accounting period beginning on or after April 01, 2018.

The Company has applied full retrospective approach in adopting the new standard (for all contracts other than completed contracts) and accordingly recognised revenue in accordance with Ind AS 115 as compared to earlier Percentage of Completion method as per the Guidance Note on Accounting for Real Estate Transactions (for entities to whom Ind AS is applicable).

As these are the first set of the Company's standalone financial statements prepared in accordance with Ind AS 115, an explanation of how the transition to Ind AS 115 has affected the previously reported financial position, financial performance and cash flows of the Company is provided in Note 43.

The Company derives revenues primarily from sale of properties comprising of both commercial and residential units.

The Company recognises revenue when it determines the satisfaction of performance obligations at a point in time. Revenue is recognised upon transfer of control of promised products to customer in an amount that reflects the consideration which the Company expects to receive in exchange for those products.

In arrangements for sale of units the Company has applied the guidance in Ind AS 115, Revenue from contract with customer, by applying the revenue recognition criteria for each distinct performance obligation. The arrangements with customers generally meet the criteria for considering sale of units as distinct performance obligations. For allocating the transaction price, the Company has measured the revenue in respect of each performance obligation of a contract at its relative standalone selling price. The price that is regularly charged for an item when sold separately is the best evidence of its standalone selling price. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer.

For sale of units, the Company recognises revenue when its performance obligations are satisfied and customer obtains control of the asset.

Contract assets are recognised when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

Contract Liabilities are recognised when there is billing in excess of revenue and advance received from customers.

The Company enters into Development and Project Management agreements with land-owners. Accounting for income from such projects, measured at fair value, is done on accrual basis as per the terms of the agreement.

The Company receives maintenance amount from the customers and utilises the same towards the maintenance of the respective projects. Revenue is recognised to the extent of maintenance expenses incurred by the Company towards maintenance of respective projects. Balance amount of maintenance expenses to be incurred is reflected as liability under the head other current liabilities.

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

Dividend income and share of profits in LLP is recognised when the right to receive the same is established.

### k. Income tax

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

#### *Current tax*

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

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

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

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

### *Deferred tax*

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

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

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

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

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

Deferred tax assets and liabilities are offset only if:

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

### *Minimum Alternative Tax (MAT)*

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

## **I. Employee benefits**

### *Short term employee benefits*

Short-term employee benefits are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

### *Defined contribution plans*

Obligations for contributions to defined contribution plans such as Provident Fund and Employee State Insurance Corporations are expensed as the related service is provided.

### *Defined benefit plans*

The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, after discounting the same.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method.

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

Re-measurement of the net defined benefit liability, which comprise actuarial gains and losses are recognised immediately in other comprehensive income (OCI). Re-measurement, if any, are not reclassified to the standalone statement of profit and loss in subsequent period. Net interest expense (income) on the net defined liability (assets) is computed by applying the discount rate, based on the market yield on government securities as at the reporting date, used to measure the net defined liability (asset). Net interest expense and other expenses related to defined benefit plans are recognised in the standalone statement of profit and loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in the standalone statement of profit and loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

### *Other long-term employee benefits*

The Company's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. They are therefore measured at the present value of expected future payments to be made in respect of services provided by the employees upto the end of the reporting period using the projected unit credit method. The discount rates used are based on the market yields on government securities as at the reporting date. Re-measurements are recognised in the standalone statement of profit and loss in the period in which they arise.

### **m. Share-based payment transactions**

Employees Stock Options Plans ("ESOPs") and Employee Stock Grant Scheme ("ESGS"): The grant date fair value of options granted to employees is recognised as an employee expense, with a corresponding increase in equity, over the period that the employees become unconditionally entitled to the options. The expense is recorded for each separately vesting portion of the award as if the award was, in substance, multiple awards. The increase in equity recognised in connection with share based payment transaction is presented as a separate component in equity under "Employee stock grant scheme reserve". The amount recognised as an expense is adjusted to reflect the actual number of stock options that vest.

### **n. Leases**

#### *Finance Lease*

Agreements are classified as finance leases, if substantially all the risks and rewards incidental to ownership of the leased asset is transferred to the lessee.

#### *Operating Lease*

Agreements which are not classified as finance leases are considered as operating lease.

Operating lease payments/income are recognised as an expense/income in the standalone statement of profit and loss on a straight line basis over the lease term unless there is another systematic basis which is more representative of the time pattern of the lease.

### **o. Borrowing costs**

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

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

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

### **p. Cash and cash equivalents**

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

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

For the purpose of the standalone statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

### q. Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on conversion of all dilutive potential equity shares.

### r. Provisions and contingent liabilities

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

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

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

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

### s. Events after reporting date

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

### t. Segment reporting

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

### u. Change in significant accounting policies

The Company has applied Ind AS 115 Revenue from contracts with customers using the full retrospective approach (for all contracts other than completed contracts) i.e. by recognising the cumulative effect of initially applying Ind AS 115 as an adjustment to the opening balance of equity as at April 01, 2017. Due to the transition method chosen by the Company in applying this standard, comparative information throughout these standalone financial statements has been restated to reflect the requirements of the new standard.

Ind AS 115 establishes a comprehensive framework for determining whether, how much and when revenue is recognised. Under Ind AS 115, with effect from April 01, 2017, revenue is recognised when a customer obtains control of the goods or services as compared to earlier percentage of completion method as per the Guidance Note on Accounting for Real Estate Transactions (for entities to whom Ind AS is applicable).

As these are the first set of the Company's standalone financial statements prepared in accordance with Ind AS 115, an explanation of how the transition to Ind AS 115 has affected the previously reported financial position, financial performance and cash flows of the Company is provided in Note 43.

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

### 2 Property, Plant and Equipment and Capital work-in-progress

Particulars	GROSS BLOCK				ACCUMULATED DEPRECIATION/ AMORTISATION				NET BLOCK	
	As at April 01, 2018 (Restated)	Additions during the year	Deductions during the year	As at March 31, 2019	As at April 01, 2018 (Restated)	For the Year	Deductions	As at March 31, 2019	As at March 31, 2019	As At March 31, 2018 (Restated)
Freehold Land	0.06	-	-	0.06	-	-	-	-	0.06	0.06
Buildings (Refer Note (a) and (b) below)	82.06	-	8.00	74.06	9.90	3.33	0.61	12.62	61.44	72.16
Leasehold Improvements	4.34	0.80	-	5.14	2.38	0.95	-	3.33	1.81	1.96
Office Equipments	2.97	0.54	0.39	3.12	2.10	0.43	0.37	2.16	0.96	0.87
Site Equipments	0.01	0.14	-	0.15	-	0.03	-	0.03	0.12	0.01
Furniture and Fixtures	12.13	1.06	0.73	12.46	4.48	1.28	0.63	5.13	7.33	7.65
Computers	12.21	2.53	0.66	14.08	8.42	2.98	0.62	10.78	3.30	3.79
Vehicles	4.00	0.80	0.52	4.28	3.08	0.74	0.45	3.37	0.91	0.92
Electrical Installations and Equipments	1.03	-	0.39	0.64	0.38	0.13	0.14	0.37	0.27	0.65
<b>Total Property, Plant and Equipment</b>	<b>118.81</b>	<b>5.87</b>	<b>10.69</b>	<b>113.99</b>	<b>30.74</b>	<b>9.87</b>	<b>2.82</b>	<b>37.79</b>	<b>76.20</b>	<b>88.07</b>
<b>Capital Work-in-Progress (Refer Note (c) below)</b>									<b>3.04</b>	<b>-</b>

Particulars	GROSS BLOCK				ACCUMULATED DEPRECIATION/ AMORTISATION				NET BLOCK	
	As at April 01, 2017 (Restated)	Additions during the year	Deductions during the year	As at March 31, 2018 (Restated)	As at April 01, 2017 (Restated)	For the Year	Deductions	As at March 31, 2018 (Restated)	As at March 31, 2018 (Restated)	As At April 01, 2017 (Restated)
Freehold Land	0.06	-	-	0.06	-	-	-	-	0.06	0.06
Buildings (Refer Note (a) and (b) below)	69.00	13.06	-	82.06	6.39	3.51	-	9.90	72.16	62.61
Leasehold Improvements	4.15	0.19	-	4.34	1.46	0.92	-	2.38	1.96	2.69
Office Equipments	2.74	0.23	-	2.97	1.58	0.52	-	2.10	0.87	1.16
Site Equipments	0.01	-	-	0.01	-	-	-	-	0.01	0.01
Furniture and Fixtures	7.86	4.27	-	12.13	3.15	1.33	-	4.48	7.65	4.71
Computers	9.53	3.15	0.47	12.21	5.78	3.05	0.41	8.42	3.79	3.75
Vehicles	2.96	1.10	0.06	4.00	1.22	1.92	0.06	3.08	0.92	1.74
Electrical Installations and Equipments	0.44	0.59	-	1.03	0.20	0.18	-	0.38	0.65	0.24
<b>Total Property, Plant and Equipment</b>	<b>96.75</b>	<b>22.59</b>	<b>0.53</b>	<b>118.81</b>	<b>19.78</b>	<b>11.43</b>	<b>0.47</b>	<b>30.74</b>	<b>88.07</b>	<b>76.97</b>
<b>Capital Work-in-Progress (refer note (c) below)</b>									<b>-</b>	<b>0.01</b>

- (a) Of the above, a Building carrying value INR 53.74 Crore (Previous Year 2018: INR 56.49 Crore, Previous Year 2017: INR 58.50 Crore) is subject to first charge for secured bank loans (Refer Note 22).
- (b) During the year, INR Nil (Previous Year 2018: INR 12.79 Crore, Previous Year 2017: INR Nil) of inventories have been transferred to Property, plant and equipment.
- (c) Refer Note 46 for disclosure of Capital Commitments for acquisition of Property, plant and equipment.



# NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

## 3 Investment Property

### Reconciliation of Carrying Amount

Particulars	Investment Property
<b>Gross Block</b>	
<b>As At April 01, 2017 (Restated)</b>	-
Transferred from Inventories (refer note (b) below)	2.60
Disposals/Adjustments	-
<b>As At March 31, 2018 (Restated)</b>	2.60
Additions	-
Disposals/Adjustments	-
<b>As at March 31, 2019</b>	2.60
<b>Accumulated Depreciation</b>	
<b>As At April 01, 2017 (Restated)</b>	-
For the Year	0.12
Deductions	-
<b>As At March 31, 2018 (Restated)</b>	0.12
For the Year	0.28
Deductions	-
<b>As at March 31, 2019</b>	0.40
<b>Net Block</b>	
<b>As At April 01, 2017 (Restated)</b>	-
<b>As At March 31, 2018 (Restated)</b>	2.48
<b>As At March 31, 2019</b>	2.20

### Information regarding income and expenditure of Investment Property

Particulars	March 31, 2019	March 31, 2018
Rental Income derived from Investment Property	0.79	0.37
Direct Operating Expenses	-	-
Profit arising from Investment Property before depreciation	0.79	0.37
Less: Depreciation	0.28	0.12
Profit arising from Investment Property	0.51	0.25

- The Company's investment property consists of a commercial property in India.
- Based on the intention and revised business plans, a commercial building owned by the Company is considered as being held for capital appreciation and rental income rather than for business purposes. Hence, the Company has reclassified the same from inventories to investment property during the year ended March 31, 2018.
- The Company has no restriction on the realisability of its investment property and no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements.
- Though the Company measures investment property using cost based measurement, the fair value of investment property is based on valuation performed by an accredited independent valuer. The main inputs used are location and locality, facilities and amenities, quality of construction, residual life of building, business potential, supply and demand, local nearby enquiry, market feedback of investigation and Ready Reckoner published by the Government.
- Fair valuation is based on rent capitalisation method which is INR 9.46 Crore (Previous Year 2018: INR 9.23 Crore, Previous Year 2017: INR Nil). The fair value measurement is categorised in level 3 fair value hierarchy.

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

### 4 Intangible Assets and Intangible assets under development

Particulars	GROSS BLOCK				ACCUMULATED AMORTISATION				NET BLOCK	
	As at April 01, 2018 (Restated)	Additions during the year	Deductions during the year	As at March 31, 2019	As at April 01, 2018 (Restated)	For the Year	Deductions	As at March 31, 2019	As at March 31, 2019	As At March 31, 2018 (Restated)
Licenses and Software	9.15	0.29	-	9.44	4.52	1.62	-	6.14	3.30	4.63
Trade Mark	24.53	-	-	24.53	4.05	1.35	-	5.40	19.13	20.48
<b>Total Intangible Assets</b>	<b>33.68</b>	<b>0.29</b>	<b>-</b>	<b>33.97</b>	<b>8.57</b>	<b>2.97</b>	<b>-</b>	<b>11.54</b>	<b>22.43</b>	<b>25.11</b>
Intangible assets under development									0.77	0.13

Particulars	GROSS BLOCK				ACCUMULATED AMORTISATION				NET BLOCK	
	As at April 01, 2017 (Restated)	Additions during the year	Deductions during the year	As at March 31, 2018 (Restated)	As at April 01, 2017 (Restated)	For the Year	Deductions	As at March 31, 2018 (Restated)	As at March 31, 2018 (Restated)	As At April 01, 2017 (Restated)
Licenses and Software	8.06	1.09	-	9.15	2.89	1.63	-	4.52	4.63	5.17
Trade Mark	24.53	-	-	24.53	2.70	1.35	-	4.05	20.48	21.83
<b>Total Intangible Assets</b>	<b>32.59</b>	<b>1.09</b>	<b>-</b>	<b>33.68</b>	<b>5.59</b>	<b>2.98</b>	<b>-</b>	<b>8.57</b>	<b>25.11</b>	<b>27.00</b>
Intangible assets under development									0.13	0.03

### 5 Investment in Subsidiaries, Joint Ventures and Associate

#### Particulars

	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>a) Investment in Equity Instruments (Fully Paid-up unless stated otherwise) (Unquoted)</b>			
<b>(i) Investment in Subsidiary Companies</b>			
<b>Godrej Buildcon Private Limited</b> (merged with Godrej Projects Development Limited w.e.f December 01, 2017)	-	-	0.05
Nil (Previous Year 2018: Nil, Previous Year 2017: 50,000) Equity Shares of INR 10/- each			
<b>Godrej Projects Development Limited</b>	<b>248.69</b>	248.69	248.69
231,552 (Previous Year 2018: 231,552, Previous Year 2017: 231,552) Equity Shares of INR 10/- each			
<b>Godrej Garden City Properties Private Limited</b>	<b>0.05</b>	0.05	0.05
50,000 (Previous Year 2018: 50,000, Previous Year 2017: 50,000) Equity Shares of INR 10/- each			
<b>Godrej Green Homes Limited</b>	-	-	0.45
(Classified as Joint Venture w.e.f March 17, 2018)			
Nil (Previous Year 2018: Nil, Previous Year 2017: 450,000) Equity Shares of INR 10/- each			
<b>Godrej Hillside Properties Private Limited</b>	<b>0.41</b>	0.41	0.41
410,000 (Previous Year 2018: 410,000, Previous Year 2017: 410,000) Equity Shares of INR 10/- each			
<b>Godrej Home Developers Private Limited</b>	<b>0.40</b>	0.40	0.40
400,000 (Previous Year 2018: 400,000, Previous Year 2017: 400,000) Equity Shares of INR 10/- each			

# NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>Godrej Investment Advisors Private Limited</b>	-	-	1.70
Nil (Previous Year 2018: Nil, Previous Year 2017: 1,700,000) Equity Shares of INR 10/- each			
<b>Godrej Highrises Properties Private Limited</b>	0.01	0.01	0.01
10,000 (Previous Year 2018: 10,000, Previous Year 2017: 10,000) Equity Shares of INR 10/- each			
<b>Godrej Prakriti Facilities Private Limited</b>	0.01	0.01	0.01
10,000 (Previous Year 2018: 10,000, Previous Year 2017: 10,000) Equity Shares of INR 10/- each			
<b>Prakritiplaza Facilities Management Private Limited</b>	0.01	0.01	0.01
9,999 (Previous Year 2018: 9,999, Previous Year 2017: 9,999) Equity Shares of INR 10/- each			
<b>Citystar Infraprojects Limited</b>	0.09	0.09	0.09
500,000 (Previous Year 2018: 500,000, Previous Year 2017: 500,000) Equity Shares of INR 1/- each			
<b>Godrej Residency Private Limited</b>	0.00	0.00	-
1,000 (Previous Year 2018: 1,000, Previous Year 2017: Nil) Equity Shares of INR 10/- each			
<b>Godrej Properties Worldwide Inc., USA</b>	3.39	-	-
500,000 (Previous Year 2018: Nil, Previous Year 2017: Nil) Equity Shares of USD 1/- each			
<b>(ii) Investment in Joint Ventures</b>			
<b>Godrej Realty Private Limited</b>	5.52	5.52	5.52
884,850 (Previous Year 2018: 884,850, Previous Year 2017: 884,850) Equity Shares of INR 10/- each			
<b>Wonder Space Properties Private Limited</b>	1.78	1.78	1.72
114,191 (Previous Year 2018: 114,191, Previous Year 2017: 111,054) Class B and Ordinary Equity Shares of INR 10/- each			
<b>Wonder City Buildcon Private Limited</b>	1.61	1.61	1.61
810,420 (Previous Year 2018: 810,420, Previous Year 2017: 810,420) Equity Shares of INR 10/- each			
<b>Godrej Home Constructions Private Limited</b>	2.18	2.18	2.18
1,071,770 (Previous Year 2018: 1,071,770, Previous Year 2017: 1,071,770) Equity Shares of INR 10/- each			
<b>Wonder Projects Development Private Limited</b>	1.45	1.40	0.70
1,070,060 (Previous Year 2018: 1,050,100, Previous Year 2017: 700,100) Equity Shares of INR 10/- each			
<b>Godrej Real View Developers Private Limited</b>	2.25	1.31	0.18
2,068,000 (Previous Year 2018: 1,306,000, Previous Year 2017: 176,000) Equity Shares of INR 10/- each			

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>Pearlite Real Properties Private Limited</b>	<b>4.19</b>	3.55	3.55
3,871,000 (Previous Year 2018: 3,552,500, Previous Year 2017: 3,552,500) Class B Equity Shares of INR 10/- each			
<b>Godrej Greenview Housing Private Limited</b>	<b>1.37</b>	1.37	1.19
1,264,560 (Previous Year 2018: 1,264,560, Previous Year 2017: 1,192,000) Equity Shares of INR 10/- each			
<b>Godrej Green Homes Limited</b>	<b>79.38</b>	69.13	-
(Classified as Subsidiary till March 16, 2018)			
355,384 (Previous Year 2018: 338,847, Previous Year 2017: Nil) Equity Shares of INR 10/- each			
<b>Ashank Macbricks Private Limited (w.e.f July 31, 2018)</b>	<b>0.00</b>	-	-
200 (Previous Year 2018: Nil, Previous Year 2017: Nil) Equity Shares of INR 10/- each			
<b>(iii) Investment in Associate</b>			
<b>Godrej One Premises Management Private Limited</b>	<b>0.00</b>	0.00	0.00
3,000 (Previous Year 2018: 3,000, Previous Year 2017: 3,000) Equity Shares of INR 10/- each			
<b>b) Investment in Preference Shares (Fully paid-up unless stated otherwise) (at Amortised Cost) (Unquoted)</b>			
<b>(i) Investment in Subsidiary Companies</b>			
<b>Godrej Projects Development Limited</b>	<b>0.10</b>	0.10	0.05
100,999 (Previous Year 2018: 100,999, Previous Year 2017: 50,999) 7% Redeemable Non-cumulative Preference Shares of INR 10/- each			
<b>Godrej Highrises Properties Private Limited</b>	<b>0.01</b>	0.01	-
9,470 (Previous Year 2018: 9,470, Previous Year 2017: Nil) 7% Redeemable Non-cumulative Preference Shares of INR 10/- each			
<b>(ii) Investment in Joint Venture</b>			
<b>Godrej Green Homes Limited</b>	-	0.01	-
(Classified as Subsidiary till March 16, 2018)			
Nil (Previous Year 2018: 9,479, Previous Year 2017: Nil) 7% Redeemable Non-cumulative Preference Shares of INR 10/- each			
<b>c) Investment In Limited Liability Partnerships</b>			
<b>(i) Investment in Subsidiaries</b>			
Godrej Highrises Realty LLP	<b>0.00</b>	0.00	0.00
Godrej Project Developers & Properties LLP	<b>0.00</b>	0.00	0.00
Godrej Athenmark LLP	<b>0.00</b>	0.00	-

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
Godrej Vestamark LLP	0.00	0.00	-
Godrej Skyview LLP (w.e.f February 12, 2019)	0.00	-	-
Manjari Housing Projects LLP (formerly known as Godrej Avamark LLP) (classified as Joint Venture w.e.f February 01, 2019)	-	0.00	-
Maan-Hinge Township Developers LLP (formerly known as Godrej Projects (Pune) LLP) (classified as Joint Venture w.e.f February 01, 2019)	-	0.00	-
Godrej Projects (Soma) LLP	0.00	0.00	-
Godrej Projects North LLP	0.00	0.00	-
Embellish Houses LLP (w.e.f February 13, 2019)	0.00	-	-
Godrej City Facilities Management LLP (w.e.f March 18, 2019)	0.00	-	-
<b>(ii) Investment In Joint Ventures</b>			
Mosiac Landmarks LLP	0.11	0.11	0.11
Caroa Properties LLP	0.04	0.04	0.04
Oxford Realty LLP	0.00	0.00	0.00
A R Landcraft LLP	0.05	0.05	0.05
Dream World Landmarks LLP	0.04	0.04	0.04
M S Ramaiah Ventures LLP	1.01	1.01	1.01
Godrej Developers & Properties LLP	0.00	0.00	-
Oasis Landmarks LLP	0.00	0.00	0.00
Godrej SSPDL Green Acres LLP	0.05	0.05	0.05
Amitis Developers LLP	0.05	0.05	0.05
Godrej Construction Projects LLP	0.00	0.00	0.00
Bavdhan Realty @ Pune 21 LLP	0.00	0.00	0.00
Godrej Housing Projects LLP	0.01	0.01	0.01
Godrej Projects North Star LLP	0.01	0.01	-
Manjari Housing Projects LLP (formerly known as Godrej Avamark LLP) (Classified as subsidiary till January 31, 2019)	205.00	-	-
Prakhhyat Dwellings LLP	0.00	0.00	0.00
Godrej Highview LLP	4.80	4.80	-
Godrej Irismark LLP	0.01	0.01	-
Roseberry Estate LLP (w.e.f September 18, 2018)	0.00	-	-
Mahalunge Township Developers LLP (formerly known as Godrej Land Developers LLP)	200.00	-	-
Maan-Hinge Township Developers LLP (formerly known as Godrej Projects (Pune) LLP) (Classified as subsidiary till January 31, 2019)	89.00	-	-
Godrej Property Developers LLP	0.00	0.00	0.00
	<b>853.10</b>	<b>343.84</b>	<b>269.94</b>

INR 0.00 represents amount less than INR 50,000



## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

**6 Other Investments (Non-Current)**

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>a) Trade Investments (Unquoted)</b>			
<b>(i) Investment in Debentures of Joint Ventures (Fully paid-up) (at Fair Value through Profit or Loss)</b>			
<b>Godrej Realty Private Limited</b>	<b>2.99</b>	2.99	2.99
2,989,095 (Previous Year 2018: 2,989,095, Previous Year 2017: 2,989,095), 1% Secured Redeemable Optionally Convertible Debentures of INR 10/- each			
<b>Godrej Green Homes Limited</b>	<b>316.60</b>	275.60	-
3,166,000 (Previous Year 2018: 2,756,000, Previous Year 2017: Nil) 12% Unsecured Optionally Convertible Debentures of INR 1,000/- each			
<b>(ii) Investment in Debentures of Joint Ventures (Fully paid-up) (at Amortised Cost)</b>			
<b>Wonder City Buildcon Private Limited</b>	<b>30.40</b>	30.50	31.50
307,833 (Previous Year 2018: 307,833, Previous Year 2017: 307,833), 17.45% Unsecured Compulsorily Convertible Debentures of INR 1,000/- each			
<b>Wonder Space Properties Private Limited</b>	<b>115.58</b>	-	-
1,019,154 (Previous Year 2018: Nil; Previous Year 2017: Nil), 12% Unsecured Optionally Convertible Class A Debentures of INR 1,000/- each			
<b>Wonder Space Properties Private Limited</b>	<b>37.75</b>	-	-
377,464 (Previous Year 2018: Nil; Previous Year 2017: Nil), 12% Unsecured Optionally Convertible Class B Debentures of INR 1,000/- each			
<b>Wonder Space Properties Private Limited</b>	<b>4.34</b>	-	-
38,498 (Previous Year 2018: Nil; Previous Year 2017: Nil), 12% Unsecured Optionally Convertible Class C Debentures of INR 1,000/- each			
<b>Wonder Space Properties Private Limited</b>	<b>-</b>	37.82	37.96
Nil (Previous Year 2018: 377,464, Previous Year 2017: 365,541), 17.45% Unsecured Compulsorily Convertible Debentures of INR 1,000/- each			
<b>Godrej Home Constructions Private Limited</b>	<b>41.46</b>	41.99	41.34
413,949 (Previous Year 2018: 413,949, Previous Year 2017: 413,949) 17.45% Unsecured Compulsorily Convertible Debentures of INR 1,000/- each			
<b>Wonder Projects Development Private Limited</b>	<b>27.58</b>	26.60	13.30
275,500 (Previous Year 2018: 266,019, Previous Year 2017: 133,019) 17% Unsecured Compulsorily Convertible Debentures of INR 1,000/- each			

# NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>Pearlite Real Properties Private Limited</b>	<b>81.04</b>	67.25	67.50
796,005 (Previous Year 2018: 674,975, Previous Year 2017: 674,975) 17% Unsecured Compulsorily Convertible Debentures of INR 1,000/- each			
<b>Godrej Real View Developers Private Limited</b>	<b>42.16</b>	24.78	3.34
427,500 (Previous Year 2018: 248,140, Previous Year 2017: 33,440) 17% Unsecured Compulsorily Convertible Debentures of INR 1,000/- each			
<b>Godrej Greenview Housing Private Limited</b>	<b>25.27</b>	26.18	13.55
260,946 (Previous Year 2018: 260,946, Previous Year 2017: 136,880) 17.45% Unsecured Compulsorily Convertible Debentures of INR 1,000/- each			
<b>b) Non trade Investments</b>			
<b>Investment in Fully paid-up Equity Instruments (at Fair Value through Profit or Loss)</b>			
<b>Quoted Investments</b>			
<b>Alacritty Housing Limited</b>	<b>0.00</b>	0.00	0.00
100 (Previous Year 2018: 100, Previous Year 2017: 100) Equity Shares of INR 10/- each			
<b>Ansal Buildwell Limited</b>	<b>0.00</b>	0.00	0.00
100 (Previous Year 2018: 100, Previous Year 2017: 100) Equity Shares of INR 10/- each			
<b>Ansal Housing Limited</b>	<b>0.00</b>	0.00	0.00
(formerly known as Ansal Housing and Construction Limited)			
300 (Previous Year 2018: 300, Previous Year 2017: 300) of INR 10/-each			
<b>Ansal Properties and Infrastructure Limited</b>	<b>0.00</b>	0.00	0.00
600 (Previous Year 2018: 600, Previous Year 2017: 600) Equity Shares of INR 5/- each			
<b>Lok Housing and Constructions Limited</b>	-	-	0.00
Nil (Previous Year 2018: Nil, Previous Year 2017: 100) Equity Shares of INR 10/- each			
<b>Premier Energy and Infrastructure Limited</b>	-	-	0.00
Nil (Previous Year 2018: Nil, Previous Year 2017: 100) Equity Shares of INR 10/- each			
<b>Unitech Limited</b>	<b>0.00</b>	0.00	0.00
13,000 (Previous Year 2018: 13,000, Previous Year 2017: 13,000) Equity Shares of INR 2/- each			
<b>The Great Eastern Shipping Company Limited</b>	<b>0.00</b>	0.00	0.00
72 (Previous Year 2018: 72, Previous Year 2017: 72) Equity Shares of INR 10/- each			

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>GOL Offshore Limited</b>	-	-	0.00
Nil (Previous Year 2018: Nil, Previous Year 2017: 18) Equity Shares of INR 10/- each			
<b>Radhe Developers (India) Limited</b>	0.00	0.00	0.00
100 (Previous Year 2018: 100, Previous Year 2017: 100) Equity Shares of INR 10/- each			
<b>United Textiles Limited</b>	0.00	0.00	0.00
23,700 (Previous Year 2018: 23,700, Previous Year 2017: 23,700) Equity Shares of INR 10/- each			
<b>Unquoted Investments</b>			
<b>Saraswat Co-operative Bank Limited</b>	0.00	0.00	0.00
1,000 (Previous Year 2018: 1,000, Previous Year 2017: 1,000) Equity Shares of INR 10/- each			
<b>AB Corp Limited</b>	0.00	0.00	0.00
25,000 (Previous Year 2018: 25,000, Previous Year 2017: 25,000) Equity Shares of INR 10/- each			
<b>Lok Housing and Constructions Limited</b>	0.00	0.00	-
100 (Previous Year 2018: 100, Previous Year 2017: Nil) Equity Shares of INR 10/- each			
<b>Global Infrastructure &amp; Technologies Limited</b>	0.00	0.00	0.00
100 (Previous Year 2018: 100, Previous Year 2017: 100) Equity Shares of INR 10/- each			
<b>Premier Energy and Infrastructure Limited</b>	0.00	0.00	-
100 (Previous Year 2018: 100, Previous Year 2017: Nil) Equity Shares of INR 10/- each			
<b>D.S. Kulkarni Developers Limited</b>	0.00	0.00	0.00
100 (Previous Year 2018: 100, Previous Year 2017: 100) Equity Shares of INR 10/- each			
<b>GOL Offshore Limited</b>	0.00	0.00	-
18 (Previous Year 2018: 18, Previous Year 2017: Nil) Equity Shares of INR 10/- each			
<b>Modella Textiles Private Limited</b>	0.00	-	-
2 (Previous Year 2018: Nil, Previous Year 2017: Nil) Equity Shares of INR 100/- each			
<b>Lotus Green Construction Private Limited</b>	0.00	-	-
1 (Previous Year 2018: Nil, Previous Year 2017: Nil) Equity Shares of INR 10/- each			
	<b>725.18</b>	<b>533.71</b>	<b>211.48</b>
Aggregate book value of Quoted Investments and Market Value thereof	0.00	0.00	0.00
Aggregate book value of Unquoted Investments	<b>725.18</b>	<b>533.71</b>	<b>211.48</b>

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

### 7 Loans (Non-Current)

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>Secured, Considered Good</b>			
Deposits - Projects (Refer Note (a) below)	28.57	83.81	76.42
<b>Unsecured, Considered Good</b>			
Deposits - Projects	-	-	0.00
	<b>28.57</b>	<b>83.81</b>	<b>76.42</b>

(a) Secured Deposits - Projects are Secured against Terms of Development Agreement.

### 8 Other Non-Current Financial Assets

<b>Unsecured, Considered Good</b>			
Deposit With Banks (Refer Note (a) below)	-	-	0.76
Deposits - Others	-	-	1.07
	<b>-</b>	<b>-</b>	<b>1.83</b>

(a) Deposit with Banks amounting to INR Nil (Previous Year 2018: INR Nil, Previous Year 2017: INR 0.76 Crore) is received from flat buyers and held in trust on their behalf in a corpus fund.

### 9 Deferred Tax Assets and Tax Expense

#### a) Movement in Deferred Tax Balances

Particulars	Balance as at April 01, 2018 (Restated)	Movement during the year				Balance as at March 31, 2019
		Recognised in Profit or Loss	Recognised in OCI	Recognised in Other Equity	Others	
<b>Deferred Tax Assets/ (Liabilities)</b>						
Property, Plant and Equipment	(1.02)	2.01	-	-	-	0.99
Brought Forward Loss	418.76	(98.86)	-	-	-	319.90
Inventories	18.25	-	-	-	-	18.25
Unabsorbed Depreciation	-	5.17	-	-	-	5.17
Employee Benefits	6.21	(0.96)	0.17	-	-	5.42
Equity-settled share-based payments	1.63	0.22	-	-	-	1.85
MAT Credit	14.10	5.64	-	-	0.01	19.75
Investments	(3.69)	(8.94)	-	-	-	(12.63)
Provision for doubtful receivables	0.11	8.20	-	-	-	8.31
Other Items	4.04	2.99	-	-	-	7.03
<b>Deferred Tax Assets/ (Liabilities)</b>	<b>458.39</b>	<b>(84.53)</b>	<b>0.17</b>	<b>-</b>	<b>0.01</b>	<b>374.04</b>

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

Particulars	Balance as at April 01, 2017 (Restated)	Movement during the year				Balance as at March 31, 2018 (Restated)
		Recognised in Profit or Loss	Recognised in OCI	Recognised in Other Equity	Others	
<b>Deferred Tax Assets/ (Liabilities)</b>						
Property, Plant and Equipment	(4.58)	3.56	-	-	-	(1.02)
Brought Forward Loss	394.66	24.10	-	-	-	418.76
Inventories	18.25	-	-	-	-	18.25
Unabsorbed Depreciation	6.12	(6.12)	-	-	-	-
Employee Benefits	2.51	2.22	1.48	-	-	6.21
Equity-settled share-based payments	1.28	0.35	-	-	-	1.63
MAT Credit	14.14	-	-	-	(0.04)	14.10
Investments	(0.07)	(3.62)	-	-	-	(3.69)
Provision for doubtful receivables	0.11	0.00	-	-	-	0.11
Other Items	5.54	(1.50)	-	-	-	4.04
<b>Deferred Tax Assets/ (Liabilities)</b>	<b>437.96</b>	<b>18.99</b>	<b>1.48</b>	<b>-</b>	<b>(0.04)</b>	<b>458.39</b>

## b) Amounts recognised in the Standalone statement of profit and loss

Particulars	March 31, 2019	March 31, 2018 (Restated)
<b>Current Tax</b>	<b>(8.90)</b>	75.92
Current Tax	-	75.43
Tax Adjustment of Prior Years	<b>(8.90)</b>	0.49
<b>Deferred Tax Charge/ (Credit)</b>	<b>84.53</b>	(18.99)
Deferred Tax	<b>78.89</b>	(18.99)
MAT Credit Entitlement	<b>5.64</b>	-
<b>Tax Expense for the year</b>	<b>75.63</b>	56.93

## c) Reconciliation of Effective Tax Rate

<b>Profit Before Tax</b>	<b>284.98</b>	161.97
Tax using the Company's domestic tax rate 34.944% (Previous Year 2018: 34.608%)	<b>99.58</b>	56.06
<b>Tax effect of:</b>		
Non-deductible expenses	<b>0.84</b>	0.36
Tax-exempt income	<b>(2.65)</b>	(0.73)
Change in recognised deductible temporary differences	<b>(8.70)</b>	1.50
Rate difference	<b>0.03</b>	(1.81)
Adjustment for tax of prior years	<b>(8.90)</b>	0.49
MAT credit of previous year recognised in current year	<b>(5.64)</b>	-
Other adjustments	<b>1.07</b>	1.06
<b>Tax expense recognised</b>	<b>75.63</b>	56.93

INR 0.00 represents amount less than INR 50,000

# NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

## 10 Other Non-Current Non Financial Assets

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>Unsecured, Considered Good</b>			
Capital advance	56.61	15.29	19.76
	<b>56.61</b>	<b>15.29</b>	<b>19.76</b>

## 11 Inventories (Valued at lower of Cost and Net Realisable Value)

Finished Goods	71.37	64.46	56.74
Construction Work-in-Progress (Refer Note 52)	1,508.73	2,016.19	1,805.56
	<b>1,580.10</b>	<b>2,080.65</b>	<b>1,862.30</b>

## 12 Investments

### Quoted

Investment in Mutual Funds carried at Fair Value through Profit or Loss	887.68	463.85	285.21
	<b>887.68</b>	<b>463.85</b>	<b>285.21</b>

### Market Value of Quoted Investments

Aggregate book value of Quoted Investments and Market Value thereof	887.68	463.85	285.21
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## 13 Trade Receivables

### To related parties

Unsecured, Considered Good	33.39	29.08	15.80
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### To parties other than related parties

Unsecured, Considered Good	70.24	76.36	136.46
Unsecured, Credit Impaired	23.45	9.47	0.55
Less: Allowance for Credit Risk	(23.45)	(9.47)	(0.55)
	<b>103.63</b>	<b>105.44</b>	<b>152.26</b>

## 14 Cash and Cash Equivalents

### Balances With Banks

In Current Accounts	42.04	23.28	30.93
In Fixed Deposit Accounts with maturity less than 3 months	66.11	86.45	14.90
Cheques On Hand	4.75	0.94	2.86
Cash On Hand	0.02	0.03	0.02
	<b>112.92</b>	<b>110.70</b>	<b>48.71</b>

## 15 Bank Balances other than above

### Balances With Banks

In Current Accounts (Refer Note (a) below)	0.51	0.69	0.92
In Fixed Deposit Accounts with maturity more than 3 months but less than 12 months (Refer Note (b) below)	168.69	174.11	25.27
	<b>169.20</b>	<b>174.80</b>	<b>26.19</b>



## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

## (a) Includes

- (i) Balances with Banks in current accounts INR 0.04 Crore (Previous Year 2018: INR 0.04 Crore, Previous Year 2017: INR 0.05 Crore) is on account of earmarked balance for unclaimed dividend.
- (ii) Balances with Banks in current accounts INR 0.47 Crore (Previous Year 2018: INR 0.65 Crore, Previous Year 2017: INR 0.87 Crore) is amount received from flat buyers towards maintenance charges.

## (b) Includes

- (i) INR 2.18 Crore (Previous Year 2018: INR 5.82 Crore, Previous Year 2017: INR 10.03 Crore) received from flat buyers and held in trust on their behalf in a corpus fund.
- (ii) Deposits held as Deposit Repayment Reserve amounting to INR 0.10 Crore (Previous Year 2018: INR 0.20 Crore, Previous Year 2017: INR 1.15 Crore).
- (iii) Fixed deposits held as margin money and lien marked for issuing bank guarantees amounting to INR 0.23 Crore (Previous Year 2018: INR 0.22 Crore, Previous Year 2017: INR 4.09 Crore).

### 16 Loans (Current)

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>Secured, Considered Good</b>			
<b>To related parties</b>			
Loan to Related Party (refer note (a) below)	7.50	7.50	7.50
<b>To parties other than related parties</b>			
Deposits - Projects (Refer Note (b) below)	212.14	132.42	150.78
<b>Unsecured, Considered Good</b>			
<b>To related parties</b>			
Loan to Related Parties	1,809.43	1,933.91	1,844.01
<b>To parties other than related parties</b>			
Loan to others	12.88	4.89	4.63
Recoverable from projects	22.02	14.92	16.20
	<b>2,063.97</b>	<b>2,093.64</b>	<b>2,023.12</b>

(a) Loan to related party represents loan given to Prakhhyat Dwelling LLP, a joint venture of the Company and is secured against immovable property of the LLP.

(b) Deposits - Projects are Secured against Terms of Development Agreement.

### 17 Other Current Financial Assets

<b>Unsecured, Considered Good</b>			
<b>To related parties</b>			
Receivable from LLPs	34.75	19.17	13.59
Interest Accrued	288.84	239.04	208.46
Deposits - Others (refer note (a) below)	1.90	1.90	1.66
<b>To parties other than related parties</b>			
Deposits - Others	23.00	18.75	16.97
Interest Accrued	10.60	9.77	6.41
Others (includes expenses recoverable etc.)	16.69	10.41	10.13
	<b>375.78</b>	<b>299.04</b>	<b>257.22</b>

(a) Represents entities where directors are interested, viz Godrej Industries Limited INR 0.36 Crore (Previous Year 2018: INR 0.36 Crore, Previous Year 2017: INR 0.12 Crore), Annamudi Real Estates LLP INR 1.51 Crore (Previous Year 2018: INR 1.51 Crore, Previous Year 2017: INR 1.51 Crore) and Godrej One Premises Management Private Limited INR 0.03 Crore (Previous Year 2018: INR 0.03 Crore, Previous Year 2017: INR 0.03 Crore).

# NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

## 18 Other Current Non Financial Assets

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>Secured, Considered Good</b>			
<b>To parties other than related parties</b>			
Advance to Suppliers and Contractors (refer note (a) below)	5.79	11.91	19.81
<b>Unsecured, Considered Good</b>			
<b>To related parties</b>			
Unbilled Revenue (refer note (b) below)	0.20	-	-
<b>To parties other than related parties</b>			
Unbilled Revenue	57.28	83.31	81.98
Balances with Government Authorities	66.58	78.44	38.52
Advance to Suppliers and Contractors	40.53	21.55	29.19
Prepayments	1.85	1.47	1.46
Others (includes advance for development rights, deferred brokerage etc.)	51.73	47.33	37.34
	<b>223.96</b>	<b>244.01</b>	<b>208.30</b>

(a) Advance to Suppliers and Contractors includes advances amounting to INR 5.79 Crore (Previous Year 2018: INR 11.91 Crore, Previous Year 2017: INR 19.81 Crore) secured against bank guarantees.

(b) Represents entities where directors are interested, viz Godrej Agrovet Limited INR 0.02 Crore (Previous Year 2018: INR Nil, Previous Year 2017: INR Nil), Godrej Consumer Products Limited INR 0.09 Crore (Previous Year 2018: INR Nil, Previous Year 2017: INR Nil) and Godrej Industries Limited INR 0.09 Crore (Previous Year 2018: INR Nil, Previous Year 2017: INR Nil).

## 19 Equity Share Capital

### a) Authorised :

1,338,000,000 Equity Shares of INR 5/- each (Previous Year 2018: 1,338,000,000, Previous Year 2017: 538,000,000 Equity Shares of INR 5/- each)	669.00	669.00	269.00
	<b>669.00</b>	<b>669.00</b>	<b>269.00</b>

### b) Issued, Subscribed and Paid-up:

229,323,713 Equity Shares of INR 5/- each (Previous Year 2018: 216,480,128, Previous Year 2017: 216,364,692 Equity Shares of INR 5/- each) fully paid-up	114.66	108.24	108.18
	<b>114.66</b>	<b>108.24</b>	<b>108.18</b>

c) During the year, the Company has issued 78,585 equity shares (Previous Year 2018: 115,436, Previous Year 2017: 104,326 equity shares) under the Employee Stock Grant Scheme.

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

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

Particulars	March 31, 2019		March 31, 2018 (Restated)		April 01, 2017 (Restated)	
	No. of Shares	INR (in Crore)	No. of Shares	INR (in Crore)	No. of Shares	INR (in Crore)
<b>Equity Shares :</b>						
Outstanding at the beginning of the year	216,480,128	108.24	216,364,692	108.18	216,260,366	108.13
Issued during the year	12,843,585	6.42	115,436	0.06	104,326	0.05
Outstanding at the end of the year	229,323,713	114.66	216,480,128	108.24	216,364,692	108.18

### e) Shareholding Information

Equity Shares are held by:	March 31, 2019		March 31, 2018 (Restated)		April 01, 2017 (Restated)	
	No. of Shares	INR (in Crore)	No. of Shares	INR (in Crore)	No. of Shares	INR (in Crore)
Godrej Industries Limited (Holding Company)	123,027,510	61.51	122,681,066	61.34	122,681,066	61.34
Godrej & Boyce Manufacturing Company Limited (Ultimate Holding Company upto March 29, 2017)	10,650,688	5.33	10,650,688	5.33	10,650,688	5.33
Ensemble Holdings & Finance Limited (Subsidiary of Holding Company)	1,382,310	0.69	1,382,310	0.69	1,382,310	0.69
Innovia Multiventures Private Limited (Subsidiary of Holding Company)	7,440,862	3.72	-	-	-	-

### f) Rights, preferences and restrictions attached to Equity shares

The Company has only one class of equity shares having a par value of INR 5/- per share. Each holder of equity shares is entitled to one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the Shareholders in the Annual General Meeting except in case of interim dividend. In the event of liquidation, the shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

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

Equity shares	March 31, 2019		March 31, 2018 (Restated)		April 01, 2017 (Restated)	
	No. of Shares	%	No. of Shares	%	No. of Shares	%
Godrej Industries Limited	123,027,510	53.65%	122,681,066	56.67%	122,681,066	56.70%

# NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

## h) Equity Shares allotted as fully paid-up without payment being received in cash

### Particulars

#### Equity Shares:

Godrej Industries Limited

March 31, 2016

No. of Shares	INR (In Crore)
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16,745,762	8.37
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The Company has not allotted any equity shares as fully paid-up without payment being received in cash in preceding five years other than those disclosed above.

## i) Equity Shares Reserved for Issue Under Options (refer note 39)

### Particulars

March 31, 2019

March 31, 2018  
(Restated)

April 01, 2017  
(Restated)

No. of Shares	INR (in Crore)
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No. of Shares	INR (in Crore)
------------------	-------------------

No. of Shares	INR (In Crore)
------------------	-------------------

(i) 29,294 Employee Stock Grants eligible for 29,294 equity shares of INR 5/- each vesting on May 31, 2017.	-	-	-	-	29,294	0.01
(ii) 769 Employee Stock Grants eligible for 769 equity shares of INR 5/- each vesting on October 31, 2017	-	-	-	-	769	0.00
(iii) 18,422 Employee Stock Grants eligible for 18,422 equity shares of INR 5/- each, out of which 18,422 is vesting on May 31, 2018	-	-	18,422	0.01	50,432	0.03
(iv) 6,954 Employee Stock Grants eligible for 6,954 equity shares of INR 5/- each, out of which 6,954 is vesting on May 31, 2018	-	-	6,954	0.00	13,908	0.01
(v) 1,037 Employee Stock Grants eligible for 1,037 equity shares of INR 5/- each, out of which 1,037 is vesting on August 31, 2018	-	-	1,037	0.00	2,073	0.00
(vi) 706 Employee Stock Grants eligible for 706 equity shares of INR 5/- each, out of which 706 is vesting on January 31, 2019	-	-	706	0.00	1,413	0.00

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

Particulars	March 31, 2019		March 31, 2018 (Restated)		April 01, 2017 (Restated)	
	No. of Shares	INR (in Crore)	No. of Shares	INR (in Crore)	No. of Shares	INR (In Crore)
(vii) 26,242 Employee Stock Grants eligible for 26,242 equity shares of INR 5/- each, out of which 26,242 is vesting on June 01, 2019.	26,242	0.01	64,045	0.03	113,423	0.06
(viii) 871 Employee Stock Grants eligible for 871 equity shares of INR 5/- each, out of which 871 is vesting on January 01, 2020	871	0.00	1,741	0.00	2,612	0.00
(ix) 204 Employee Stock Grants eligible for 204 equity shares of INR 5/- each, out of which 204 is vesting on March 01, 2020	204	0.00	408	0.00	613	0.00
(x) 49,573 Employee Stock Grants eligible for 49,573 equity shares of INR 5/- each, out of which 24,787 is vesting on May 31, 2019 and 24,786 is vesting on May 31, 2020.	49,573	0.02	85,616	0.04	-	-
(xi) 1,953 Employee Stock Grants eligible for 1,953 equity shares of INR 5/- each, out of which 977 is vesting on June 09, 2019 and 976 is vesting on June 09, 2020	1,953	0.00	2,930	0.00	-	-
(xii) 54,749 Employee Stock Grants eligible for 54,749 equity shares of INR 5/- each, out of which 18,250 is vesting on May 15, 2019, 18,250 is vesting on May 15, 2020 and 18,249 is vesting on May 15, 2021	54,749	0.03	-	-	-	-
(xiii) 321 Employee Stock Grants eligible for 321 equity shares of INR 5/- each, out of which 107 is vesting on May 18, 2019, 107 is vesting on May 18, 2020 and 107 is vesting on May 18, 2021	321	0.00	-	-	-	-

INR 0.00 represents amount less than INR 50,000

# NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

## 20 Borrowings (Non-Current)

Particulars	Maturity Date	Terms of repayment	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>Unsecured Debentures</b>					
7.82% 5,000 (Previous Year 2018: 5,000, Previous Year 2017: Nil) redeemable non-convertible debentures ("NCD") of face Value INR 1,000,000 each	September 25, 2020	Single Principal Repayment at the end of the Term	500.00	500.00	-
			<b>500.00</b>	<b>500.00</b>	<b>-</b>

## 21 Provisions (Non-Current)

<b>Provision for Employee Benefits</b>			
Gratuity	11.51	11.33	6.46
	<b>11.51</b>	<b>11.33</b>	<b>6.46</b>

## 22 Borrowings (Current)

	Interest Rate p.a	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>Secured Loans</b>				
<b>From Banks</b>	8.30%-8.60%			
Working Capital Demand Loan (Refer Note (a) below)		803.84	804.73	801.93
Cash Credit Loan (Refer Note (b) below)		108.46	135.58	460.43
<b>Unsecured Loans</b>				
<b>From Banks</b>	7.48%-9.00%			
Overdraft Facilities		176.03	626.30	255.20
Other Loans		1,271.51	697.84	598.60
<b>From Others</b>	7.49%-7.91%			
Commercial Papers		656.00	938.41	1,389.50
		<b>3,015.84</b>	<b>3,202.86</b>	<b>3,505.66</b>

- (a) Secured Working Capital Demand Loan of INR 800 Crore (Previous Year 2018: INR 800 Crore, Previous Year 2017: INR 800 Crore) availed from Bank secured by hypothecation of Current Assets of the Company, hypothecation of work-in-progress of Godrej Projects Development Limited (wholly owned subsidiary), mortgage of Immovable property (including all fit-outs therein) of the Company at Unit No 5C, on the 5th Floor in Godrej One (along with car parking spaces) at Pirojshanagar, Vikhroli East, Mumbai and hypothecation of Current Assets excluding work-in-progress of Godrej Projects Development Limited (wholly owned subsidiary) is provided as collateral security.
- (b) Cash Credit availed from Bank is secured, by hypothecation of the Current Assets of the Company, hypothecation of work-in-progress of Godrej Projects Development Limited (wholly owned subsidiary), mortgage of Immovable property (including all fit-outs therein) of the Company at Unit No 5C, on the 5th Floor in Godrej One (along with car parking spaces) at Pirojshanagar, Vikhroli East, Mumbai and hypothecation of Current Assets excluding work-in-progress of Godrej Projects Development Limited (wholly owned subsidiary) is provided as collateral security, and payable on demand.



## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

**23 Other Current Financial Liabilities**

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
Interest payable	20.14	20.14	-
Unclaimed Fixed Deposits and Interest	0.52	0.79	1.48
Unclaimed Dividend	0.04	0.04	0.05
Deposits - Others	2.30	2.50	0.72
Advance Share of Profit from Joint Ventures	19.65	16.80	23.54
Share of Loss from LLPs	40.66	22.54	6.68
Employee Benefits Payable	108.80	66.06	26.95
Other Liabilities (includes advance for development rights, etc.)	48.90	61.92	37.36
	<b>241.01</b>	<b>190.79</b>	<b>96.78</b>

**24 Other Current Non Financial Liabilities**

Statutory Dues	24.14	27.67	16.07
Advances Received Against Sale of Flats/ Units	1,158.39	1,596.26	954.96
Other (includes advance from customer for maintenance, etc.)	4.75	3.51	1.80
	<b>1,187.28</b>	<b>1,627.44</b>	<b>972.83</b>

**25 Provisions (Current)**

<b>Provision for Employee Benefits</b>			
Gratuity	1.94	0.26	0.12
Compensated Absences	2.63	1.56	0.21
Others (Refer Note (a) below)	1.75	1.50	-
Provision for Tax Dues (Refer Note (b) below)	4.66	4.66	-
	<b>10.98</b>	<b>7.98</b>	<b>0.33</b>

(a) Others include provision made during the year for legal cases. The same is expected to be settled in foreseeable future. (Utilised: INR Nil (Previous Year 2018: INR Nil, Previous Year 2017: INR Nil), Accrued INR 0.25 Crore (Previous Year 2018: INR 1.50 Crore, Previous Year 2017: INR Nil))

(b) Provision for tax dues. (Utilised: INR Nil (Previous Year 2018: INR Nil, Previous Year 2017: INR Nil) and Accrued: INR Nil (Previous Year 2018: INR 4.66 Crore, Previous Year 2017: INR Nil)).

**26 Revenue from Operations**

	March 31, 2019	March 31, 2018 (Restated)
Sale of Real Estate Developments	1,326.78	406.68
Sale of Services	78.69	124.35
<b>Other Operating Revenues</b>		
Other Income from Customers	23.63	20.81
Share of Profit in Limited Liability Partnerships	0.19	2.11
Lease Rent	4.46	2.43
	<b>1,433.75</b>	<b>556.38</b>

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

### 27 Other Income

Particulars	March 31, 2019	March 31, 2018 (Restated)
Interest Income	303.59	266.28
Dividend Income	0.00	0.00
Profit on Sale of Property, Plant and Equipment (net)	-	0.08
Income from Investment measured at FVTPL	94.21	11.83
Profit on Sale of Investments (net)	58.26	212.76
Miscellaneous Income	4.19	2.66
	<b>460.25</b>	<b>493.61</b>

### 28 Cost of materials consumed

Land/ Development Rights	65.13	83.43
Construction, Material and Labour	234.40	311.81
Architect Fees	2.02	16.59
Other Costs	71.97	50.55
Finance Costs	135.82	185.50
	<b>509.34</b>	<b>647.88</b>

### 29 Change in inventories of finished goods and construction work-in-progress

<b>Inventories at the beginning of the year</b>		
Finished Goods	64.46	56.74
Construction Work-in-Progress	2,016.19	1,805.56
	<b>2,080.65</b>	<b>1,862.30</b>
<b>Inventories at the end of the year</b>		
Finished Goods	71.37	64.46
Construction Work-in-Progress	1,508.73	2,016.19
	<b>1,580.10</b>	<b>2,080.65</b>
Less : Transferred to Property, Plant and Equipment	-	12.79
Less : Transferred to Investment Property	-	2.60
	<b>500.54</b>	<b>(233.74)</b>

### 30 Employee Benefits Expense

Salaries, Bonus and Allowances	132.30	88.93
Contribution to Provident and Other Funds	2.90	1.30
Share Based Payments to Employees	3.55	3.99
Staff Welfare Expenses	4.77	4.52
	<b>143.52</b>	<b>98.74</b>

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

### 31 Finance Costs

Particulars	March 31, 2019	March 31, 2018 (Restated)
Interest Expense	296.85	290.77
Interest on Income Tax	0.38	0.00
<b>Total Interest Expense</b>	<b>297.23</b>	290.77
Other Borrowing costs	90.54	86.68
<b>Total Finance Costs</b>	<b>387.77</b>	377.45
Less : Transferred to construction work-in-progress	(135.82)	(185.50)
<b>Net Finance Costs</b>	<b>251.95</b>	191.95

### 32 Depreciation and Amortisation Expense

Depreciation and amortisation on Property, Plant and Equipment	9.87	11.43
Depreciation on Investment Property	0.28	0.12
Amortisation of Intangible Assets	2.97	2.98
	<b>13.12</b>	14.53

### 33 Other Expenses

Consultancy Charges	32.86	28.71
Rent	6.36	5.51
Insurance	1.17	1.10
Rates and Taxes	0.50	3.97
Advertisement and Marketing Expense	51.24	45.32
Other Expenses	98.42	84.05
	<b>190.55</b>	168.66

### 34 Earnings Per Share

#### a) Basic Earnings Per Share

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

#### (i) Profit attributable to ordinary shareholders (basic)

Profit for the year, attributable to ordinary shareholders of the Company

209.35	105.04
<b>209.35</b>	<b>105.04</b>

#### (ii) Weighted average number of ordinary shares (basic)

Weighted average number of equity shares at the beginning of the year

Add: Weighted average number of equity shares issued during the year

Add: Weighted average effect of share options exercised

Weighted average number of equity shares outstanding at the end of the year

216,480,128	216,364,692
10,386,863	-
63,456	79,812
<b>226,930,447</b>	<b>216,444,504</b>

**Basic Earnings Per Share (INR) (Face value INR 5 each)**

(Previous year 2018: INR 5 each)

9.22	4.85
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INR 0.00 represents amount less than INR 50,000

# NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

## b) Diluted Earnings Per Share

The calculation of diluted earnings per share is based on the profit attributable to ordinary shareholders and weighted average number of ordinary shares outstanding after adjustment for the effects of all dilutive potential ordinary shares.

Particulars	March 31, 2019	March 31, 2018 (Restated)
<b>(i) Profit attributable to ordinary shareholders (diluted)</b>		
Profit for the year, attributable to ordinary shareholders of the Company	209.35	105.04
	<b>209.35</b>	105.04
<b>(ii) Weighted average number of ordinary shares (diluted)</b>		
Weighted average number of equity shares outstanding (basic)	226,930,447	216,444,504
Add: Weighted average effect of potential equity shares under ESGs plan	87,722	132,923
	<b>227,018,169</b>	216,577,427
<b>Diluted Earnings Per Share (INR) (Face value INR 5 each)</b> (Previous year 2018: INR 5 each)	<b>9.22</b>	4.85

## 35 Employee benefits

### a) Defined Contribution Plans:

Contribution to Defined Contribution Plans recognised as expense for the year are as under:

Employer's Contribution to Provident Fund (Gross before Allocation)	7.95	7.28
Employer's Contribution to ESIC	0.00	0.00

### b) Defined Benefit Plans:

#### Contribution to Gratuity Fund (Non-Funded)

Gratuity is payable to all eligible employees on death or on separation/ termination in terms of the provisions of the Payment of Gratuity Act or as per the Company's policy whichever is beneficial to the employees.

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

#### (i) Changes in present value of defined benefit obligation

	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
Present value of obligation as at beginning of the year	11.59	6.58	5.47
Interest Cost	0.90	0.51	0.43
Current Service Cost	2.38	1.44	1.22
Benefits Paid	(1.51)	(1.20)	(1.04)
Effect of Liability Transfer in	0.11	0.02	0.03
Effect of Liability Transfer out	(0.52)	-	(0.00)
Actuarial (gains)/ losses on obligations - due to change in demographic assumptions	(0.79)	0.22	-

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
Actuarial (gains)/ losses on obligations - due to change in financial assumptions	0.42	3.49	0.19
Actuarial (gains) /losses on obligations - due to change in experience	0.87	0.53	0.28
Present value of obligation as at the end of the year	13.45	11.59	6.58

### (ii) Amount recognised in the Standalone Balance Sheet

	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
Present value of obligation as at end of the year	13.45	11.59	6.58
Fair value of plan assets as at end of the year	-	-	-
Net obligation as at end of the year	13.45	11.59	6.58

### (iii) Net gratuity cost for the year

	March 31, 2019	March 31, 2018 (Restated)
<b>Recognised in the Standalone Statement of Profit and Loss</b>		
Current Service Cost	2.38	1.44
Interest Cost	0.90	0.51
Total	3.28	1.95
<b>Recognised in Other Comprehensive Income (OCI)</b>		
Remeasurement due to:		
Actuarial (gains)/losses on obligations - due to change in demographic assumptions	(0.79)	0.22
Actuarial (gains)/losses on obligations - due to change in financial assumptions	0.42	3.49
Actuarial (gains)/losses on obligations - due to change in experience	0.87	0.53
Total	0.50	4.24
<b>Net Gratuity cost in Total Comprehensive Income (TCI)</b>	3.78	6.19

The cumulative amount of actuarial (gains) / losses on obligations recognised in other comprehensive income as at March 31, 2019 is INR 4.01 Crore (Previous Year 2018: INR 3.68 Crore, Previous Year 2017: INR 0.92 Crore).

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

### (iv) The Principal assumptions used in determining the present value of defined benefit obligation for the Company's plan are given below:

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
Discount rate	7.07%	7.78%	7.74%
Salary Escalation rate	8%	8%	5%
Attrition Rate	17%	For service 4 years and below 8.50% p.a. & For service 5 years and above 2.80% p.a.	1%
Mortality	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality (2006-08)

### (v) Sensitivity analysis

A quantitative sensitivity analysis on Defined Benefit Obligation for significant assumptions as at March 31, 2019 is shown below:

	March 31, 2019		March 31, 2018 (Restated)		April 01, 2017 (Restated)	
	Increase	Decrease	Increase	Decrease	Increase	Decrease
Discount Rate (1% movement)	(0.59)	0.65	(1.36)	1.64	(0.82)	1.00
Salary escalation rate (1% movement)	0.64	(0.59)	1.62	(1.37)	1.02	(0.85)
Attrition Rate (1% movement)	(0.09)	0.10	(0.10)	0.10	0.23	(0.28)

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet. There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior year.

### (vi) The expected future cash flows in respect of gratuity as at March 31, 2019 were as follows:

Maturity Analysis of Projected Benefit Obligation: From the Employer

Projected Benefits Payable in Future Years from the Reporting Date	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
1st Following Year	1.94	0.26	0.12
2nd Following Year	1.80	0.45	0.11
3rd Following Year	1.88	0.45	0.28
4th Following Year	1.62	0.63	0.20
5th Following Year	1.59	0.42	0.35
Sum of Years 6 to 10	5.67	3.79	2.14

### Compensated absences

Compensated absences for employee benefits of INR 1.28 Crore (Previous Year 2018: INR 1.47 Crore) expected to be paid in exchange for the services recognised as an expense during the year.



## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

### 36 Financial instruments – Fair values and risk management

#### a) Accounting classification and fair values

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

March 31, 2019	Carrying amount			Fair value			
	Fair value through profit or loss	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>							
<b>Non-Current</b>							
Investment in Preference Shares	-	0.11	0.11	-	-	-	-
Other Investments							
Investment in Debentures	319.59	405.58	725.18	-	319.59	-	319.59
Investment in Equity Instruments	0.00	-	0.00	0.00	-	-	0.00
Loans	-	28.57	28.57	-	-	-	-
<b>Current</b>							
Investments	887.68	-	887.68	887.68	-	-	887.68
Trade receivables	-	103.63	103.63	-	-	-	-
Cash and cash equivalents	-	112.92	112.92	-	-	-	-
Bank balances other than above	-	169.20	169.20	-	-	-	-
Loans	-	2,063.97	2,063.97	-	-	-	-
Other Current Financial Assets	-	375.78	375.78	-	-	-	-
	<b>1,207.27</b>	<b>3,259.76</b>	<b>4,467.03</b>	<b>887.68</b>	<b>319.59</b>	<b>-</b>	<b>1,207.27</b>
<b>Financial Liabilities</b>							
<b>Non-Current</b>							
Borrowings	-	500.00	500.00	-	500.00	-	500.00
<b>Current</b>							
Borrowings	-	3,015.84	3,015.84	-	-	-	-
Trade Payables	-	143.02	143.02	-	-	-	-
Other Current Financial Liabilities	-	241.01	241.01	-	-	-	-
	<b>-</b>	<b>3,899.87</b>	<b>3,899.87</b>	<b>-</b>	<b>500.00</b>	<b>-</b>	<b>500.00</b>

INR 0.00 represents amount less than INR 50,000

# NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

March 31, 2018 (Restated)	Carrying amount			Fair value			
	Fair value through profit or loss	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>							
<b>Non-Current</b>							
Investment in Preference Shares	-	0.12	0.12	-	-	-	-
Other Investments							
Investment in Debentures	278.59	255.12	533.71	-	278.59	-	278.59
Investment in Equity Instruments	0.00	-	0.00	0.00	-	-	0.00
Loans	-	83.81	83.81	-	-	-	-
<b>Current</b>							
Investments	463.85	-	463.85	463.85	-	-	463.85
Trade receivables	-	105.44	105.44	-	-	-	-
Cash and cash equivalents	-	110.70	110.70	-	-	-	-
Bank Balances other than above	-	174.80	174.80	-	-	-	-
Loans	-	2,093.64	2,093.64	-	-	-	-
Other Current Financial Assets	-	299.04	299.04	-	-	-	-
	<b>742.44</b>	<b>3,122.67</b>	<b>3,865.11</b>	<b>463.85</b>	<b>278.59</b>	<b>-</b>	<b>742.44</b>
<b>Financial Liabilities</b>							
<b>Non Current</b>							
Borrowings	-	500.00	500.00	-	500.00	-	500.00
<b>Current</b>							
Borrowings	-	3,202.86	3,202.86	-	-	-	-
Trade Payables	-	208.82	208.82	-	-	-	-
Other Current Financial Liabilities	-	190.79	190.79	-	-	-	-
	<b>-</b>	<b>4,102.47</b>	<b>4,102.47</b>	<b>-</b>	<b>500.00</b>	<b>-</b>	<b>500.00</b>

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

April 01, 2017 (Restated)	Carrying amount			Fair value			
	Fair value through profit and loss	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>							
<b>Non-Current</b>							
Investment in Preference Shares	-	0.05	0.05	-	-	-	-
Other Investments							
Investment in Debentures	2.99	208.49	211.48	-	2.99	-	2.99
Investment in Equity Instruments	0.00	-	0.00	0.00	-	-	0.00
Loans	-	76.42	76.42	-	-	-	-
Other Non-Current Financial Assets	-	1.83	1.83	-	-	-	-
<b>Current</b>							
Investments	285.21	-	285.21	285.21	-	-	285.21
Trade receivables	-	152.26	152.26	-	-	-	-
Cash and cash equivalents	-	48.71	48.71	-	-	-	-
Bank Balances other than above	-	26.19	26.19	-	-	-	-
Loans	-	2,023.12	2,023.12	-	-	-	-
Other Current Financial Assets	-	257.22	257.22	-	-	-	-
	<b>288.20</b>	<b>2,794.29</b>	<b>3,082.49</b>	<b>285.21</b>	<b>2.99</b>	<b>-</b>	<b>288.20</b>
<b>Financial Liabilities</b>							
<b>Current</b>							
Borrowings	-	3,505.66	3,505.66	-	-	-	-
Trade Payables	-	149.26	149.26	-	-	-	-
Other Current Financial Liabilities	-	96.78	96.78	-	-	-	-
	<b>-</b>	<b>3,751.70</b>	<b>3,751.70</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

**b) Measurement of Fair Value**

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

INR 0.00 represents amount less than INR 50,000

# NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

## c) Risk Management Framework

The Company's Board of Directors have overall responsibility for the establishment and oversight of the Company's risk management framework. The Board of Directors have established the Risk Management Committee, which is responsible for developing and monitoring the Company's risk management policies. The committee reports regularly to the Board of Directors on its activities.

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

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

## d) Financial risk management

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

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

### (i) Credit risk

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

The carrying amount of financial assets represents the maximum credit exposure.

### Trade Receivables

Customer credit risk is managed by requiring customers to pay advances through progress billings before transfer of ownership, therefore substantially eliminating the Company's credit risk in this respect.

The Company's credit risk with regard to trade receivable has a high degree of risk diversification, due to the large number of projects of varying sizes and types with numerous different customer categories in a large number of geographical markets.

As per simplified approach, the Company makes provision of expected credit losses on trade receivables to mitigate the risk of default payments and makes appropriate provision at each reporting date wherever outstanding is for longer period and involves higher risk.

The movement in the allowance for impairment in respect of trade receivables during the year was as follows:

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
Opening balance	9.47	0.55	0.55
Add: Impairment loss recognised	16.30	8.92	-
Less: Impairment loss reversed	2.32	-	-
Closing balance	23.45	9.47	0.55

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

### Investment in Debt Securities, Loans to Related Parties and Project Deposits

The Company has investments in compulsorily convertible debentures / optionally convertible debentures, preference shares, loans to related parties and project deposits. The settlement of such instruments is linked to the completion of the respective underlying projects. Such Financial Assets are not impaired as on the reporting date.

### Cash and Bank balances

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

### (ii) Liquidity risk

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

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

The Company has access to funds from debt markets through loan from banks, commercial papers, fixed deposits from public and other debt instruments. The Company invests its surplus funds in bank fixed deposits and debt based mutual funds.

### Exposure to liquidity risk

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

March 31, 2019	Carrying Amount	Contractual cash flows				
		Total	Within 12 months	1-2 years	2-5 years	More than 5 years
<b>Financial Liabilities</b>						
<b>Non-Current</b>						
Borrowings	500.00	558.06	18.96	539.10	-	-
<b>Current</b>						
Borrowings	3,015.84	3,067.00	3,067.00	-	-	-
Trade Payables	143.02	143.91	133.51	9.16	1.24	-
Other Current Financial Liabilities	241.01	241.01	241.01	-	-	-

March 31, 2018 (Restated)	Carrying Amount	Contractual cash flows				
		Total	Within 12 months	1-2 years	2-5 years	More than 5 years
<b>Financial Liabilities</b>						
<b>Non Current</b>						
Borrowings	500.00	597.16	18.96	39.10	539.10	-
<b>Current</b>						
Borrowings	3,202.86	3,301.75	3,301.75	-	-	-
Trade Payables	208.82	210.02	186.70	20.06	3.26	-
Other Current Financial Liabilities	190.79	190.79	185.29	4.93	-	0.57

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

April 01, 2017 (Restated)	Carrying Amount	Contractual cash flows				
		Total	Within 12 months	1-2 years	2-5 years	More than 5 years
<b>Financial Liabilities</b>						
<b>Current</b>						
Borrowings	3,505.66	3,550.13	3,550.13	-	-	-
Trade Payables	149.26	149.26	131.06	13.52	4.68	-
Other Current Financial Liabilities	96.78	96.78	96.62	0.16	-	-

### (iii) Market Risk

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

#### a) Currency Risk

Currency risk is not material, as the Company's primary business activities are within India and does not have significant exposure in foreign currency.

#### b) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The management is responsible for the monitoring of the Company's interest rate position. Various variables are considered by the management in structuring the Company's borrowings to achieve a reasonable, competitive, cost of funding.

#### Exposure to interest rate risk

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

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>Financial liabilities</b>			
Variable rate instruments	684.49	1,160.24	1,214.99
Fixed rate instruments	2,827.14	2,536.17	2,286.74
	<b>3,511.63</b>	<b>3,696.41</b>	<b>3,501.73</b>
<b>Financial assets</b>			
Variable rate instruments	-	-	-
Fixed rate instruments	3,030.61	2,956.81	2,335.76
	<b>3,030.61</b>	<b>2,956.81</b>	<b>2,335.76</b>

#### Fair value sensitivity analysis for fixed rate instruments

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

#### Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 100 basis points in interest rate would have resulted in variation in the interest expense for the Company by the amounts indicated in the table below. Given that the Company capitalises interest to the cost of inventory to the extent permissible, the amounts indicated below may have an impact on reported profits over the life cycle of projects to which such interest is capitalised. This calculation also assumes that the change occurs at the balance



## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

sheet date and has been calculated based on risk exposures outstanding as at that date. The year end balances are not necessarily representative of the average debt outstanding during the period.

Particulars	Profit or Loss INR (In Crore)	
	100 BP increase	100 BP decrease
<b>March 31, 2019</b>		
<b>Financial Liabilities</b>		
Variable rate instruments		
Borrowings	(6.84)	6.84
<b>Cash flow sensitivity (net)</b>	(6.84)	6.84
<b>March 31, 2018 (Restated)</b>		
<b>Financial Liabilities</b>		
Variable rate instruments		
Borrowings	(11.60)	11.60
<b>Cash flow sensitivity (net)</b>	(11.60)	11.60
<b>April 01, 2017 (Restated)</b>		
<b>Financial Liabilities</b>		
Variable rate instruments		
Borrowings	(12.15)	12.15
<b>Cash flow sensitivity (net)</b>	(12.15)	12.15

The Company does not have any additional impact on equity other than the impact on retained earnings.

### 37 Capital Management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business.

The Board of Directors seek to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages by a sound capital position.

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

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

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
Net debt	2,366.18	2,973.65	3,145.55
Total equity	2,657.05	1,447.88	1,341.87
<b>Net debt to equity ratio</b>	<b>0.89</b>	<b>2.05</b>	<b>2.34</b>

### 38 Employee Stock Option Plan

During the year ended March 31, 2008, the Company instituted an Employee Stock Option Plan (GPL ESOP) approved by the Board of Directors, the Shareholders and the Remuneration Committee, which provided allotment of 885,400 options convertible into 885,400 Equity Shares of INR 5/- each to eligible employees of Godrej Properties Limited and its Subsidiary Companies (the Participating Companies) with effect from December 28, 2007.

The Scheme is administered by an Independent ESOP Trust which has purchased shares from Godrej Industries Limited (The Holding Company), equivalent to the number of options granted to the eligible employees of the Participating Companies.

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

Particulars	No. of Options			Weighted Average Exercise Price
	As at March 31, 2019	As At March 31, 2018 (Restated)	As At April 01, 2017 (Restated)	
Options Outstanding at the beginning of the year	-	-	245,400	INR 310 (plus interest till March 31, 2012)
Options granted	-	-	-	
Options exercised	-	-	-	
Less : Forfeited / Lapsed / Idle/ Available for Reissue	-	-	245,400	
Options Outstanding at the end of the year	-	-	-	INR 310 (plus interest till March 31, 2012)

The exercise period of the GPL ESOP had expired on December 27, 2016 and consequently all the unexercised options were rendered lapsed. The GPL ESOP now stands terminated and the shares held by the Trust were sold during the year ended March 31, 2017.

### 39 Employee Stock Grant Scheme

The Company instituted an Employee Stock Grant Scheme (GPL ESGS) approved by the Board of Directors, the Shareholders and the Remuneration Committee.

a) Details of Stock Grants are as under:

Particulars	No. of Options			Weighted average Exercise Price (INR)	Weighted average Share Price (INR)
	As at March 31, 2019	As At March 31, 2018 (Restated)	As At April 01, 2017 (Restated)		
Options Outstanding at the beginning of the year	181,859	214,537	254,597	5.00	712.74
Add: Options granted	58,635	88,546	122,127		
Less: Options exercised	78,585	115,436	104,326		
Less : Option lapsed	27,996	5,788	57,861		
Options Outstanding at the end of the year	133,913	181,859	214,537		

- b) The weighted average exercise price of the options outstanding as at March 31, 2019 is INR 5 per share (Previous year 2018: INR 5 per share, Previous Year 2017: INR 5 per share) and the weighted average remaining contractual life of the options outstanding as at March 31, 2019 is 0.76 years (Previous year 2018: 0.38 years, Previous Year 2017: 0.89 years).
- c) The fair value of the employee share options has been measured using the Black-Scholes Option Pricing Model. The weighted average fair value of the options granted is INR 593.60 (Previous year 2018: INR 414.32, Previous Year 2017: INR 279.78).

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

The following table lists the average inputs to the model used for the plan for the year ended March 31, 2019:

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)	Description of the Inputs used
Dividend yield %	-	-	-	Dividend yield of the options is based on recent dividend activity.
Expected volatility %	32% - 42%	32% - 42%	29 % - 43%	Expected volatility of the option is based on historical volatility, during a period equivalent to the option life, of the observed market prices of the Company's publicly traded equity shares.
Risk free Interest rate %	6.31 % - 7.20%	6.31 % - 8.57%	6.31 % - 8.57%	Risk-free interest rates are based on the government securities yield in effect at the time of the grant.
Expected life of share options	1 to 3 years	1 to 3 years	1 to 3 years	
Weighted Average Market price on date of granting the options	INR 598.00	INR 419.47	INR 286.40	

- d) The expense arising from ESGS scheme during the year is INR 3.55 Crore (Previous Year 2018: INR 3.99 Crore).

### 40 Leases

- a) The Company has recognised INR 6.36 Crore (Previous Year 2018: INR 5.51 Crore) towards minimum lease payments and INR 4.46 Crore (Previous Year 2018: INR 2.43 Crore) minimum lease receipt in the Standalone statement of profit and loss.

b) **As a lessor**

The Company's significant leasing arrangements are in respect of operating leases for Commercial premises. Lease income from operating leases is recognised on a straight-line basis over the period of lease. The future minimum lease receivables of non-cancellable operating leases are as under:

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 1, 2017 (Restated)
Future minimum lease receipts under operating leases			
Not later than 1 year	2.83	3.79	1.84
Later than 1 year and not later than 5 years	12.42	16.24	7.78
Later than 5 years	46.36	53.47	48.95

c) **As a Lessee**

The Company's significant leasing arrangements are in respect of operating leases for Commercial / Residential premises. Lease expenditure for operating leases is recognised on a straight-line basis over the period of lease. These leasing arrangements are non-cancellable / cancellable and are renewable on a periodic basis by mutual consent on mutually accepted terms. The future minimum lease payments of non-cancellable operating leases are as under:

Future minimum lease payments under operating leases			
Not later than 1 year	6.43	4.96	4.10
Later than 1 year and not later than 5 years	7.85	8.09	10.11
Later than 5 years	-	-	0.38

# NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

## 41 Related Party Transactions

### 1. Related Party Disclosures:

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

#### **Relationships:**

#### **i) Holding and Ultimate Holding Companies:**

Godrej Industries Limited (GIL)

GIL is the subsidiary of Vora Soaps Limited, the Ultimate Holding Company (w.e.f. March 30, 2017 upto December 14, 2018).

#### **ii) a) Subsidiaries Companies:**

- 1 Godrej Buildcon Private Limited (merged with Godrej Projects Development Limited w.e.f. December 01, 2017)
- 2 Godrej Projects Development Limited
- 3 Godrej Garden City Properties Private Limited
- 4 Godrej Green Homes Limited (Upto March 16, 2018)
- 5 Godrej Home Developers Private Limited
- 6 Godrej Hillside Properties Private Limited
- 7 Godrej Investment Advisors Private Limited (Upto June 21, 2017)
- 8 Godrej Fund Management Pte. Ltd (Incorporated in Singapore) (Subsidiary of Godrej Investment Advisers Private Limited) (Upto June 21, 2017)
- 9 Godrej Prakriti Facilities Private Limited
- 10 Godrej Highrises Properties Private Limited
- 11 Godrej Genesis Facilities Management Private Limited
- 12 Prakritiplaza Facilities Management Private Limited
- 13 Godrej Skyline Developers Private Limited (Upto September 28, 2017)
- 14 Citystar Infraprojects Limited
- 15 Godrej Residency Private Limited
- 16 Godrej Landmark Redevelopers Private Limited (w.e.f. March 15, 2019)
- 17 Godrej Properties Worldwide Inc., USA

#### **b) Subsidiaries Limited Liability Partnership :**

- 1 Godrej Highrises Realty LLP
- 2 Godrej Project Developers & Properties LLP
- 3 Maan-Hinge Township Developers LLP (formerly known as Godrej Projects (Pune) LLP) (Upto January 31, 2019)
- 4 Mahalunge Township Developers LLP (formerly known as Godrej Land Developers LLP) (Upto January 31, 2019)
- 5 Godrej Developers & Properties LLP (Upto October 29, 2017)
- 6 Godrej Highview LLP (Upto June 14, 2017)
- 7 Godrej Projects North Star LLP (Upto September 26, 2017)
- 8 Godrej Skyview LLP
- 9 Godrej Green Properties LLP
- 10 Godrej Projects (Soma) LLP
- 11 Godrej Projects North LLP

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

- 12 Godrej Athenmark LLP (w.e.f April 20, 2017)
- 13 Godrej Vestamark LLP (w.e.f April 20, 2017)
- 14 Godrej Irismark LLP (w.e.f April 20, 2017 upto January 23, 2018)
- 15 Manjari Housing Projects LLP (formerly known as Godrej Avamark LLP) (w.e.f. April 20, 2017 upto January 31, 2019)
- 16 Embellish Houses LLP (w.e.f February 13, 2019)
- 17 Godrej City Facilities Management LLP (w.e.f. March 18, 2019)

### iii) a) **Associates:**

- 1 Godrej One Premises Management Private Limited

### b) **Joint Venture :**

- 1 Godrej Realty Private Limited
- 2 Mosaic Landmarks LLP
- 3 Dream World Landmarks LLP
- 4 Godrej Landmark Redevelopers Private Limited (upto March 14, 2019)
- 5 Godrej Redevelopers (Mumbai) Private Limited
- 6 Oxford Realty LLP
- 7 Godrej SSPDL Green Acres LLP
- 8 Caroa Properties LLP
- 9 M S Ramaiah Ventures LLP
- 10 Oasis Landmarks LLP
- 11 Amitis Developers LLP
- 12 Godrej Construction Projects LLP
- 13 Godrej Housing Projects LLP
- 14 Godrej Greenview Housing Private Limited
- 15 Wonder Space Properties Private Limited
- 16 Wonder City Buildcon Private Limited
- 17 Godrej Home Constructions Private Limited
- 18 Wonder Projects Development Private Limited
- 19 Godrej Property Developers LLP
- 20 AR Landcraft LLP
- 21 Godrej Real View Developers Private Limited
- 22 Pearlite Real Properties Private Limited
- 23 Bavdhan Realty @ Pune 21 LLP
- 24 Prakhhyat Dwellings LLP
- 25 Godrej Highview LLP (w.e.f. June 15, 2017)
- 26 Godrej Projects North Star LLP (Formerly known as Godrej Century LLP (w.e.f. September 27, 2017)
- 27 Godrej Skyline Developers Private Limited (w.e.f. September 29, 2017)
- 28 Godrej Developers & Properties LLP (w.e.f. October 30, 2017)

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

- 29 Godrej Green Homes Limited (w.e.f. March 17, 2018)
- 30 Sai Srushti One Hub Projects LLP (w.e.f. January 31, 2018)
- 31 Godrej Irismark LLP (w.e.f. January 24, 2018)
- 32 Roseberry Estate LLP (w.e.f. September 18, 2018 )
- 33 Ashank Macbricks Private Limited (w.e.f. July 31, 2018)
- 34 Suncity Infrastructures (Mumbai) LLP (w.e.f. October 10, 2018)
- 35 Manjari Housing Projects LLP (formerly known as Godrej Avamark LLP) (w.e.f. February 01, 2019)
- 36 Maan-Hinge Township Developers LLP (formerly known as Godrej Projects (Pune) LLP) (w.e.f. February 01, 2019)
- 37 Mahalunge Township Developers LLP ( formerly known as Godrej Land Developers LLP) (w.e.f. February 01, 2019)

### iv) Other Related Parties in Godrej Group :

- 1 Godrej & Boyce Manufacturing Company Limited (w.e.f March 30, 2017)
- 2 Godrej Investments Private Limited
- 3 Annamudi Real Estates LLP
- 4 Godrej Investment Advisors Private Limited
- 5 Ensemble Holdings & Finance Limited
- 6 Godrej Agrovat Limited
- 7 Natures Basket Limited
- 8 Cream Line Dairy Products Limited
- 9 Godrej Consumer Products Limited
- 10 Innovia Multiventures Private Limited

### v) Key Management Personnel and their Relatives :

- 1 Mr Adi B Godrej
- 2 Mr. Nadir B Godrej
- 3 Mr. Pirojsha Godrej
- 4 Mr. Mohit Malhotra
- 5 Mr. Jamshyd N. Godrej
- 6 Mr. Amit Choudhury
- 7 Mr. K. B. Dadiseth
- 8 Mrs. Lalita D. Gupte
- 9 Mr. Pranay Vakil
- 10 Dr. Pritam Singh
- 11 Mr. S. Narayan (Upto August 02, 2017)
- 12 Mr. Amitava Mukherjee
- 13 Mrs Tanya Dubash
- 14 Mst. Hormazd Nadir Godrej



## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

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

#### (i) Details relating to parties referred to in item (i), (ii), (iii) and (iv) above

Nature of Transaction	Godrej Industries Limited (i)	Subsidiary Companies & LLP (ii)	Associate (iii) (a)	JV Associates (iii) (b)	Other related parties in Godrej Group (iv)	Total
<b>Transactions during the Year</b>						
Purchase of property, plant and equipment						
Current Year	-	-	-	1.09	0.20	1.29
<i>Previous Year (restated)</i>	-	-	-	-	0.13	0.13
Dividend Paid/ (Received)						
Current Year	-	-	-	-	-	-
<i>Previous Year (restated)</i>	-	(0.00)	-	-	-	(0.00)
Expense charged by other Companies / Entities						
Current Year	9.92	4.64	3.15	-	16.51	34.22
<i>Previous Year (restated)</i>	9.40	2.25	3.04	-	12.36	27.05
Interest Income on Debenture						
Current Year	-	-	-	79.82	-	79.82
<i>Previous Year (restated)</i>	-	-	-	41.32	-	41.32
Amount paid on transfer of Employee (Net)						
Current Year	1.76	-	-	-	-	1.76
<i>Previous Year (restated)</i>	0.05	-	-	-	0.07	0.12
Income Received from other Companies / Entities						
Current Year	-	-	-	0.45	0.07	0.52
<i>Previous Year (restated)</i>	-	-	-	2.15	0.03	2.18
Expense charged to other Companies / Entities						
Current Year	0.00	40.08	-	141.66	-	181.74
<i>Previous Year (restated)</i>	-	71.84	-	84.44	-	156.28
Development Management Fees Received						
Current Year	-	-	-	40.82	2.96	43.78
<i>Previous Year (restated)</i>	-	-	-	71.07	3.09	74.16

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

Nature of Transaction	Godrej Industries Limited (i)	Subsidiary Companies & LLP (ii)	Associate (iii) (a)	JV Associates (iii) (b)	Other related parties in Godrej Group (iv)	Total
Interest Income						
Current Year	-	74.84	-	117.52	-	192.36
<i>Previous Year (restated)</i>	-	126.89	-	83.60	-	210.49
Share of Profit/(Loss) in LLP						
Current Year	-	(0.15)	-	0.34	-	0.19
<i>Previous Year (restated)</i>	-	(0.01)	-	2.12	-	2.11
Amount received on transfer of Employee (Net)						
Current Year	-	-	-	-	-	-
<i>Previous Year (restated)</i>	0.01	-	-	-	0.00	0.01
Commitment / Bank Guarantee / Letter of Credit issued / Corporate/ Performance Guarantee						
Current Year	-	2.99	-	0.15	-	3.14
<i>Previous Year (restated)</i>	-	3.50	-	-	-	3.50
Investment made in Equity / Preference Share #						
Current Year	-	3.44	-	11.88	-	15.32
<i>Previous Year (restated)</i>	-	0.02	-	70.97	-	70.99
Investment made in Capital Account of LLP						
Current Year	-	0.00	-	494.01	-	494.01
<i>Previous Year (restated)</i>	-	0.00	-	4.82	-	4.82
Investment made in Debenture #						
Current Year	-	-	-	71.99	-	71.99
<i>Previous Year (restated)</i>	-	275.60	-	48.37	-	323.97
Investments Sold /Redeemed / Repayment of Partners Capital/ Withdrawal of Share of Profit						
Current Year	-	0.05	-	0.66	-	0.71
<i>Previous Year (restated)</i>	-	-	-	-	65.20	65.20
Sale of Units						
Current Year	12.35	-	-	-	19.83	32.18
<i>Previous Year (restated)</i>	1.07	-	-	-	3.29	4.36

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

Nature of Transaction	Godrej Industries Limited (i)	Subsidiary Companies & LLP (ii)	Associate (iii) (a)	JV Associates (iii) (b)	Other related parties in Godrej Group (iv)	Total
Loans and Advances given / (Taken) #						
Current Year	-	371.71	-	653.56	-	1,025.27
<i>Previous Year (restated)</i>	-	1,494.68	-	631.13	-	2,125.81
Loans and Advances repaid						
Current Year	-	664.32	-	646.52	-	1,310.84
<i>Previous Year (restated)</i>	-	1,681.55	-	532.46	-	2,214.01
Deposit given						
Current Year	-	-	-	-	-	-
<i>Previous Year (restated)</i>	0.25	-	-	-	-	0.25
Deposit repaid						
Current Year	0.01	-	-	-	-	0.01
<i>Previous Year (restated)</i>	0.29	-	-	-	-	0.29
Amount received against Sale of Unit						
Current Year	14.12	-	-	-	22.83	36.95
<i>Previous Year (restated)</i>	7.45	-	-	-	17.30	24.75

**Balance Outstanding as at March 31, 2019**

Nature of Transaction	Godrej Industries Limited (i)	Subsidiary Companies & LLP (ii)	Associate (iii) (a)	JV Associates (iii) (b)	Other related parties in Godrej Group (iv)	Total
Amount Receivable *						
As at March 31, 2019	0.02	986.65	-	1,041.32	0.01	2,028.00
<i>As at March 31, 2018 (restated)</i>	-	1,217.28	0.00	918.44	-	2,135.72
<i>As at March 31, 2017 (restated)</i>	-	1,599.79	-	609.41	-	2,209.20
Amount Payable						
As at March 31, 2019	2.60	-	0.28	-	6.49	9.37
<i>As at March 31, 2018 (restated)</i>	1.47	-	-	-	6.60	8.07
<i>As at March 31, 2017 (restated)</i>	0.97	180.91	-	-	112.58	294.46
Unbilled Revenue						
As at March 31, 2019	0.09	-	-	-	0.11	0.20
<i>As at March 31, 2018 (restated)</i>	-	-	-	-	-	-
<i>As at March 31, 2017 (restated)</i>	-	-	-	-	-	-
Advance received against share of Profit						
As at March 31, 2019	-	-	-	19.65	-	19.65
<i>As at March 31, 2018 (restated)</i>	-	-	-	16.80	-	16.80
<i>As at March 31, 2017 (restated)</i>	-	-	-	23.54	-	23.54

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

Nature of Transaction	Godrej Industries Limited (i)	Subsidiary Companies & LLP (ii)	Associate (iii) (a)	JV Associates (iii) (b)	Other related parties in Godrej Group (iv)	Total
Deposit Receivable						
As at March 31, 2019	0.36	-	0.03	-	1.51	1.90
As at March 31, 2018 (restated)	0.19	-	0.03	-	1.51	1.73
As at March 31, 2017 (restated)	0.41	-	0.03	-	1.51	1.95
Debenture Outstanding						
As at March 31, 2019	-	-	-	725.17	-	725.17
As at March 31, 2018 (restated)	-	-	-	533.71	-	533.71
As at March 31, 2017 (restated)	-	-	-	211.48	-	211.48
Debenture Interest Outstanding						
As at March 31, 2019	-	-	-	109.91	-	109.91
As at March 31, 2018 (restated)	-	-	-	72.78	-	72.78
As at March 31, 2017 (restated)	-	-	-	47.27	-	47.27
Advances received against Sale of Units						
As at March 31, 2019	0.72	-	-	-	1.26	1.98
As at March 31, 2018 (restated)	12.69	-	-	-	20.45	33.14
As at March 31, 2017 (restated)	5.24	-	-	-	3.16	8.40
Receivable from LLPs						
As at March 31, 2019	-	-	-	-	34.75	34.75
As at March 31, 2018 (restated)	-	-	-	-	19.17	19.17
As at March 31, 2017 (restated)	-	-	-	-	13.59	13.59
Share of Loss from LLPs						
As at March 31, 2019	-	0.18	-	-	40.47	40.65
As at March 31, 2018 (restated)	-	0.02	-	-	22.52	22.54
As at March 31, 2017 (restated)	-	0.01	-	-	6.67	6.68
Commitment / Bank Guarantee / Letter of Credit / Corporate/ Performance Guarantee Outstanding						
As at March 31, 2019	-	6.36	-	28.71	-	35.07
As at March 31, 2018 (restated)	-	4.45	-	93.18	-	97.63
As at March 31, 2017 (restated)	-	4.08	-	160.65	-	164.73

Refer Note 24 for current assets of Godrej Projects Development Limited, a wholly owned subsidiary, hypothecated against loan taken by the Company.

\* Amount receivable includes loan given to Prakhhyat Dwellings LLP, a joint venture, of INR 7.50 Crore (Previous Year 2018: INR 7.50 Crore, Previous Year 2017: INR 7.50 Crore) which is secured against immovable property of the LLP (refer note 16).

# Includes Loan amount converted into Debenture INR Nil (Previous year: INR 275.60 Crore) and Equity INR Nil (Previous Year: INR 68.90 Crore).

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

### (ii) Details relating to parties referred to in items 1(v) above

Particulars	March 31, 2019	March 31, 2018 (Restated)
Short term employee benefits*	28.13	16.08
Post retirement benefits	0.25	0.24
Share based payment transactions	0.89	0.69
<b>Total Compensation paid to Key Management Personnel</b>	<b>29.27</b>	17.01
Revenue recognised for sale of flats / units to KMP and their relatives	7.52	-
Amount received from sale of flats/ units to KMP and their relatives	7.21	21.56
Trade receivable / (advance) on account of sale of flats / units to KMP and their relatives	(28.71)	(32.53)
Sale of assets	-	0.01

\* The managerial remuneration paid by the Company to its Executive Chairman and the Managing Director & CEO is in excess of the limits laid down under Section 197 of the Companies Act, 2013 read with Schedule V to the Act by INR 5.81 crores (Previous Year 2018: INR Nil). The Company is in the process of obtaining approval from its shareholders at the forthcoming annual general meeting for such excess remuneration paid.

## 42 Amalgamation

### i) Amalgamation of Godrej Vikhroli Properties India Limited (GVPIIL) with Godrej Properties Limited (GPL) :

Pursuant to the Scheme of Amalgamation (the Scheme) under Section 391 to 394 of the Companies Act, 1956 read with section 230 to 240 of the Companies Act, 2013 sanctioned by the National Company Law Tribunal at Mumbai Bench on November 30, 2017 and filed with the Registrar of Companies (RoC) on December 29, 2017, GVPIIL, a 100% Subsidiary of GPL, is amalgamated with GPL w.e.f. April 01, 2017, the Appointed Date.

#### As per the said Scheme:

- All the assets and liabilities as appearing in the books of GVPIIL as on the Appointed Date have been recorded in the books of GPL at their respective book values and inter-company balances have been cancelled.
- An amount of INR 19.84 Crore arising out of the difference between the book value of the net assets of the Transferor Company taken over and cancellation of intercompany investments between the Transferor Company and the Transferee Company has been considered as capital reserve in the Separate financial statements of GPL during the year ended March 31, 2017.
- GPL has incurred additional expenses such as charges, taxes including duties, levies and other expenses of INR 0.42 Crore which have been charged to the Statement of Profit and Loss during the year ended March 31, 2017.
- In accordance with the requirements of Para 9(iii) of Appendix C of Ind AS 103 Business Combinations, the financial standalone statements of GPL for the year ended March 31, 2017 have been restated as if the business combination had occurred from the beginning of the preceding period, irrespective of the actual date of the combination.

### ii) Amalgamation of Godrej Real Estate Private Limited (GREPL) with Godrej Properties Limited (GPL) :

Pursuant to the Scheme of Amalgamation (the Scheme) under Section 391 to 394 of the Companies Act, 1956 read with section 230 to 240 of the Companies Act, 2013 sanctioned by the National Company Law Tribunal at Mumbai Bench on April 11, 2017 and filed with the Registrar of Companies (RoC) on May 03, 2018, GREPL, a 100% Subsidiary of GPL, is amalgamated with GPL w.e.f. April 01, 2017, the Appointed Date.

# NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

## As per the said Scheme:

- (i) All the assets and liabilities as appearing in the books of GREPL as on the Appointed Date have been recorded in the books of GPL at their respective book values and inter-company balances have been cancelled.
- (ii) GPL has incurred additional expenses such as charges, taxes including duties, levies and other expenses of INR 0.50 Crore which have been charged to the standalone statement of Profit and Loss during the year ended March 31, 2017.
- (iii) In accordance with the requirements of Para 9(iii) of Appendix C of Ind AS 103 Business Combinations, the standalone financial statements of GPL for the year ended March 31, 2017 have been restated as if the business combination had occurred from the beginning of the preceding period, irrespective of the actual date of the combination.

## Impact on the Standalone Balance Sheet and Standalone Statement of Profit and Loss :

The impact of restatement on the Standalone Balance Sheet and Standalone Statement of Profit and Loss due to the above amalgamations are summarised as below:

### Impact on the Standalone Balance Sheet :

INR (In Crore)

Particulars	GVPI*	GREPL	April 01, 2017
Current Assets Other Than Cash and Cash Equivalents	492.55	182.65	675.20
Cash and Cash equivalents	3.72	0.01	3.73
Non Current Assets	2.54	5.76	8.30
	498.81	188.42	687.23
Current Liabilities	90.91	201.96	292.87
Other Equity	42.23	(14.00)	28.23
	133.14	187.96	321.10
Net Assets	407.90	(13.54)	394.36
Less: Cancellation of Investment as per GPL books	(345.83)	(0.45)	(346.28)
Less: Cancellation of GVPI Investment as per GREPL books	-	(0.27)	(0.27)
Less: Other Equity	(42.23)	14.00	(28.23)
<b>Capital Reserve</b>	19.84	(0.26)	19.58

### Impact on the Standalone Statement of Profit and Loss

INR (In Crore)

Particulars	GVPI*	GREPL	April 01, 2017
Total Income	533.48	(16.54)	516.94
Total Expenses	459.79	(15.10)	444.69
<b>Total Comprehensive Income for the year</b>	73.69	(1.44)	72.25

\* The figures reported above have been subsequently adjusted to give effect of adoption of Ind AS 115 – Revenue from contracts with customers w.e.f. April 01, 2017.



## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

### 43 First time Adoption of Ind AS 115 - Revenue from Contracts with Customers (Ind AS 115)

- (a) Ind AS 115 has been notified by Ministry of Corporate Affairs (MCA) on March 28, 2018 and is effective from accounting period beginning on or after April 01, 2018. The Company has applied full retrospective approach in adopting the new standard (for all contracts other than completed contracts) and accordingly has given an cumulative effect of applying this standard on the opening balance of retained earnings as at April 01, 2017 and also restated the previous period numbers as per point in time (Project Completion Method) of revenue recognition.

#### (b) Explanation of transition to Ind AS 115

##### (i) Reconciliation of financial line item as previously reported to post adoption of Ind AS 115

	Note	As at date of transition April 01, 2017			As at March 31, 2018		
		As reported *	Adjustments on account of adoption of Ind AS 115	Post adoption of Ind AS 115	As reported *	Adjustments on account of adoption of Ind AS 115	Post adoption of Ind AS 115
<b>Assets</b>							
<b>Non-current assets</b>							
Deferred tax assets (net)	(a)	94.96	343.00	437.96	39.61	418.78	458.39
<b>Current assets</b>							
<i>Inventories</i>	(a)	1,942.75	(80.45)	1,862.30	1,900.01	180.64	2,080.65
<i>Financial assets</i>							
(i) <i>Trade receivables</i>	(a)	163.18	(10.92)	152.26	141.35	(35.91)	105.44
<i>Other current non-financial assets</i>	(a)	479.60	(271.30)	208.30	389.96	(145.95)	244.01
<b>Equity and liabilities</b>							
<b>Equity</b>							
<i>Other equity</i>							
- <i>Retained earnings</i>	(a)	32.57	(648.12)	(615.55)	220.66	(783.93)	(563.27)
<b>Liabilities</b>							
<b>Current liabilities</b>							
<i>Financial liabilities</i>							
(i) <i>Other financial liabilities</i>	(a)	145.12	(48.34)	96.78	191.99	(1.20)	190.79
<i>Other current non financial liabilities</i>	(a)	296.04	676.79	972.83	424.75	1,202.69	1,627.44

\*The figures as reported have been reclassified to confirm to the current year's classification.

# NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

## (ii) Reconciliation of net-worth

Particulars	Note	As at March 31, 2018	As at April 1, 2017
<b>Reconciliation of Equity as reported earlier:</b>			
<b>Net worth as reported</b>		<b>2,231.81</b>	1,989.99
<b>Summary of adjustments on account of adoption of Ind AS 115:</b>			
(Decrease) in Profit before tax on account of adoption of Ind AS 115	(a)	<b>(1,202.71)</b>	(991.12)
Increase in deferred tax (credit) on account of adoption of Ind AS 115	(a)	<b>418.78</b>	343.00
<b>Total adjustments on account of adoption of Ind AS 115</b>		<b>(783.93)</b>	(648.12)
Net worth post adoption of Ind AS 115		<b>1,447.88</b>	1,341.87

## (iii) Reconciliation of Total comprehensive income for the year ended March 31, 2018

Particulars	Note	Year ended March 31, 2018
Total comprehensive income as reported		238.09
<b>Summary of adjustments on account of adoption of Ind AS 115:</b>		
(Decrease) in Revenue from operation	(a)	(399.45)
(Decrease) in Cost of materials consumed	(a)	(79.40)
(Decrease) in Changes in inventories of finished goods and construction work-in-progress	(a)	261.09
(Decrease) in Other expenses	(a)	6.19
Tax effect on Ind AS adjustments	(a)	75.76
<b>Total adjustments on account of adoption of Ind AS 115</b>		<b>(135.81)</b>
<b>Total comprehensive income post adoption of Ind AS 115</b>		<b>102.28</b>

## (iv) Reconciliation of Earnings per share for the year ended March 31, 2018

Particulars	As reported	Adjustments on account of adoption of Ind AS 115	Post adoption of Ind AS 115
Profit after tax	240.85	(135.81)	105.04
Weighted average number of equity shares outstanding (basic)	216,444,504		216,444,504
<b>Basic Earnings Per Share (INR)</b>	11.13		4.85
Weighted average number of equity shares outstanding (diluted)	216,577,427		216,577,427
<b>Diluted Earnings Per Share (INR)</b>	11.12		4.85

### Notes to reconciliation:

- a) Under Ind AS 18, related interpretations and Guidance Note on Accounting for Real Estate Transactions (for entities to whom Ind AS is applicable), revenue was recognised based on percentage of completion method. On transition to Ind AS 115, the Company recognises revenue when it determines the satisfaction of performance obligation at a point in time. Revenue is recognised upon transfer of promised products to customer in an amount that reflects the consideration which the Company expects to receive in exchange for those products. In determining the said transaction price, the Company has adjusted the promised amount

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

of consideration for the effects of the time value of money where the contracts with customers contains a significant financing component.

- (c) The amount of INR 824.42 Crore (Previous Year 2018: INR 172.90 Crore) recognised in contract liabilities at the beginning of the year has been recognised as revenue during the year ended March 31, 2019.
- (d) Significant changes in contract asset and contract liabilities balances are as follows:

Particulars	March 31, 2019	March 31, 2018 (Restated)
<b>Contract asset</b>		
At the beginning of the reporting period	<b>83.31</b>	81.98
Cumulative catch-up adjustments to revenue affecting contract asset	<b>(25.83)</b>	1.33
At the end of the reporting period	<b>57.48</b>	83.31
<b>Contract liability</b>		
At the beginning of the reporting period	<b>1,596.26</b>	954.96
Cumulative catch-up adjustments affecting contract liability	<b>(406.61)</b>	577.65
Significant financing component	<b>(31.26)</b>	63.65
At the end of the reporting period	<b>1,158.39</b>	1,596.26

- (e) Performance obligation

The Company engaged primarily in the business of real estate construction, development and other related activities.

All the Contracts entered with the customers consists of a single performance obligation thereby the consideration allocated to the performance obligation is based on standalone selling prices.

Revenue is recognised upon transfer of control of residential and commercial units to customers for an amount that reflects the consideration which the Company expects to receive in exchange for those units. The trigger for revenue recognition is normally completion of the project or receipt of approvals on completion from relevant authorities or intimation to the customer of completion, post which the contract becomes non-cancellable by the parties.

The revenue is measured at the transaction price agreed under the contract. In certain cases, the Company has contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, the Company adjusts the transaction price for the effects of a significant financing component.

Any costs incurred that do not contribute to satisfying performance obligations are excluded from the Company's input methods of revenue recognition as the amounts are not reflective of our transferring control of the system to the customer. Significant judgment is required to evaluate assumptions related to the amount of net contract revenues, including the impact of any performance incentives, liquidated damages, and other forms of variable consideration.

If estimated incremental costs on any contract, are greater than the net contract revenues, the Company recognises the entire estimated loss in the period the loss becomes known.

The aggregate amount of the transaction price allocated to the performance obligations that are unsatisfied (or partially unsatisfied) as at March 31, 2019 is INR 1,545.54 Crore, which will be recognised as revenue over a period of 1-3 years and INR 280.50 Crore which will be recognised over a period of 1-4 years.

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

The Company applies practical expedient in paragraph C5(d) of Ind AS 115 and does not disclose information about the amount of the transaction price allocated to the remaining performance obligation and an explanation of when the entity expects to recognise that amount as revenue for all reporting periods presented before the date of initial application.

**(f) Reconciliation of revenue recognised in the Standalone Statement of Profit and Loss**

The following table discloses the reconciliation of amount of revenue recognised as at 31 March 2019:

Particulars	March 31, 2019	March 31, 2018
Contract price of the revenue recognised	1,212.51	391.24
Add: Significant financing component	127.42	15.44
Less: Customer incentive/benefits	13.15	-
<b>Revenue recognised in the Standalone Statement of Profit and Loss</b>	<b>1,326.78</b>	<b>406.68</b>

### 44 Information on Subsidiaries, Joint Ventures and Associates

#### a) Information on Subsidiaries

Sr. No.	Name of the entity	Country of Incorporation	Percentage of Holding		
			As on March 31, 2019 %	As on March 31, 2018 %	As on April 01, 2017 %
<b>(i) Companies:</b>					
1	Godrej Buildcon Private Limited (merged with Godrej Projects Development Limited w.e.f December 01, 2017)	India	-	-	100%
2	Godrej Projects Development Limited	India	100%	100%	100%
3	Godrej Garden City Properties Private Limited	India	100%	100%	100%
4	Godrej Hillside Properties Private Limited	India	100%	100%	100%
5	Godrej Home Developers Private Limited	India	97.56%	97.56%	97.56%
6	Godrej Investment Advisors Private Limited (Subsidiary till June 21, 2017)	India	N.A	N.A	100%
7	Godrej Prakriti Facilities Private Limited	India	99.99%	99.99%	99.99%
8	Prakritiplaza Facilities Management Private Limited	India	99.99%	99.99%	99.99%
9	Godrej Highrises Properties Private Limited	India	99.99%	99.99%	99.99%
10	Godrej Fund Management Pte. Ltd. (100% Subsidiary of Godrej Investment Advisors Private Limited) (Subsidiary till June 21, 2017)	Singapore	N.A	N.A	100%
11	Citystar Infraprojects Limited	India	98.60%	98.60%	98.60%
12	Godrej Residency Private Limited	India	100%	100%	100%
13	Godrej Green Homes Limited (Classified as Joint Venture w.e.f March 17, 2018)	India	N.A	N.A	100%
14	Godrej Properties Worldwide Inc., USA (w.e.f August 10, 2017)	USA	100%	100%	N.A

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

Sr. No.	Name of the entity	Country of Incorporation	Percentage of Holding			Percentage of Voting Rights		
			As on March 31, 2019 %	As on March 31, 2018 %	As on April 01, 2017 %	As on March 31, 2019 %	As on March 31, 2018 %	As on April 01, 2017 %
(ii)	LLPs							
1	Godrej Highrises Realty LLP	India	34%	34%	34%	34%	34%	34%
2	Godrej Project Developers & Properties LLP	India	51%	51%	51%	51%	51%	51%
3	Godrej Highview LLP	India	N.A	N.A	100%	N.A	N.A	100%
4	Maan-Hinge Township Developers LLP (formerly known as Godrej Projects (Pune) LLP) (classified as Joint Venture w.e.f February 01, 2019)	India	N.A	99%	100%	N.A	50%	100%
5	Godrej Projects (Soma) LLP	India	1%	1%	N.A.	99%	99%	N.A.
6	Godrej Projects North LLP	India	1%	1%	N.A.	50%	50%	N.A.
7	Godrej Athenmark LLP	India	1%	1%	N.A.	50%	50%	N.A.
8	Godrej Vestamark LLP	India	1%	1%	N.A.	50%	50%	N.A.
10	Manjari Housing Projects LLP (formerly known as Godrej Avamark LLP) (classified as Joint Venture w.e.f February 01, 2019)	India	N.A	1%	N.A.	N.A.	50%	N.A.
11	Godrej City Facilities Management LLP (w.e.f March 18, 2019)	India	99%	N.A.	N.A.	50%	N.A.	N.A.
12	Godrej Skyview LLP (w.e.f February 12, 2019)	India	1%	N.A	N.A.	50%	N.A	N.A.
13	Embellish Houses LLP (w.e.f February 13, 2019)	India	99%	N.A.	N.A.	50%	N.A.	N.A.

### b) Information on Joint Ventures:

Sr. No.	Name of the entity	Country of Incorporation	Percentage of Holding		
			As on March 31, 2019 %	As on March 31, 2018 %	As on April 01, 2017 %
(i)	<b>Companies:</b>				
1	Godrej Realty Private Limited	India	<b>51%</b>	51%	51%
2	Wonder Space Properties Private Limited	India	<b>25.10%</b>	25.10%	25.10%
3	Wonder City Buildcon Private Limited	India	<b>25.10%</b>	25.10%	25.10%
4	Godrej Home Constructions Private Limited	India	<b>25.10%</b>	25.10%	25.10%
5	Godrej Greenview Housing Private Limited	India	<b>20%</b>	20%	20%
6	Wonder Projects Development Private Limited	India	<b>20%</b>	20%	20%
7	Godrej Real View Developers Private Limited	India	<b>20%</b>	20%	20%
8	Godrej Green Homes Limited (Classified as Subsidiary till March 16, 2018)	India	<b>50%</b>	50%	N.A
9	Pearlite Real Properties Private Limited	India	<b>49%</b>	49%	49%
10	Ashank Macbricks Private Limited (w.e.f Julv 31, 2018)	India	<b>20%</b>	N.A	N.A

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

Sr. No.	Name of the entity	Country of Incorporation	Percentage of Holding			Percentage of Voting Rights		
			As on March 31, 2019 %	As on March 31, 2018 %	As on April 01, 2017 %	As on March 31, 2019 %	As on March 31, 2018 %	As on April 01, 2017 %
<b>(ii)</b>	<b>LLPs</b>							
1	Godrej Property Developers LLP	India	32%	32%	32%	50%	50%	50%
2	Mosiac Landmarks LLP	India	1%	1%	1%	66.66%	66.66%	66.66%
3	Dream World Landmarks LLP	India	40%	40%	40%	66.66%	66.66%	66.66%
4	Oxford Realty LLP	India	35%	35%	35%	51%	51%	51%
5	Godrej SSPDL Green Acres LLP	India	37%	37%	37%	66.66%	66.66%	66.66%
6	Oasis Landmarks LLP	India	38%	38%	38%	66.66%	66.66%	66.66%
7	M S Ramaiah Ventures LLP	India	49.50%	49.50%	49.50%	51%	51%	51%
8	Caroa Properties LLP	India	35%	35%	35%	66.66%	66.66%	66.66%
9	Godrej Construction Projects LLP	India	34%	34%	34%	51%	51%	51%
10	Godrej Housing Projects LLP	India	50%	50%	50%	51%	51%	51%
11	Amitis Developers LLP	India	46%	46%	46%	50%	50%	50%
12	A R Landcraft LLP	India	29%	29%	29%	50%	50%	50%
13	Prakhhyat Dwellings LLP	India	42.50%	42.50%	42.50%	50%	50%	50%
14	Bavdhan Realty @ Pune 21 LLP	India	45%	45%	45%	45%	45%	45%
15	Godrej Highview LLP	India	40%	40%	N.A	50%	50%	N.A
16	Godrej Developers & Properties LLP (w.e.f October 30, 2017)	India	37.50%	37.50%	N.A	50%	50%	N.A
17	Godrej Irismark LLP	India	50%	1%	N.A	50%	50%	N.A
18	Godrej Projects North Star LLP	India	55%	55%	N.A	50%	50%	N.A
19	Mahalunge Township Developers LLP (formerly known as Godrej Land Developers LLP)	India	39%	N.A	N.A	50%	N.A	N.A
20	Maan-Hinge Township Developers LLP (formerly known as Godrej Projects (Pune) LLP) (Classified as subsidiary till January 31, 2019)	India	39%	N.A	N.A	50%	N.A	N.A
21	Manjari Housing Projects LLP (formerly known as Godrej Avamark LLP) (Classified as subsidiary till January 31, 2019)	India	39%	N.A	N.A	50%	N.A	N.A
22	Roseberry Estate LLP (w.e.f September 18, 2018)	India	49%	N.A	N.A	50%	N.A	N.A

In case of LLPs percentage of holding in the above table denotes the Share of Profits in the LLP.

### c) Information on Associate:

Sr. No.	Name of the entity	Country of Incorporation	Percentage of Holding		
			As on March 31, 2019 %	As on March 31, 2018 %	As on April 01, 2017 %
<b>(i)</b>	<b>Companies:</b>				
1	Godrej One Premises Management Private Limited	India	30%	30%	30%



## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

## 45 Disclosure pursuant to Section 186 of the Companies Act, 2013 and under Regulation 34(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Sr. No	Nature of Transaction (loans given/ investment made/ guarantee given/ security provided)	Purpose for which the loan/ guarantee/ security is proposed to be utilised by the recipient	Balance as at		Movement during the Year	Maximum Outstanding During the year	
			March 31, 2019	March 31, 2018 (Restated)		March 31, 2019	March 31, 2018 (Restated)
1	<b>Loans and Advances</b>						
	Godrej Realty Private Limited	Working Capital	1.03	0.84	0.19	1.03	0.84
	Godrej Vikhroli Properties India Limited*	Working Capital	-	-	-	-	-
	Godrej Buildcon Private Limited (merged with Godrej Projects Development Limited w.e.f December 01, 2017)**	Working Capital	-	261.50	-	-	589.24
	Godrej Projects Development Limited	Working Capital	844.08	880.45	(36.37)	1,168.71	880.45
	Wonder City Buildcon Private Limited	Working Capital	-	-	-	2.72	0.23
	Godrej Green Homes Limited	Working Capital	-	-	-	7.70	459.51
	Mosaic Landmarks LLP	Working Capital	-	2.46	(2.46)	2.46	34.36
	Godrej Property Developers LLP	Working Capital	0.14	0.12	0.02	0.14	0.12
	Dream World Landmarks LLP	Working Capital	75.41	68.13	7.28	80.63	69.69
	Oxford Realty LLP	Working Capital	56.14	72.35	(16.21)	74.98	91.10
	Godrej SSPDL Green Acres LLP	Working Capital	26.56	29.79	(3.23)	35.65	29.79
	M S Ramaiah Ventures LLP	Working Capital	2.97	2.60	0.37	2.97	2.60
	Oasis Landmarks LLP	Working Capital	132.83	106.52	26.31	179.10	130.39
	Caroo Properties LLP	Working Capital	113.22	184.40	(71.18)	108.19	220.01
	Godrej Construction Projects LLP	Working Capital	6.30	34.87	(28.57)	43.64	34.87
	Godrej Housing Projects LLP	Working Capital	35.64	72.29	(36.65)	77.60	73.55
	Anitis Developers LLP	Working Capital	69.55	48.61	20.94	69.55	48.61
	Mahalunge Township Developers LLP (formerly known as Godrej Land Developers LLP)	Working Capital	-	0.02	(0.02)	86.10	0.02
	Godrej Developers & Properties LLP	Working Capital	40.28	29.53	10.75	72.18	29.53
	Godrej Highrises Realty LLP	Working Capital	3.71	3.30	0.41	3.71	3.30
	Godrej Project Developers & Properties LLP	Working Capital	-	0.02	(0.02)	0.02	0.02
	Wonder Projects Development Private Limited	Working Capital	-	-	-	1.54	0.65
	AR Landcraft LLP	Working Capital	26.45	55.21	(28.76)	55.21	91.98
	Prakhyat Dwellings LLP	Working Capital	18.20	15.48	2.72	18.20	15.48
	Bavdhan Realty @ Pune 21	Working Capital	4.93	4.16	0.77	4.93	4.16
				2.73			2.73

(Currency in INR Crore)

\* The disclosure is in accordance with section 186 before giving effect of amalgamation.

\*\*\* The disclosure is in accordance with section 186 before giving effect of meger.

NR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

### 46 Contingent Liabilities and Commitments

#### a) Contingent Liabilities

Matters	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>I) Claims against Company not Acknowledged as debts:</b>			
i) Claims not acknowledged as debts represent cases filed by parties in the Consumer forum, Civil Court and High Court and disputed by the Company as advised by our advocates. In the opinion of the management the claims are not sustainable	<b>65.22</b>	65.06	87.47
ii) Claims under the Labour Laws for disputed cases	-	-	0.05
iii) Claims under Stamp Acts	-	-	20.02
iv) Other Claims not acknowledged as debts	-	-	0.76
v) Claims under Income Tax Act, Appeal preferred to The Deputy Commissioner/ Commissioner of Income Tax (Appeals)	<b>33.83</b>	22.15	21.59
vi) Claims under MVAT, Appeal preferred to The Deputy Commissioner/Joint Commissioner of Sales Taxes ((Appeals) IV/V), Mumbai	<b>3.34</b>	3.55	21.33
vii) Appeal preferred to Customs, Excise, GST and Service Tax Appellate tribunal at Bengaluru	<b>74.31</b>	47.35	40.65
viii) Appeal preferred to The Joint Commissioner of Sales Tax (Appeal -4) at Maharashtra under Entry of Goods Into Local Areas Act, 2002	<b>0.77</b>	16.49	0.79
<b>II) Guarantees:</b>			
i) Guarantees given by Bank, counter guaranteed by the Company	<b>31.56</b>	11.69	176.37
ii) Guarantees given by the Company	<b>26.63</b>	88.58	156.00
<b>III) Other Money for which Company is contingently liable</b>			
i) Letter of credit opened by Bank on behalf of the Company	-	-	-

- b)** The Hon'ble Supreme Court of India ("SC") by their order dated February 28, 2019, in the case of Surya Roshani Limited & others v/s EPFO, set out the principles based on which allowances paid to the employees should be identified for inclusion in basic wages for the purposes of computation of Provident Fund contribution. Subsequently, a review petition against this decision has been filed and is pending before the SC for disposal.

In view of the management, the liability for the period from date of the SC order to 31 March 2019 is not significant and has been provided in the books of account. Further, pending decision on the subject review petition and directions from the EPFO, the impact for the past period, if any, is not ascertainable and consequently no effect has been given in the accounts.

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

### c) Commitments

(i) Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
Capital Commitment (includes for CWIP under Construction)	43.63	14.66	15.93
Capital Commitment towards Godrej Properties Worldwide Inc., USA	-	3.25	-
(ii) The Company enters into construction contracts for Civil, Elevator, External Development, MEP work etc. with its vendors. The total amount payable under such contracts will be based on actual measurements and negotiated rates, which are determinable as and when the work under the said contracts are completed.			
(iii) The Company has entered into development agreements with owners of land for development of projects. Under the agreements the Company is required to pay certain payments/ deposits to the owners of the land and share in built up area/ revenue from such developments in exchange of undivided share in land as stipulated under the agreements			

### 47 Payment to Auditors (net of taxes)

Particulars	March 31, 2019	March 31, 2018 (Restated)
Audit Fees	0.51	0.32
Audit Under Other Statutes	0.24	0.24
Certification	0.05	-
Reimbursement of Expenses	0.03	0.01
<b>Total</b>	<b>0.83</b>	<b>0.57</b>

### 48 Foreign Exchange Difference

The amount of exchange difference included in the standalone statement of Profit and Loss, is INR (0.04) Crore (Net Loss) (Previous Year 2018: INR (0.03) Crore (Net Loss)).

### 49 Corporate Social Responsibility

The Company has spent INR 1.78 Crore during the year (Previous Year 2018: INR 1.47 Crore) as per the provisions of Section 135 of the Companies Act, 2013 towards Corporate Social Responsibility (CSR) activities grouped under 'Other Expenses'.

- (a) Gross amount required to be spent by the Company during the year INR 1.72 Crore. (Previous Year 2018: INR 1.38 Crore)
- (b) Amount spent during the year on :

Particulars	Amount Spent in Cash	Amount yet to be paid in Cash	Total Amount
<b>Year ended March 31, 2019</b>			
(i) Construction / Acquisition of any Asset	-	-	-
(ii) On purposes other than (i) above	1.78	-	1.78
<b>Year ended March 31, 2018</b>			
(i) Construction / Acquisition of any Asset	-	-	-
(ii) On purposes other than (i) above	1.47	-	1.47

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

(Currency in INR Crore)

### 50 Utilisation of proceeds from issue of Shares

During the year, the Company raised a sum of INR 1,000.14 Crore (Previous Year 2018: INR Nil) by allotting 12,765,000 equity shares on a preferential basis.

#### Particulars

Proceeds from the issue of shares during the year

**March 31, 2019**

**1,000.14**

#### Utilisation during the year:

Issue related expenses

3.57

Utilised for business development deals

**613.65**

Balance unutilised amount invested in mutual funds

382.92

### 51 Segment Reporting

#### A. Basis of Segmentation

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

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

#### B. Geographical Information

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

#### C. Information about major customers

None of the customers for the years ended March 31, 2019 and March 31, 2018 constituted 10% or more of the total revenue of the Company.

**52** The write-down of inventories to net realisable value during the year amounted to INR 4.75 Crore (Previous Year 2018: INR 48.06 Crore).

**53** Disclosure of outstanding dues of Micro and Small Enterprise under Trade Payables is based on the information available with the Company regarding the status of the suppliers as defined under the Micro, Small and Medium Enterprises Development Act, 2006. There is no undisputed amount overdue during the years ended and as at March 31, 2019, March 31, 2018 and March 31, 2017 to Micro, Small and Medium Enterprises on account of principal or interest.

**54** The disclosures regarding details of specified bank notes held and transacted during 8 November 2016 to 30 December 2016 have not been made since the requirement does not pertain to financial year ended 31 March 2019.

**55** Cash and Cash Equivalents and Bank Balances includes balances in Escrow Account which shall be used only for specified purposes as defined under Real Estate (Regulation and Development) Act, 2016.

As per our report of even date.

**For and on behalf of the Board of Directors of  
Godrej Properties Limited**  
CIN: L74120MH1985PLC035308

**For B S R & Co. LLP**  
*Chartered Accountants*  
Firm's Registration No: 101248W/W-100022

**PIROJSHA GODREJ**  
*Executive Chairman*  
DIN: 00432983

**MOHIT MALHOTRA**  
*Managing Director & CEO*  
DIN: 07074531

**ANIRUDDHA GODBOLE**  
*Partner*  
Membership No: 105149

**SURENDER VARMA**  
*Company Secretary*  
ICSI Membership No. A10428

**RAJENDRA KHETAWAT**  
*Chief Financial Officer*

Mumbai  
April 30, 2019

Mumbai  
April 30, 2019

# INDEPENDENT AUDITOR'S REPORT

## To the Members of Godrej Properties Limited

### Report on the audit of the Consolidated Financial Statements

#### Opinion

We have audited the consolidated financial statements of Godrej Properties Limited (hereinafter referred to as 'the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), its associate and its joint ventures, which comprise the consolidated balance sheet as at 31 March 2019, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ('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 consolidated state of affairs of the Group, its associate and its joint ventures as at 31 March 2019, of its consolidated profit and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year then ended.

#### Basis of Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143 (10) of the Act. Our responsibilities under those SAs are further described in the *Auditors' Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group, its associate and its joint ventures in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India, and we have fulfilled our other ethical responsibilities in accordance with provisions of the Act. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Emphasis of Matter

We draw attention to note 41 to the consolidated financial statements, relating to remuneration paid to the Executive Chairman and the Managing Director & CEO of the Holding Company for the financial year ended 31 March 2019, being in excess of the limits prescribed under Section 197 of the Act by Rs 5.81 crores, which is subject to the approval of the shareholders. Our opinion is not modified in respect of this matter.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

#### Revenue recognition (refer note 26 to the consolidated financial statements)

The Key Audit Matter	How the matter was addressed in our audit
<p>Revenue from sale of residential and commercial units represents 94.83% of the total revenue from operations of the Group.</p> <p>Revenue is recognised upon transfer of control of residential and commercial units to customers for an amount that reflects the consideration which the Group expects to receive in exchange for those units. The trigger for revenue recognition is normally completion of the project or receipt of approvals on completion from relevant authorities or intimation to the customer of completion, post which the contract becomes</p>	<p>Our audit procedures on Revenue recognition included the following:</p> <ul style="list-style-type: none"><li>Evaluating that the Group's revenue recognition accounting policies are in line with the applicable accounting standards and their application to the key customer contracts including consistent application;</li></ul>



The Key Audit Matter	How the matter was addressed in our audit
<p>non-cancellable by the parties. The Group records revenue over time till the actual possession to the customers or on actual possession to the customers, as determined by the terms of contract with customers.</p> <p><b>Revenue recognition prior to completion of the project</b></p> <p>Due to the Group's projects being spread across different regions within the country and the competitive business environment, there is a risk that revenue could be overstated (for example, through premature revenue recognition i.e. recording revenue without receipt of approval from authorities or its intimation to the customers) or understated (for example, through improperly shifting revenues to a later period) in order to present consistent financial results. Since revenue recognition has direct impact on the Group's profitability, the element of management bias is likely to be involved.</p>	<ul style="list-style-type: none"> <li>• Sales cut-off procedures for determination of revenue in the correct reporting period;</li> <li>• Scrutinising all the revenue journals raised throughout the reporting period and comparing details of a sample of these journals, which met certain risk-based criteria, with relevant underlying documentation;</li> <li>• Conducting site visits during the year for selected projects to understand the scope and nature of the projects and to assess the progress of the projects; and</li> <li>• Considered the adequacy of the disclosures in note 1 II (c) to the consolidated financial statements in respect of the judgments taken in recognising revenue for residential and commercial property units.</li> </ul> <p>In addition, we have performed the following procedures:</p>
<p><b>Measurement of revenue recorded over time which is dependent on the estimates of the costs to complete</b></p> <p>Revenue recognition involves significant estimates related to measurement of costs to complete for the projects. Revenue from projects is recorded based on management's assessment of the work completed, costs incurred and accrued and the estimate of the balance costs to complete.</p> <p>Due to the inherent nature of the projects and significant judgment involved in the estimate of costs to complete, there is risk of overstatement or understatement of revenue.</p>	<p><b>Revenue recognition prior to receipt of OC/ similar approval and intimation to the customer</b></p> <ul style="list-style-type: none"> <li>• Discussing and challenging key management judgments in interpreting contractual terms including obtaining in-house legal interpretations;</li> <li>• Testing sample sales of units for projects with the underlying contracts, completion status and proceeds received from customers;</li> <li>• Identified and tested operating effectiveness of key controls around approvals of contracts, milestone billing, intimation of possession letters / intimation of receipt of occupation certificate and controls over collection from customers; and</li> <li>• We have obtained confirmations, on a sample basis, from major customers for selected projects to confirm revenue recognised during the year and, performing alternative procedures by comparing details with contracts, collection details and other underlying project related documentation for cases where confirmations are not received.</li> </ul> <p><b>Measurement of revenue recorded over time which is dependent on the estimates of the costs to complete</b></p> <ul style="list-style-type: none"> <li>• Compared, on a sample basis, revenue transactions recorded during the year with the underlying contracts, progress reports, invoices raised on customers and collections in bank accounts and whether the related revenue had been recognised in accordance with the Group's revenue recognition policies;</li> </ul>

The Key Audit Matter	How the matter was addressed in our audit
	<ul style="list-style-type: none"> <li>• Identification and testing operating effectiveness of key controls over recording of actual costs incurred for the projects;</li> <li>• Review of the costs to complete workings, comparing the costs to complete with the budgeted costs and inquiring into reasons for variance; and</li> <li>• Sighting approvals for changes in budgeted costs with the rationale for the changes and assessment of contract costs to determine no revenue nature costs are taken to inventory.</li> </ul>

#### **Inventories (refer note 11 to the consolidated financial statements)**

The Key Audit Matter	How the matter was addressed in our audit
<p>Inventories comprising of finished goods and construction-work-in progress represent 27.32% of the Group's total assets.</p> <p><b>Assessing net realisable value</b></p> <p>The Group recognises profit on each sale by reference to the overall project margin, which is the projected profit percentage for a phase that may comprise multiple units and can last a number of years. The recognition of profit is therefore dependent on the estimate of future selling prices and build costs including an allowance for risk. Further estimation uncertainty and exposure to cyclicalities exists within the long term projects.</p> <p>Forecasts of future sales are dependent on market conditions, which can be difficult to predict and be influenced by political and economic factors.</p> <p>Inventory represents the capitalised project costs to date less amounts expensed on sales by reference to the aforementioned projections. It is held at the lower of cost and net realisable value, the latter also being based on the forecast for the project. As such inappropriate assumptions in these forecasts can impact the assessment of the carrying value of inventories.</p> <p>Further due to their materiality in the context of total assets of the Group this is considered significant to our overall audit strategy and planning.</p>	<p>Our audit procedures to assess the net realisable value (NRV) of inventories included the following:</p> <ul style="list-style-type: none"> <li>• Discussion with the management to understand the basis of calculation and justification for the estimated recoverable amounts of the unsold units ("the NRV assessment");</li> <li>• Evaluating the design and implementation of the Group's internal controls over the NRV assessment. Our evaluation included assessing whether the NRV assessment was prepared and updated by appropriate personnel of the Group and whether the key estimates, including estimated future selling prices and costs of completion for all property development projects, used in the NRV assessment, were discussed and challenged by management as appropriate;</li> <li>• Evaluating the management's valuation methodology and assessing the key estimates, data inputs and assumptions adopted in the valuations, which included comparing expected future average selling prices with available market data such as recently transacted prices for similar properties located in the nearby vicinity of each property development project and the sales budget plans maintained by the Group; and</li> <li>• Re-performing the calculations of the NRV assessment and comparing the estimated construction costs to complete each development with the Group's updated budgets.</li> </ul>

**Deferred Tax Assets (refer to note 9 to the consolidated financial statements)**

<b>The Key Audit Matter</b>	<b>How the matter was addressed in our audit</b>
The carrying amount of the deferred tax assets represents 6.37 % of the Group's total assets.	Our audit procedures included:
<b>Recognition and measurement of deferred tax assets</b>	<ul style="list-style-type: none"> <li>Through discussions with management, we understood the Group's process for recording deferred tax assets;</li> </ul>
The Group has deferred tax assets in respect of brought forward losses and other temporary differences, as set out in note 9.	<ul style="list-style-type: none"> <li>We have obtained the approved business plans, projected profitability statements for the existing projects and the future projects which are confirmed through definitive agreements;</li> </ul>
The recognition of deferred tax assets involves judgment regarding the likelihood of the reasonable certainty of realisation of these assets, in particular whether there will be taxable profits in future periods that support recognition of these assets.	<ul style="list-style-type: none"> <li>We have performed sensitivity analysis and inquired into the basis of the projections for the reasonable certainty of utilisation of the brought forward business losses and therefore recognition of deferred tax assets; and</li> </ul>
Management records deferred tax assets in respect of brought forward business losses in cases where it is reasonably certain based on the projected profitability determined on the basis of approved business plans that sufficient taxable income will be available to absorb the brought forward business loss.	<ul style="list-style-type: none"> <li>We tested the underlying data for the key deferred tax and tax provision calculations.</li> </ul>

**Other Information**

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

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements**

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit / loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group, its associate and joint ventures, in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with relevant rules issued thereunder. The respective Board of Directors of the companies/Designated Partners of limited liability partnerships included in the Group, its associate and its joint ventures are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company and limited liability partnership 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 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 financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies/ Designated Partners of limited liability partnerships included in the Group, its associate and its joint ventures are responsible for assessing the ability of the Group, its associate and its joint ventures 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 Group (Holding Company and subsidiaries), its associate and its joint ventures or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of companies/Designated Partners of limited liability partnerships included in the Group, its associate and its joint ventures, are responsible for overseeing the financial reporting process of each company/limited liability partnership.

### **Auditors' Responsibility for the audit of the consolidated Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Group, its associate and its joint ventures companies, have an adequate internal financial controls system in place and the operating effectiveness of such controls as applicable.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group (Holding Company and subsidiaries), its associate and its joint ventures, to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding financial information of such entities or business activities within the Group, its associate and its joint ventures, to express an opinion on the consolidated financial statements, of which we are the independent auditors. We are responsible for direction, supervision and performance of the audit of the financial information of such entities.

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

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### **Report on Other Legal and Regulatory Requirements**

- (A) As required by Section 143 (3) of the Act, based on our audit and other financial information of such subsidiaries, its associate and its joint venture companies, 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 financial statements;
  - (b) in our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books;
  - (c) the consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
  - (d) in our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act;
  - (e) on the basis of the written representations received from the directors of the Group companies, its associate and its joint ventures companies incorporated in India as on 31 March 2019 and taken on record by the Board of Directors of the Group companies, its associate and its joint ventures companies, none of the directors of the Group companies, its associate and its joint ventures incorporated in India are disqualified as on 31 March 2019 from being appointed as a director in terms of Section 164 (2) of the Act; and
  - (f) With respect to adequacy of the internal financial controls with reference to financial statements of the Group companies, its associate and its joint ventures companies incorporated in India and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
- (B) with respect to the other matters to be included in the Auditors' 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 and also the other financial information of the subsidiaries, its associate and its joint ventures:
- i. the consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, its associate and its joint ventures – Refer Note 46 to the consolidated financial statements;
  - ii. the Group, its associate and its joint ventures did not have any long-term contracts, including derivative contracts, for which there were any material foreseeable losses; and

- iii. there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Group, its associate and its joint ventures incorporated in India during the year ended 31 March 2019.

(C) With respect to the matter to be included in the Auditors' Report under Section 197(16):

- i. we draw attention to note 41 to the consolidated financial statements, relating to remuneration paid to the Executive Chairman and the Managing Director & CEO of the Holding Company for the financial year ended 31 March 2019, being in excess of the limits prescribed under Section 197 of the Act by Rs 5.81 crores, which is subject to the approval of the shareholders. Our opinion is not modified in respect of this matter; and
- ii. the Ministry of Corporate Affairs has not prescribed other details under Section 197 (16) of the Act which are required to be commented upon by us.

For **BSR & Co. LLP**

*Chartered Accountants*

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

Mumbai  
30 April 2019

**Aniruddha Godbole**

*Partner*

Membership No: 105149



## ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT – 31 MARCH 2019

### **Report on the Internal Financial Controls with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

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

#### **Opinion**

In conjunction with our audit of the consolidated financial statements of Godrej Properties Limited ("the Holding Company") as of and for the year ended 31 March 2019, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary companies incorporated in India (the Holding Company and its subsidiary companies incorporated in India together referred to as the "Group"), its associate and its joint venture companies, in respect of companies incorporated in India and to whom the internal financial control with reference to financial statements is applicable, as of that date.

In our opinion, the Group, its associate and its joint venture companies, have, in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls were operating effectively as at 31 March 2019, based on the internal financial controls with reference to consolidated financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

#### **Management's Responsibility for Internal Financial Controls**

The respective company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the criteria established by the respective company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 Companies Act, 2013 (hereinafter referred to as "the Act").

#### **Auditors' Responsibility**

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of the internal controls 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 consolidated 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 internal financial controls with reference to consolidated financial statements.

### **Meaning of Internal Financial Controls with reference to Consolidated financial statements**

A company's internal financial control with reference to financial statements 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 reference to financial statements 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls with reference to consolidated financial statements**

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

For **BSR & Co. LLP**

*Chartered Accountants*

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

Mumbai  
30 April 2019

**Aniruddha Godbole**

*Partner*

Membership No: 105149

## CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2019

(Currency in INR Crore)

Particulars	Note	As At March 31, 2019	As At March 31, 2018 (Restated)	As At April 01, 2017 (Restated)
<b>ASSETS</b>				
<b>Non-Current Assets</b>				
Property, Plant and Equipment	2	71.90	84.82	74.79
Capital Work-in-Progress	2	98.77	71.37	0.01
Investment Property	3	2.20	2.48	-
Goodwill on consolidation		0.04	0.04	0.04
Other Intangible Assets	4	22.55	25.29	27.23
Intangible Assets Under Development	4	0.77	0.12	0.02
Investment in Joint Ventures and Associate	5	722.85	223.95	18.71
Financial Assets				
Other Investments	6	862.20	686.33	312.35
Loans	7	28.57	83.81	76.42
Other Non-Current Financial Assets	8	32.85	0.01	1.93
Deferred Tax Assets (Net)	9	515.53	640.54	566.97
Income Tax Assets (Net)		157.98	116.40	118.89
Other Non-Current Non Financial Assets	10	56.61	15.28	19.76
<b>Total Non-Current Assets</b>		<b>2,572.82</b>	<b>1,950.44</b>	<b>1,217.12</b>
<b>Current Assets</b>				
Inventories	11	2,210.80	3,733.40	5,162.15
Financial Assets				
Investments	12	1,052.10	543.84	366.26
Trade Receivables	13	159.91	156.16	211.36
Cash and Cash Equivalents	14	152.51	126.31	66.06
Bank Balances other than above	15	190.09	206.39	44.36
Loans	16	1,030.19	995.30	677.52
Other Current Financial Assets	17	343.02	226.41	219.34
Other Current Non Financial Assets	18	381.30	333.62	283.70
<b>Total Current Assets</b>		<b>5,519.92</b>	<b>6,321.43</b>	<b>7,030.75</b>
<b>TOTAL ASSETS</b>		<b>8,092.74</b>	<b>8,271.87</b>	<b>8,247.87</b>
<b>EQUITY AND LIABILITIES</b>				
<b>EQUITY</b>				
Equity Share Capital	19	114.66	108.24	108.18
Other Equity		2,354.35	1,102.16	1,013.71
<b>Total Equity</b>		<b>2,469.01</b>	<b>1,210.40</b>	<b>1,121.89</b>
<b>LIABILITIES</b>				
<b>Non-Current Liabilities</b>				
Financial Liabilities				
Borrowings	20	500.00	500.00	474.76
Deferred Tax Liabilities (Net)	9	0.73	0.59	0.20
Provisions	21	11.52	11.34	6.54
<b>Total Non-Current Liabilities</b>		<b>512.25</b>	<b>511.93</b>	<b>481.50</b>
<b>Current Liabilities</b>				
Financial Liabilities				
Borrowings	22	3,015.84	3,202.86	3,505.65
Trade Payables				
total outstanding dues of micro enterprises and small enterprises		13.45	9.00	16.42
total outstanding dues of creditors other than micro enterprises and small enterprises		234.25	303.96	500.64
Other Current Financial Liabilities	23	262.09	258.40	133.87
Other Current Non Financial Liabilities	24	1,556.36	2,722.43	2,471.82
Provisions	25	11.15	6.39	0.34
Current Tax Liabilities (Net)		18.34	46.50	15.74
<b>Total Current Liabilities</b>		<b>5,111.48</b>	<b>6,549.54</b>	<b>6,644.48</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>8,092.74</b>	<b>8,271.87</b>	<b>8,247.87</b>
<b>Significant Accounting Policies</b>	1			

The accompanying notes 1 to 55 form an integral part of these Consolidated Financial Statements.

As per our report of even date.

**For B S R & Co. LLP**  
Chartered Accountants  
Firm's Registration No: 101248W/W-100022

**ANIRUDDHA GODBOLE**  
Partner  
Membership No: 105149  
Mumbai  
April 30, 2019

**For and on behalf of the Board of Directors of  
Godrej Properties Limited**  
CIN: L74120MH1985PLC035308

**PIROJSHA GODREJ**  
Executive Chairman  
DIN: 00432983

**SURENDER VARMA**  
Company Secretary  
ICSI Membership No. A10428  
Mumbai  
April 30, 2019

**MOHIT MALHOTRA**  
Managing Director & CEO  
DIN: 07074531

**RAJENDRA KHETAWAT**  
Chief Financial Officer

# CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2019

(Currency in INR Crore)

Particulars	Note	For the year ended March 31, 2019	For the year ended March 31, 2018 (Restated)
<b>INCOME</b>			
Revenue from Operations	26	2,817.40	1,603.72
Other Income	27	404.58	498.64
<b>Total Income</b>		<b>3,221.98</b>	<b>2,102.36</b>
<b>EXPENSES</b>			
Cost of Materials Consumed	28	565.11	1,111.23
Change in inventories of finished goods and construction work-in-progress	29	1,628.75	249.73
Employee Benefits Expense	30	173.04	138.42
Finance Costs	31	234.03	150.13
Depreciation and Amortisation Expense	32	14.34	16.13
Other Expenses	33	272.46	283.29
<b>Total Expenses</b>		<b>2,887.73</b>	<b>1,948.93</b>
<b>Profit before share of profit in joint ventures and associate and tax</b>		<b>334.25</b>	<b>153.43</b>
Share of profit/(loss) of joint ventures and associate (net of tax)		13.95	(36.55)
<b>Profit before tax</b>		<b>348.20</b>	<b>116.88</b>
<b>Tax Expense</b>			
Current Tax	9(b)	(31.59)	101.47
Deferred Tax Charge/(Credit)	9(a)	126.64	(71.50)
<b>Total Tax Expense</b>		<b>95.05</b>	<b>29.97</b>
<b>Profit for the Year</b>		<b>253.15</b>	<b>86.91</b>
<b>Other Comprehensive Income</b>			
<b>Items that will not be subsequently reclassified to profit or loss</b>			
Remeasurements of the defined benefit plan		(0.50)	(4.31)
Tax on above	9(a)	0.17	1.50
<b>Items that will be subsequently reclassified to profit or loss</b>			
Exchange difference in translating the financial statements of a foreign operations.		0.10	-
<b>Other Comprehensive Income for the Year (Net of Tax)</b>		<b>(0.23)</b>	<b>(2.81)</b>
<b>Total Comprehensive Income for the Year</b>		<b>252.92</b>	<b>84.10</b>
<b>Earnings Per Share (Amount in INR)</b>			
Basic	34	11.16	4.01
Diluted	34	11.15	4.01
<b>Significant Accounting Policies</b>	1		

The accompanying notes 1 to 55 form an integral part of these Consolidated Financial Statements.

As per our report of even date.

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

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

**ANIRUDDHA GODBOLE**

Partner  
Membership No: 105149  
Mumbai  
April 30, 2019

**For and on behalf of the Board of Directors of  
Godrej Properties Limited**

CIN: L74120MH1985PLC035308

**PIROJSHA GODREJ**

Executive Chairman  
DIN: 00432983

**SURENDER VARMA**

Company Secretary  
ICSI Membership No: A10428  
Mumbai  
April 30, 2019

**MOHIT MALHOTRA**

Managing Director & CEO  
DIN: 07074531

**RAJENDRA KHETAWAT**

Chief Financial Officer

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2019

(Currency in INR Crore)

### a) Equity Share Capital

Particulars	As At March 31, 2019	As At March 31, 2018 (Restated)	As At April 01, 2017 (Restated)
Balance at the beginning of the year	108.24	108.18	108.13
Changes in equity share capital during the year	6.42	0.06	0.05
Balance at the end of the year	114.66	108.24	108.18

### b) Other Equity

Particulars	Reserves and Surplus							Total
	Capital Reserve (refer note (a) below)	Capital Reserve on Account of Amalgamation/ Acquisition (refer note (b) below)	Securities Premium (refer note (c) below)	Debenture Redemption Reserve (refer note (d) below)	Employee Stock Grant Scheme Reserve (refer note (e) below)	Retained Earnings (refer note (f) below)	Exchange differences on translating the financial statements of a foreign operation (refer note (g) below)	
<b>Restated balance as at April 01, 2017 (refer note 43)</b>	7.20	132.62	1,699.22	-	3.69	(828.65)	(0.37)	1,013.71
<b>Total Comprehensive Income:</b>								
i) Restated profit for the year (refer note 43)	-	-	-	-	-	86.91	-	86.91
ii) Remeasurements of the defined benefit plan (net of tax) (refer note 35)	-	-	-	-	-	(2.81)	-	(2.81)
Adjustments:								
i) Additions during the year	-	(0.01)	-	-	-	-	0.37	0.36
ii) Transfer to debenture redemption reserve	-	-	-	50.00	-	(50.00)	-	-
iii) Transfer to securities premium on exercise of stock grants	-	-	3.03	-	(3.03)	-	-	-
iv) Share based payments to employees (refer note 39)	-	-	-	-	3.99	-	-	3.99
<b>Restated balance as at March 31, 2018 (refer note 43)</b>	7.20	132.61	1,702.25	50.00	4.65	(794.55)	-	1,102.16
<b>Restated balance as at April 01, 2018 (refer note 43)</b>	7.20	132.61	1,702.25	50.00	4.65	(794.55)	-	1,102.16
<b>Total Comprehensive Income:</b>								
i) Profit for the year	-	-	-	-	-	253.15	-	253.15
ii) Remeasurements of the defined benefit plan (net of tax) (refer note 35)	-	-	-	-	-	(0.33)	-	(0.33)
iii) Exchange difference in translating the financial statements of a foreign operations	-	-	-	-	-	-	0.10	0.10
Adjustments:								
i) On fresh issues of shares (net of expenses INR 3.57 Crore)	-	-	990.18	-	-	-	-	990.18
ii) Additions during the year (refer note 42)	-	5.54	-	-	-	-	-	5.54
iii) Transfer to debenture redemption reserve	-	-	-	50.00	-	(50.00)	-	-
iv) Transfer to securities premium on exercise of stock grants	-	-	2.93	-	(2.93)	-	-	-
v) Share based payments to employees (refer note 39)	-	-	-	-	3.55	-	-	3.55
<b>Balance as at March 31, 2019</b>	7.20	138.15	2,695.36	100.00	5.27	(591.73)	0.10	2,354.35

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2019

(Currency in INR Crore)

**(a) Capital Reserve**

Profit on sale of treasury shares held by the ESOP trust is recognised in Capital reserve.

**(b) Capital Reserve on Account of Amalgamation / Acquisition**

During amalgamation / acquisition, the excess of net assets taken, over the cost of consideration paid is treated as capital reserve on account of amalgamation / acquisition.

**(c) Securities Premium**

Securities premium is used to record the premium received on issue of shares. It is utilised in accordance with the provisions of the Act.

**(d) Debenture Redemption Reserve**

The Group has issued redeemable non-convertible debentures. Accordingly, the Companies (Share capital and Debentures) Rules, 2014 (as amended), requires the Group to create Debenture Redemption Reserve out of profits of the Group available for payment of dividend.

**(e) Employee Stock Grant Scheme Reserve**

The fair value of the equity-settled share based payment transactions with employees including key management personnel is recognised in the Consolidated Statement of Profit and Loss with corresponding credit to Employee Stock Grant Scheme Reserve.

**(f) Retained Earnings**

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

**(g) Exchange differences on translating the financial statements of a foreign operation**

Exchange differences arising on translation of the foreign operations are recognised in other comprehensive income and accumulated in a separate reserve within equity. The cumulative amount is reclassified to profit or loss when the net investment is disposed-off.

The accompanying notes 1 to 55 form an integral part of these Consolidated Financial Statements.

As per our report of even date.

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

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

**ANIRUDDHA GODBOLE**

*Partner*  
Membership No: 105149  
Mumbai  
April 30, 2019

**For and on behalf of the Board of Directors of  
Godrej Properties Limited**  
CIN: L74120MH1985PLC035308

**PIROJSHA GODREJ**  
*Executive Chairman*  
DIN: 00432983

**SURENDER VARMA**  
*Company Secretary*  
ICSI Membership No. A10428  
Mumbai  
April 30, 2019

**MOHIT MALHOTRA**  
*Managing Director & CEO*  
DIN: 07074531

**RAJENDRA KHETAWAT**  
*Chief Financial Officer*



# CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2019

(Currency in INR Crore)

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018 (Restated)
<b>Cash Flow from Operating Activities</b>		
Profit before tax	348.20	116.88
<b>Adjustment for:</b>		
Depreciation and amortisation expense	14.34	16.13
Finance costs	234.03	150.13
Loss /(profit) on sale of property, plant and equipment (net)	7.35	(0.08)
Share of (profit)/loss in joint ventures and associate	(13.95)	36.55
Share based payments to employees	3.55	3.99
Expenses on amalgamation	0.40	1.07
Interest income	(232.40)	(138.74)
Dividend income	(0.00)	-
Profit on sale of investments (net)	(61.44)	(209.44)
Income from Investment measured at FVTPL	(95.63)	(147.71)
Allowance for bad and doubtful debts	20.18	39.95
Liabilities written back	(10.89)	-
Write down of inventories	4.75	100.87
Lease rent from investment property	(0.79)	(0.37)
<b>Operating profit/(loss) before working capital changes</b>	<b>217.70</b>	<b>(30.77)</b>
<b>Changes in Working Capital:</b>		
(Decrease)/Increase in Non-financial Liabilities	(1,172.67)	187.73
(Decrease) in Financial Liabilities	(71.77)	(79.35)
Decrease in Inventories	1,632.45	1,124.85
(Increase)/Decrease in Non-financial Assets	(0.58)	(51.93)
(Increase) in Financial Assets	(89.01)	72.81
	<b>298.42</b>	<b>1,254.11</b>
Taxes Paid (net)	(38.06)	(68.52)
<b>Net Cash Flows generated from operating activities</b>	<b>478.06</b>	<b>1,154.82</b>
<b>Cash Flow from Investing Activities</b>		
Acquisition of property, plant and equipment, investment property and intangible assets*	(74.38)	(150.43)
Proceeds from sale of property, plant and equipment	0.59	0.14
Investment in debentures of joint ventures	(141.33)	(102.77)
(Purchase) of mutual funds (net)	(386.45)	(155.54)
Sale / (Purchase) of investments in fixed deposits (net)	15.81	(161.75)
Investment in joint ventures and associate	(503.93)	(20.16)
Proceeds from sale of investment in joint ventures	0.01	-
Proceeds from sale of investment in subsidiaries (refer note (c) below)	-	201.24
Acquisition of subsidiary, net of cash and cash equivalents (refer note (d) below)	(42.73)	-
Loan refunded by/(given) to joint ventures (net)	29.80	(670.37)
Loan given to others (net)	(8.00)	(0.26)
Expenses on amalgamation	(0.40)	(1.07)
Dividend received	0.00	-
Interest received	129.64	87.17
Lease rent from investment property	0.79	0.37
<b>Net Cash Flows (used in) investing activities</b>	<b>(980.58)</b>	<b>(973.43)</b>
<b>Cash Flow from financing activities</b>		
Proceeds from issue of equity share capital (net of issue expenses)	999.53	0.06
Proceeds from long-term borrowings	-	500.00
Repayment of long-term borrowings	-	(474.76)
Proceeds from /(Repayment of) short-term borrowings (net)	265.49	(221.68)
Interest paid	(294.97)	(298.42)
Proceeds from sale of treasury shares	-	2.63
Payment of unclaimed dividend	(0.00)	(0.01)
Payment of unclaimed fixed deposits	(0.27)	(0.69)
<b>Net Cash Flows generated from/ (used in) financing activities</b>	<b>969.78</b>	<b>(492.87)</b>
<b>Net Increase / (Decrease) in Cash and Cash Equivalents</b>	<b>467.26</b>	<b>(311.48)</b>
<b>Cash and Cash Equivalents - Opening Balance</b>	<b>(499.99)</b>	<b>(188.51)</b>
<b>Cash and Cash equivalents of subsidiary acquired during the year (refer note (d) below)</b>	<b>9.21</b>	<b>-</b>
<b>Cash and Cash Equivalents - Closing Balance</b>	<b>(23.52)</b>	<b>(499.99)</b>

INR 0.00 represent amount less than INR 50,000

## CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2019

(Currency in INR Crore)

### Notes :

- (a) The above Consolidated Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard (Ind AS) -7 "Statement of Cash Flows".
- (b) Reconciliation of Cash and Cash Equivalents as per the Consolidated Statement of Cash Flows. Cash and Cash Equivalents as per the above comprise of the following:

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018 (Restated)
Cash and Cash Equivalents (refer note 14)	152.51	126.31
Less: Bank overdrafts repayable on demand (refer note 22)	176.03	626.30
<b>Cash and Cash Equivalents as per the Consolidated Statement of Cash Flows</b>	<b>(23.52)</b>	<b>(499.99)</b>

- (c) Effect of disposal of subsidiaries on the financial position of the Group:

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018 (Restated)
Capital work-in-progress	0.00	476.72
Investments in joint ventures and associate	0.00	0.00
Deferred tax assets (Net)	0.00	0.10
Current non-financial assets	0.00	2.39
Cash and cash equivalents	0.01	0.13
Non current financial liabilities	0.00	456.56
Current financial liabilities	0.06	21.69
Current non-financial liabilities	0.00	0.79
<b>Assets net of Liabilities</b>	<b>(0.05)</b>	<b>0.29</b>
Consideration received, satisfied in cash	-	136.17
Cash and Cash Equivalents disposed off	-	(0.13)
<b>Net Cash Inflows</b>	<b>-</b>	<b>136.04</b>

- (d) Effect of acquisition of full control in Joint Venture on the financial position of the Group:

Particulars	For the year ended March 31, 2019
Property, plant and equipment	0.03
Intangible assets	0.02
Non-current financial assets	0.10
Deferred tax assets (Net)	1.29
Income tax assets (Net)	5.17
Inventories	106.24
Current financial assets	38.15
Cash and cash equivalents	9.21
Bank balances other than above	0.50
Current non-financial assets	41.93
Current financial liabilities	(51.61)
Current non-financial liabilities	(48.01 )
Current tax liabilities	(4.01)
<b>Assets net of liabilities</b>	<b>99.01</b>
Consideration paid, satisfied in cash	42.73
Cash and cash equivalents acquired	9.21
<b>Net Cash outflows</b>	<b>33.52</b>

INR 0.00 represent amount less than INR 50,000

## CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2019

(Currency in INR Crore)

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

### Reconciliation of liabilities arising from financing activities

Particulars	As at April 01, 2018 (Restated)	Changes as per the Consolidated Statement of Cash Flows	Non Cash Changes			As at March 31, 2019
			Acquisition	Changes from losing control of subsidiary	Fair Value Changes	
Long-term borrowings	500.00	-	-	-	-	500.00
Short-term borrowings	2,570.12	265.49	-	-	-	2,835.61

Particulars	As at April 01, 2017 (Restated)	Changes as per the Consolidated Statement of Cash Flows	Non Cash Changes			As at March 31, 2018 (Restated)
			Acquisition	Changes from losing control of subsidiary	Fair Value Changes	
Long-term borrowings	474.76	25.24	-	-	-	500.00
Short-term borrowings	3,248.36	(221.68)	-	(456.56)	-	2,570.12

- (f) The above Consolidated Statement of Cash Flows include INR 1.78 Crore (Previous Year 2018: INR 2.08 Crore) towards Corporate Social Responsibility (CSR) activities (refer note 49).

- \* During the year, INR Nil (Previous Year 2018: INR 12.79 Crore, INR 64.79 Crore and INR 2.60 Crore) amount of inventories have been transferred to property, plant and equipment, capital work-in-progress and investment property respectively.

The accompanying notes 1 to 55 form an integral part of these Consolidated Financial Statements.

As per our report of even date.

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

Chartered Accountants

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

#### ANIRUDDHA GODBOLE

Partner

Membership No: 105149

Mumbai

April 30, 2019

#### For and on behalf of the Board of Directors of Godrej Properties Limited

CIN: L74120MH1985PLC035308

#### PIROJSHA GODREJ

Executive Chairman

DIN: 00432983

#### SURENDER VARMA

Company Secretary

ICSI Membership No. A10428

Mumbai

April 30, 2019

#### MOHIT MALHOTRA

Managing Director & CEO

DIN: 07074531

#### RAJENDRA KHETAWAT

Chief Financial Officer

# NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

## Note 1

### I. Group Overview

Godrej Properties Limited ("the Company") having CIN: L74120MH1985PLC035308, together with its subsidiaries, joint ventures and associate, collectively referred to as ("the Group") is engaged primarily in the business of real estate construction, development and other related activities. The Company is a public limited company incorporated and domiciled in India having its registered office at Godrej One, 5th Floor, Pirojshanagar, Eastern Express Highway, Vikhroli, Mumbai – 400079. The Company's equity shares are listed on The Bombay Stock Exchange Limited (BSE) and The National Stock Exchange of India Limited (NSE.)

### II. Basis of preparation and measurement

The financial statements of the subsidiaries, joint ventures and associate used for the purpose of consolidation are drawn upto the same reporting date as that of the Company, i.e. March 31, 2019.

The consolidated financial statements of the Group have been prepared in accordance with the Indian Accounting Standards (Ind AS) to comply with the Section 133 of the Companies Act, 2013 ("the 2013 Act") and the relevant provisions and amendments, as applicable. The Consolidated Financial Statements have been prepared on accrual basis under the historical cost convention except certain financial instruments, defined benefit plans and share based payments measured at fair value.

This is the first set of the Group's consolidated financial statements in which Ind AS 115, Revenue from contracts with customers, has been applied. Changes to significant accounting policies are described in note 1 (III) (i) and (t) and the impact of transition to Ind AS 115 on the consolidated financial statements is disclosed in note 43.

The consolidated financial statements of the Group for the year ended March 31, 2019 were approved by the Board of Directors and authorised for issue on April 30, 2019.

#### a) Operating cycle

The normal operating cycle in respect of operation relating to under construction real estate project depends on signing of agreement, size of the project, phasing of the project, type of development, project complexities, approvals needed and realisation of project into cash and cash equivalents and range from 3 to 7 years. Accordingly, project related assets and liabilities have been classified into current and non-current based on operating cycle of respective projects. All other assets and liabilities have been classified into current and non-current based on a period of twelve months.

#### b) Functional and Presentation Currency

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

#### c) Use of estimates and judgements

The preparation of the consolidated financial statements in conformity with Ind AS requires the use of estimates, judgements and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known/ materialise.

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

- *Evaluation of satisfaction of performance obligation at a point in time for the purpose of revenue recognition*

Determination of revenue under the satisfaction of performance obligation at a point in time method necessarily involves making estimates, some of which are of a technical nature, concerning, where relevant, the timing of satisfaction of performance of obligation costs to completion, the expected revenues from the project or activity and the foreseeable losses to completion. Estimates of project income, as well as project costs, are reviewed periodically. The effect of changes, if any, to estimates is recognised in the consolidated financial statements for the period in which such changes are determined.

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

- ***Evaluation of control***

The Group makes assumptions, when assessing whether it exercises control, joint control or significant influence over entities in which it holds less than 100 percent of the voting rights. These assumptions are made based on the contractual rights with the other shareholders, relevant facts and circumstances which indicate that the Group has power over the potential subsidiary or that joint control exists. Changes to contractual arrangements or facts and circumstances are monitored and are evaluated to determine whether they have a potential impact on the assessment as to whether the Group is exercising control over its investment.

- ***Evaluation of Net realisable Value of Inventories***

Inventories comprising of completed flats and construction-work-in progress are valued at lower of cost and net realisable value. Net Realisable value is based upon the estimates of the management. The effect of changes, if any, to the estimates is recognised in the consolidated financial statements for the period in which such changes are determined.

- ***Useful life and residual value of property, plant and equipment and intangible assets***

Useful lives of tangible assets are based on the life prescribed in Schedule II of the Companies Act, 2013. In cases, where the useful lives are different from that prescribed in Schedule II, they are based on internal technical evaluation. Assumptions are also made, when the Group assesses, whether an asset may be capitalised and which components of the cost of the asset may be capitalised.

The estimation of residual value of assets is based on management's judgment about the condition of such asset at the point of sale of asset.

- ***Recognition and measurement of defined benefit obligations***

The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation and attrition rate. The discount rate is determined by reference to market yields at the end of the reporting period on government securities. The period to maturity of the underlying securities correspond to the probable maturity of the post-employment benefit obligations.

- ***Share based payments***

Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which depends on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. For the measurement of the fair value of equity-settled transactions with employees at the grant date, the Group uses Black-Scholes model.

The assumptions used for estimating fair value for share-based payment transactions are disclosed in Note 39 to the consolidated financial statements.

- ***Fair value measurement of financial instruments***

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

- ***Impairment losses on investment***

The Group reviews its carrying value of investments carried at amortised cost annually or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

- ***Recognition of deferred tax asset***

The deferred tax assets in respect of brought forward business losses is recognised based on reasonable certainty of the projected profitability, determined on the basis of approved business plans, to the extent that sufficient taxable income will be available to absorb the brought forward business losses.

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

- **Provisions and contingencies**

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

**d) Standards issued but not yet effective**

**Ind AS 116, Leases:** Ind AS 116 is applicable for financial reporting periods beginning on or after April 01, 2019 and replaces existing lease accounting guidance, namely Ind AS 17 Leases. Ind AS 116 introduces a single, on-balance sheet lease accounting model for lessees. A lessee recognises a right-of-use ("ROU") asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. The nature of expenses related to those leases will change as Ind AS 116 replaces the operating lease expense (i.e. rent) with depreciation charge for ROU assets and interest expense on lease liabilities. There are recognition exemptions for short-term leases and leases of low-value items. Lessor accounting remains similar to the current standard - i.e. lessors continue to classify leases as finance or operating leases. Management believes, based upon preliminary analysis that the impact of new lease standard is not material on its consolidated financial statements.

In addition to the above, the following amendments to existing standards have been issued, are not yet effective and are not expected to have a significant impact on the Group's consolidated financial statements:

**Amendments to Ind AS 103, Business Combinations, and Ind AS 111, Joint Arrangements:** This interpretation clarifies how an entity accounts for increasing its interest in a joint operation that meets the definition of a business.

**Amendments to Ind AS 109, Financial Instruments:** amendments relating to the classification of particular pre-payable financial assets.

**Amendments to Ind AS 12, Income Taxes,** clarify that all income tax consequences of dividends (including payments on financial instruments classified as equity) are recognised consistently with the transactions that generated the distributable profits - i.e. in profit or loss, other comprehensive income or equity.

**Further Appendix C, uncertainty over income tax treatments** has been added to clarify how entities should reflect uncertainties over income tax treatments, in particular when assessing the outcome a tax authority might reach with full knowledge and information if it were to make an examination.

**Amendment to Ind AS 19, Employee Benefits -** The amendment to Ind AS 19 clarifies that on amendment, curtailment or settlement of a defined benefit plan, the current service cost and net interest for the remainder of the annual reporting period are calculated using updated actuarial assumptions - i.e. consistent with the calculation of a gain or loss on the plan amendment, curtailment or settlement. This amendment also clarifies that an entity first determines any past service cost, or a gain or loss on settlement, without considering the effect of the asset ceiling. This amount is recognised in profit or loss. The entity then determines the effect of the asset ceiling after plan amendment, curtailment or settlement. Any change in that effect is recognised in other comprehensive income (except for amounts included in net interest).

**Amendments to Ind AS 23, Borrowing Costs,** clarify that the general borrowings pool used to calculate eligible borrowing costs excludes only borrowings that specifically finance qualifying assets that are still under development or construction.

**Amendments to Ind AS 28, Investments in Associates and Joint Ventures:** When applying the equity method, a non-investment entity that has an interest in an investment entity associate or joint venture can elect to retain the fair value accounting applied by the associate or joint venture to its subsidiaries. Venture capital and other qualifying organisations can elect to measure investments in associates or joint ventures at fair value through profit or loss instead of applying the equity method. The amendments clarify that both these elections apply for each investment entity associate or joint venture separately.

**e) Measurement of fair values**

The Group's accounting policies and disclosures require the measurement of fair values for financial instruments.

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



## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

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

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

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

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

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

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

### III. Significant Accounting Policies

#### a. Basis of Consolidation

##### i) Business combination

- The Group accounts for each business combination (other than common control transactions) by applying the acquisition method. The acquisition date is the date on which control is transferred to the acquirer. Judgment is applied in determining the acquisition date and determining whether control is transferred from one party to another.
- The Group measures goodwill as of the applicable acquisition date at the fair value of the consideration transferred, including the recognised amount of any non-controlling interest in the acquiree, less the net recognised amount (measured at fair value) of the identifiable assets acquired and liabilities (including contingent liabilities in case such a liability represents a present obligation and arises from a past event, and its fair value can be measured reliably) assumed. When the fair value of the net identifiable assets acquired and liabilities assumed exceeds the consideration transferred, a bargain purchase gain is recognised as capital reserve.
- Consideration transferred includes the fair values of the assets transferred, liabilities incurred by the Group to the previous owners of the acquiree, and equity interests issued by the Group. Consideration transferred also includes the fair value of any contingent consideration. Consideration transferred does not include amounts related to settlement of pre-existing relationships.
- Transaction costs that the Group incurs in connection with a business combination are expensed as incurred except to the extent related to the issue of debt or equity securities.
- On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the acquiree's identifiable net assets.
- Put options issued to non-controlling interests are recognised as a liability and the subsequent changes in the put option are recognised directly in reserves.
- Acquisitions of non-controlling interests are accounted for as transactions with equity holders in their capacity as equity holders. The difference between any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity.
- Common control transactions are accounted for based on pooling of interests method where the assets and liabilities of the acquiree are recorded at their existing carrying values. The identity of reserves of the acquiree is preserved and the difference between consideration and the face value of the share capital of the acquiree is transferred to capital reserves, which is shown separately from other capital reserves.

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

- The financial information in respect of prior periods is restated as if the business combination had occurred from the beginning of the preceding period in the consolidated financial statements irrespective of the actual date of the combination.

### ii) Subsidiaries

Subsidiaries are all entities (including special purpose entities) that are controlled by the Company. Control exists when the Group is exposed to, or has the ability to affect those returns through power over the entity. In assessing control, potential voting rights are considered only if the rights are substantive. The financial statements of the Company and its subsidiaries have been combined on a line-by-line basis while eliminating the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. The financial statements of subsidiaries are included in these consolidated financial statements from the date that control commences until the date that control ceases. For the purpose of preparing these consolidated financial statements, the accounting policies of subsidiaries have been changed where necessary to align them with the policies adopted by the Group.

Upon loss of control, the Group derecognises the assets and liabilities of the subsidiary, any non-controlling interests and the other components of equity related to the subsidiary. Any surplus or deficit arising on the loss of control is recognised in the consolidated statement of profit and loss. If the Group retains any interest in the previous subsidiary, then such interest is measured at fair value at the date that control is lost and the differential is recognised in the consolidated statement of profit and loss. Subsequently, it is accounted for as an equity-accounted investee depending on the level of influence retained.

### iii) Joint Ventures and associate (equity accounted investees)

The Group's interests in equity accounted investees comprise interests in joint ventures and 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. A joint venture is an arrangement in which the Group has joint control and has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

Interests in joint ventures and 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 or joint control ceases.

When the Group's share of losses in an equity accounted investment equals or exceeds its interest in an entity; the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of other entity.

### iv) Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated in full while preparing these consolidated financial statements. Unrealised gains or losses arising from transactions with equity accounted investees are eliminated against the investment to the extent of the Group's interest in the investee. Deferred tax asset or liability is created on any temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

### v) Acquisition of non-controlling interest

Acquisition of some or all of the non-controlling interest ("NCI") is accounted for as a transaction with equity holders in their capacity as equity holders. Consequently, the difference arising between the fair value of the purchase consideration paid and the carrying value of the NCI is recorded as an adjustment to retained earnings that is attributable to the Company. The associated cash flows are classified as financing activities. No goodwill is recognised as a result of such transactions.

## b. Property, Plant and Equipment, depreciation and amortisation

### i) Recognition and Measurement

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. The cost of an item of property, plant and equipment comprises:

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

- its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates.
- any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Property, plant and equipment are derecognised from the consolidated financial statements, either on disposal or when no economic benefits are expected from its use or disposal. The gain or loss arising from disposal of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment recognised in the consolidated statement of profit and loss account in the year of occurrence.

Assets under construction includes the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

### ii) *Subsequent expenditure*

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.

### iii) *Depreciation and amortisation*

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.

Depreciation on property, plant and equipment of the Group has been provided using the written down value method based on the useful lives specified in Schedule II to the Companies Act, 2013. The useful lives of certain motor vehicles are estimated in the range of 3-8 years. These lives are different from those indicated in Schedule II.

Assets costing less than INR 5,000 are depreciated at 100% in the year of acquisition.

Assets acquired on lease and leasehold improvements are amortised over the period of the lease on straight line basis.

## c. **Investment property and depreciation**

### i) *Recognition and Measurement:*

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

Though the Group measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation.

### ii) *Depreciation*

Depreciation on Investment Property is provided using the written down value method based on the useful lives specified in Schedule II to the Companies Act, 2013.

## d. **Intangible assets and amortisation**

### i) *Recognition and measurement*

Items of Intangible Assets are measured at cost less accumulated amortisation and impairment losses, if any. The cost of an intangible asset comprises:

- its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates; and
- any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### ii) *Subsequent Expenditure*

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.

### iii) *Amortisation*

Intangible assets are amortised over their estimated useful life using straight line method.

Trademark is amortised over a period of 20 years.

Intangible Assets (other than trademark) are amortised over a period of six years.

## e. **Impairment of non-financial assets**

The carrying values of assets / cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists.

If the carrying amount of the assets exceeds the estimated recoverable amount, impairment loss is recognised for such excess amount. The impairment loss is recognised as an expense in the consolidated statement of profit and loss, unless the asset is carried at revalued amount, in which case any impairment loss of the revalued asset is treated as a decrease to the extent a revaluation reserve is available for that asset.

Goodwill on business combinations is included in intangible assets. Goodwill is not amortised but it is tested for impairment annually or more frequently if events or changes in circumstances indicate that it might be impaired.

The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.

When there is indication that an impairment loss recognised for an asset (other than a revalued asset) in earlier accounting periods which no longer exists or may have decreased, such reversal of impairment loss is recognised in the consolidated statement of profit and loss, to the extent the amount was previously charged to the consolidated statement of profit and loss. In case of revalued assets, such reversal is not recognised.

## f. **Foreign currency transactions**

Transactions in foreign currencies are translated to the respective functional currencies of entities within the Group at exchange rates at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated into the functional currency at the exchange rate at that date.

Non-monetary items that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous financial statements are recognised in the consolidated statement of profit and loss in the period in which they arise.

In case of foreign operations whose functional currency is different from the Company's functional currency, the assets and liabilities of such foreign operations, including goodwill and fair value adjustments arising upon acquisition, are translated to the reporting currency at exchange rates at the reporting date. The income and expenses of such foreign operations are translated to the reporting currency at the average exchange rates prevailing during the year. Resulting foreign currency differences are recognised in other comprehensive income or (loss) and presented within equity as part of foreign currency translation reserve (FCTR). When a foreign operation is disposed of, in part or in full, the relevant amount in the FCTR is transferred to the consolidated statement of profit and loss.

## g. **Financial instruments**

### I. Financial Assets

#### Classification

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

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### Initial recognition and measurement

The Group recognises financial assets when it becomes a party to the contractual provisions of the instrument. All financial assets are recognised initially at fair value plus transaction costs that are attributable to the acquisition of the financial asset.

### Subsequent measurement

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

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

### Debt instruments at amortised cost

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

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

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

### Debt instruments at Fair Value through Profit or Loss

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

### Equity investments

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

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

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

### Derecognition

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

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

### Impairment of financial assets

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

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

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

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

### II. Financial Liabilities

#### Classification

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

#### Initial recognition and measurement

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

#### Loans and borrowings

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

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

#### 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 consolidated 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 them on a net basis or to realise the assets and settle the liabilities simultaneously.

### III. Share Capital

#### Ordinary equity shares

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

#### Treasury shares

The Company has created an Employee Stock Options Trust (ESOP) for providing share-based payment to its employees. The Company uses ESOP as a vehicle for distributing shares to employees under the employee remuneration schemes. The ESOP buys shares of the Company from the market, for giving shares to employees. The Company treats ESOP as its extension and shares held by ESOP are treated as treasury shares.

Treasury shares are recognised at cost and deducted from equity. No gain or loss is recognised in the consolidated statement of profit and loss on the purchase, sale, issue or cancellation of the Company's own equity instruments. Any difference between the carrying amount and the consideration, if reissued, is recognised in capital reserve. Share options exercised during the reporting period are deducted from treasury shares.



## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### h. Inventories

Inventories comprising of completed flats and construction work-in-progress are valued at lower of cost or net realisable value.

Construction work-in-progress includes cost of land, premium for development rights, construction costs, allocated interest and expenses incidental to the projects undertaken by the Group.

### i. Revenue Recognition

Ind AS 115 has been notified by Ministry of Corporate Affairs (MCA) on March 28, 2018 and is effective from accounting period beginning on or after April 01, 2018.

The Group has applied full retrospective approach in adopting the new standard (for all contracts other than completed contracts) and accordingly recognised revenue in accordance with Ind AS 115 as compared to earlier Percentage of Completion method as per the Guidance Note on Accounting for Real Estate Transaction (for entities to whom Ind AS is applicable).

As these are the first set of the Group's consolidated financial statements prepared in accordance with Ind AS 115, an explanation of how the transition to Ind AS 115 has affected the previously reported financial position, financial performance and cash flows of the Group is provided in Note 43.

The Group derives revenues primarily from sale of properties comprising of both commercial and residential units.

The Group recognises revenue when it determines the satisfaction of performance obligations at a point in time. Revenue is recognised upon transfer of control of promised products to customer in an amount that reflects the consideration which the Group expects to receive in exchange for those products.

In arrangements for sale of units the Group has applied the guidance in Ind AS 115, Revenue from contract with customer, by applying the revenue recognition criteria for each distinct performance obligation. The arrangements with customers generally meet the criteria for considering sale of units as distinct performance obligations. For allocating the transaction price, the Group has measured the revenue in respect of each performance obligation of a contract at its relative standalone selling price. The price that is regularly charged for an item when sold separately is the best evidence of its standalone selling price. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer.

For sale of units the Group recognises revenue when its performance obligations are satisfied and customer obtains control of the asset.

Contract assets are recognised when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

Contract Liabilities are recognised when there is billing in excess of revenue and advance received from customers.

The Group has been entering into Development and Project Management agreements with land-owners. Accounting for income from such projects, measured at fair value, is done on accrual basis as per the terms of the agreement.

The Group receives maintenance amount from the customers and utilises the same towards the maintenance of the respective projects. Revenue is recognised to the extent of maintenance expenses incurred by the Group towards maintenance of respective projects. Balance amount of maintenance expenses to be incurred is reflected as liability under the head other current liabilities.

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

Dividend income and share of profits in LLP is recognised when the right to receive the same is established.

### j. Income tax

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

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### *Current tax*

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

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

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

### *Deferred tax*

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes (including those arising from consolidation adjustments such as unrealised profit on inventory etc.).

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

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

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

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

Deferred tax assets and liabilities are offset only if:

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

### *Minimum Alternative Tax (MAT)*

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

## **k. Employee Benefits**

### *i) Short term employee benefits*

Short-term employee benefits are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

#### *Defined contribution plans*

Obligations for contributions to defined contribution plans such as Provident Fund and Employee State Insurance Corporations are expensed as the related service is provided.

#### *Defined benefit plans*

The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, after discounting the same.

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method.

Re-measurement of the net defined benefit liability, which comprise actuarial gains and losses are recognised immediately in other comprehensive income (OCI). Re-measurement, if any, are not reclassified to the consolidated statement of profit and loss in subsequent period. Net interest expense (income) on the net defined liability (assets) is computed by applying the discount rate, used to measure the net defined liability (asset). Net interest expense and other expenses related to defined benefit plans are recognised in the consolidated statement of profit and loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in the consolidated statement of profit and loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

### ii) Other long-term employee benefits

The Group's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. They are therefore measured at the present value of expected future payments to be made in respect of services provided by the employee's upto the end of the reporting period using the projected unit credit method. The discount rates used are based on the market yields on government securities as at the reporting date. Re-measurement are recognised in the consolidated statement of profit and loss in the period in which they arise.

## I. Share-based payment transactions

Employees Stock Options Plans ("ESOPs") and Employee Stock Grant Scheme ("ESGS"): The grant date fair value of options granted to employees is recognised as an employee expense, with a corresponding increase in equity, over the period that the employees become unconditionally entitled to the options. The expense is recorded for each separately vesting portion of the award as if the award was, in substance, multiple awards. The increase in equity recognised in connection with share based payment transaction is presented as a separate component in equity under "Employee stock grant scheme reserve". The amount recognised as an expense is adjusted to reflect the actual number of stock options that vest.

## m. Leases

### i) Finance Lease

Agreements are classified as finance leases, if substantially all the risks and rewards incidental to ownership of the leased asset is transferred to the lessee.

### ii) Operating Lease

Agreements which are not classified as finance leases are considered as operating lease. Operating lease payments/income are recognised as an expense/income in the consolidated statement of profit and loss on a straight line basis over the lease term unless there is another systematic basis which is more representative of the time pattern of the lease.

## n. Borrowing Cost

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

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

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

## o. Cash and Cash Equivalents

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

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

### **p. Earnings Per Share**

Basic earnings per share is computed by dividing the profit / (loss) after tax attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax attributable to the equity shareholders as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on conversion of all dilutive potential equity shares.

### **q. Provisions and contingent liabilities**

A provision is recognised when the Group has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

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

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

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

### **r. Events after reporting date**

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

### **s. Segment reporting**

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

### **t. Change in significant accounting policies**

The Group has applied Ind AS 115 Revenue from contracts with customers using the full retrospective approach (for all contracts other than completed contracts) i.e. by recognising the cumulative effect of initially applying Ind AS 115 as an adjustment to the opening balance of equity as at April 01, 2017. Due to the transition method chosen by the Group in applying this standard, comparative information throughout these financial statements has been restated to reflect the requirements of the new standard.

Ind AS 115 establishes a comprehensive framework for determining whether, how much and when revenue is recognised. Under Ind AS 115, with effect from April 01, 2017, revenue is recognised when a customer obtains control of the goods or services as compared to earlier percentage of completion method as per the Guidance Note on Accounting for Real Estate Transactions (for entities to whom Ind AS is applicable).

As these are the first set of the Group's consolidated financial statements prepared in accordance with Ind AS 115, an explanation of how the transition to Ind AS 115 has affected the previously reported financial position, financial performance and cash flows of the Group is provided in Note 43.

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

### 2 Property, Plant and Equipment and Capital work-in-progress

Particulars	GROSS BLOCK					ACCUMULATED DEPRECIATION/ AMORTISATION				NET BLOCK	
	As at April 01, 2018 (Restated)	Additions during the year	Acquired through business combinations (refer note 42)	Deductions during the year	As at March 31, 2019	As at April 01, 2018 (Restated)	For the Year	Deductions	As at March 31, 2019	As at March 31, 2019	As At March 31, 2018 (Restated)
Freehold Land	0.06	-	-	-	0.06	-	-	-	-	0.06	0.06
Buildings (Refer Note (a) and (b) below)	73.04	-	-	8.00	65.04	8.39	2.84	0.61	10.62	54.42	64.65
Leasehold Improvements	7.91	0.80	-	-	8.71	4.18	1.76	-	5.94	2.77	3.73
Office Equipments	3.83	0.54	0.01	0.42	3.96	2.64	0.57	0.39	2.82	1.14	1.19
Site Equipments	0.79	0.15	-	-	0.94	0.37	0.23	-	0.60	0.34	0.42
Furniture and Fixtures	14.99	1.17	0.02	0.90	15.28	5.96	1.66	0.75	6.87	8.41	9.03
Computers	12.46	2.55	0.00	0.70	14.31	8.61	3.00	0.65	10.96	3.35	3.85
Vehicles	4.65	0.80	-	0.52	4.93	3.41	0.84	0.46	3.79	1.14	1.24
Electrical Installations and Equipments	1.03	-	-	0.39	0.64	0.38	0.13	0.14	0.37	0.27	0.65
<b>Total Property, Plant and Equipment</b>	<b>118.76</b>	<b>6.01</b>	<b>0.03</b>	<b>10.93</b>	<b>113.87</b>	<b>33.94</b>	<b>11.03</b>	<b>3.00</b>	<b>41.97</b>	<b>71.90</b>	<b>84.82</b>
<b>Capital Work-in-Progress (refer note (b), (c) and (d) below)</b>										<b>98.77</b>	<b>71.37</b>

Particulars	GROSS BLOCK					ACCUMULATED DEPRECIATION/ AMORTISATION				NET BLOCK	
	As at April 01, 2017 (Restated)	Additions during the year	Acquired through business combinations (refer note 42)	Deductions during the year	As at March 31, 2018 (Restated)	As at April 01, 2017 (Restated)	For the Year	Deductions	As at March 31, 2018 (Restated)	As at March 31, 2018 (Restated)	As At March 31, 2017 (Restated)
Freehold Land	0.06	-	-	-	0.06	-	-	-	-	0.06	0.06
Buildings (Refer Note (a) and (b) below)	59.99	13.05	-	-	73.04	5.36	3.03	-	8.39	64.65	54.63
Leasehold Improvements	7.72	0.19	-	-	7.91	2.46	1.72	-	4.18	3.73	5.26
Office Equipments	3.51	0.32	-	-	3.83	1.90	0.74	-	2.64	1.19	1.61
Site Equipments	0.63	0.16	-	-	0.79	0.05	0.32	-	0.37	0.42	0.58
Furniture and Fixtures	10.50	4.49	-	-	14.99	4.17	1.79	-	5.96	9.03	6.33
Computers	9.78	3.15	-	0.47	12.46	5.92	3.11	0.42	8.61	3.85	3.86
Vehicles	3.61	1.10	-	0.06	4.65	1.39	2.08	0.06	3.41	1.24	2.22
Electrical Installations and Equipments	0.44	0.59	-	-	1.03	0.20	0.18	-	0.38	0.65	0.24
<b>Total Property, Plant and Equipment</b>	<b>96.24</b>	<b>23.05</b>	<b>-</b>	<b>0.53</b>	<b>118.76</b>	<b>21.45</b>	<b>12.97</b>	<b>0.48</b>	<b>33.94</b>	<b>84.82</b>	<b>74.79</b>
<b>Capital Work-in-Progress (refer note (b), (c) and (d) below)</b>										<b>71.37</b>	<b>0.01</b>

(a) Of the above, a Building carrying value INR 53.74 Crore (Previous Year 2018 INR: 56.49 Crore, Previous Year 2017: INR 58.50 Crore) is subject to first charge for secured bank loans (Refer Note 22).

(b) During the year, INR Nil (Previous Year 2018: INR 12.79 Crore and INR 69.64 Crore, Previous Year 2017 : INR Nil) amount of inventories have been transferred to property, plant and equipment and capital work-in-progress respectively.

(c) During the year, INR 6.26 Crore (Previous Year 2018: INR 2.94 Crore, Previous Year 2017 : INR Nil) amount of interest cost has been capitalised to capital work-in-progress.

(d) Refer Note 46 for disclosure of Capital Commitments for acquisition of Property, plant and equipment.

INR 0.00 represent amount less than INR 50,000

# NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

## 3 Investment Property

Reconciliation of Carrying Amount

Particulars	Investment Property
<b>Gross Block</b>	
<b>As At April 01, 2017 (Restated)</b>	-
Transferred from Inventories (refer note (b) below)	2.60
Disposals/Adjustments	-
<b>As At March 31, 2018 (Restated)</b>	2.60
Additions	-
Disposals/Adjustments	-
<b>As at March 31, 2019</b>	2.60
<b>Accumulated Depreciation</b>	
<b>As At April 01, 2017 (Restated)</b>	-
For the Year	0.12
Deductions	-
<b>As At March 31, 2018 (Restated)</b>	0.12
For the Year	0.28
Deductions	-
<b>As at March 31, 2019</b>	0.40
<b>Net Block</b>	
<b>As At April 01, 2017 (Restated)</b>	-
<b>As At March 31, 2018 (Restated)</b>	2.48
<b>As At March 31, 2019</b>	2.20

Information regarding income and expenditure of Investment Property

Particulars	March 31, 2019	March 31, 2018 (Restated)
Rental Income derived from Investment Property	0.79	0.37
Direct Operating Expenses	-	-
Profit arising from Investment Property before depreciation	0.79	0.37
Less: Depreciation	0.28	0.12
Profit arising from Investment Property	0.51	0.25

- The Group's investment property consists of a commercial property in India.
- Based on the intention and revised business plans, a commercial building owned by the Group is considered as being held for capital appreciation and rental income rather than for business purposes. Hence, the Group has reclassified the same from inventories to investment property during the year ended March 31, 2018.
- The Group has no restriction on the realisability of its investment property and no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements.
- Though the Group measures investment property using cost based measurement, the fair value of investment property is based on valuation performed by an accredited independent valuer. The main inputs used are location and locality, facilities and amenities, quality of construction, residual life of building, business potential, supply and demand, local nearby enquiry, market feedback of investigation and ready reckoner published by the Government.
- Fair valuation is based on rent capitalisation method which is INR 9.46 Crore (Previous Year 2018: INR 9.23 Crore, Previous Year 2017: INR Nil). The fair value measurement is categorised in level 3 fair value hierarchy.



## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

### 4 Intangible Assets and Intangible assets under development

Particulars	GROSS BLOCK					ACCUMULATED AMORTISATION				NET BLOCK	
	As at April 01, 2018 (Restated)	Additions during the year	Acquired through business combinations (refer note 42)	Deductions during the year	As at March 31, 2019	As at April 01, 2018 (Restated)	For the Year	Deductions	As at March 31, 2019	As at March 31, 2019	As At March 31, 2018 (Restated)
Licenses and Software	9.51	0.27	0.02	-	9.80	4.69	1.68	-	6.37	3.43	4.82
Trade Mark	24.52	-	-	-	24.52	4.05	1.35	-	5.40	19.12	20.47
<b>Total Intangible Assets</b>	<b>34.03</b>	<b>0.27</b>	<b>0.02</b>	<b>-</b>	<b>34.32</b>	<b>8.74</b>	<b>3.03</b>	<b>-</b>	<b>11.77</b>	<b>22.55</b>	<b>25.29</b>
<b>Intangible Assets Under Development</b>										<b>0.77</b>	<b>0.12</b>

Particulars	GROSS BLOCK					ACCUMULATED AMORTISATION				NET BLOCK	
	As at April 01, 2017 (Restated)	Additions during the year	Acquired through business combinations (refer note 42)	Deductions during the year	As at March 31, 2018 (Restated)	As at April 01, 2017 (Restated)	For the Year	Deductions	As at March 31, 2018 (Restated)	As at March 31, 2018 (Restated)	As At April 01, 2017 (Restated)
Licenses and Software	8.41	1.10	-	-	9.51	3.00	1.69	-	4.69	4.82	5.41
Trade Mark	24.52	-	-	-	24.52	2.70	1.35	-	4.05	20.47	21.82
<b>Total Intangible Assets</b>	<b>32.93</b>	<b>1.10</b>	<b>-</b>	<b>-</b>	<b>34.03</b>	<b>5.70</b>	<b>3.04</b>	<b>-</b>	<b>8.74</b>	<b>25.29</b>	<b>27.23</b>
<b>Intangible Assets Under Development</b>										<b>0.12</b>	<b>0.02</b>

### 5 Investment in Joint Ventures and Associate

#### a) Investment in Equity Instruments (Fully Paid-up unless stated otherwise) (Unquoted)

##### (i) Investment in Joint Ventures

##### Godrej Realty Private Limited

884,850 (Previous Year 2018 : 884,850; Previous Year 2017: 884,850) Equity Shares of INR 10/- each

##### Wonder Space Properties Private Limited

114,191 (Previous Year 2018: 114,191; Previous Year 2017: 111,054) Class B and Ordinary Equity Shares of INR 10/- each

##### Wonder City Buildcon Private Limited

810,420 (Previous Year 2018: 810,420; Previous Year 2017 810,420) Equity Shares of INR 10/- each

##### Godrej Home Constructions Private Limited

1,071,770 (Previous Year 2018: 1,071,770; Previous Year 2017: 1,071,770) Equity Shares of INR 10/- each

##### Wonder Projects Development Private Limited

1,070,060 (Previous Year 2018: 1,050,100; Previous Year 2017: 700,100) Equity Shares of INR 10/- each

##### Godrej Real View Developers Private Limited

2,068,000 (Previous Year 2018: 1,306,000; Previous Year 2017: 176,000) Equity Shares of INR 10/- each

**March 31,  
2019**

March 31,  
2018  
(Restated)

April 01,  
2017  
(Restated)

**4.74**

5.11

5.42

**1.26**

1.05

0.99

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# NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>Pearlite Real Properties Private Limited</b>	-	-	-
3,871,000 (Previous Year 2018: 3,552,500; Previous Year 2017: 3,552,500) Class B Equity Shares of INR 10/- each			
<b>Godrej Greenview Housing Private Limited</b>	-	-	-
1,264,560 (Previous Year 2018: 1,264,560; Previous Year 2017: 1,192,000) Equity Shares of INR 10/- each			
<b>Godrej Green Homes Limited</b>	206.34	199.04	-
(Classified as Subsidiary till March 16, 2018)			
355,384 (Previous Year 2018: 338,847; Previous Year 2017: Nil) Equity Shares of INR 10/- each			
<b>Godrej Skyline Developers Private Limited</b>	-	-	0.17
260,000 (Previous Year 2018: 260,000; Previous Year 2017: 100) Equity Shares of INR 10/- each			
<b>Godrej Landmark Redevelopers Private Limited</b>	-	-	0.16
(Classified as subsidiary w.e.f March 15, 2019)			
Nil (Previous Year 2018: 25,500; Previous Year 2017: 25,500) Equity Shares of INR 10/- each			
<b>Godrej Redevelopers (Mumbai) Private Limited</b>	-	-	-
28,567 (Previous Year 2018: 28,567; Previous Year 2017: 28,567) Equity Shares of INR 10/- each			
<b>Ashank Macbricks Private Limited (w.e.f July 31, 2018)</b>	0.00	-	-
200 (Previous Year 2018: Nil, Previous Year 2017: Nil) Equity Shares of INR 10/- each			
<b>(ii) Investment in Associate</b>			
<b>Godrej One Premises Management Private Limited</b>	0.00	0.00	0.00
3,000 (Previous Year 2018: 3,000; Previous Year 2017: 3,000) Equity Shares of INR 10/- each			
<b>b) Investment in Preference Shares (Fully paid-up unless stated otherwise) (at Amortised Cost) (Unquoted)</b>			
<b>(i) Investment in Joint Ventures</b>			
<b>Godrej Green Homes Limited</b>	-	0.01	-
(Classified as Subsidiary till March 16, 2018)			
Nil (Previous Year 2018: 10,000; Previous Year 2017: Nil) 7% Redeemable Non-cumulative Preference Shares of INR 10/- each			
<b>Godrej Skyline Developers Private Limited</b>	0.43	5.34	-
13,000,000 (Previous Year 2018: 13,000,000; Previous Year 2017: Nil) 0.01% Redeemable Non-cumulative Preference Shares of INR 10/- each			

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>c) Investment In Limited Liability Partnerships</b>			
Mosaic Landmarks LLP	11.18	11.15	11.04
Caroa Properties LLP	-	-	-
Oxford Realty LLP	-	-	-
A R Landcraft LLP	-	-	-
Dream World Landmarks LLP	1.69	-	-
M S Ramaiah Ventures LLP	0.82	0.88	0.93
Godrej Developers & Properties LLP	-	-	-
Oasis Landmarks LLP	-	-	-
Godrej SSPDL Green Acres LLP	-	-	-
Amitis Developers LLP	-	-	-
Godrej Construction Projects LLP	-	-	-
Bavdhan Realty @ Pune 21 LLP	-	-	-
Godrej Housing Projects LLP	-	-	-
Godrej Projects North Star LLP	-	-	-
Prakhhyat Dwellings LLP	-	-	-
Godrej Highview LLP	-	1.36	-
Godrej Irismark LLP	-	0.01	-
Sai Srushti Onehub Projects LLP	-	-	-
Godrej Property Developers LLP	0.00	0.00	0.00
Suncity Infrastructures (Mumbai) LLP (w.e.f. October 10, 2018)	0.00	-	-
Roseberry Estate LLP (w.e.f September 18, 2018)	-	-	-
Mahalunge Township Developers LLP (formerly known as Godrej Land Developers LLP) (Classified as subsidiary till January 31, 2019)	200.99	-	-
Manjari Housing Projects LLP (formerly known as Godrej Avamark LLP) (Classified as subsidiary till January 31, 2019)	205.99	-	-
Maan-Hinge Township Developers LLP (formerly known as Godrej Projects (Pune) LLP) (Classified as subsidiary till January 31, 2019)	89.41	-	-
	<b>722.85</b>	<b>223.95</b>	<b>18.71</b>

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

There are no material joint ventures and associate of the Group.

**Aggregate information for those joint ventures and associate that are not material to the Group are as under:**

### (i) Investment In Joint Ventures

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>Carrying amount of Investment in Joint Ventures</b>	<b>722.85</b>	223.95	18.71
Summarised statement of profit and loss			
Profit For the Year	<b>(29.71)</b>	(89.42)	-
Other Comprehensive Income for the year	-	-	-
Total Comprehensive Income (100%)	<b>(29.71)</b>	(89.42)	-
Group's share of total comprehensive income	<b>13.95</b>	(36.55)	-

### (ii) Investment In Associate

<b>Carrying amount of Investment in Associate</b>	<b>0.00</b>	0.00	0.00
Summarised statement of profit and loss			
Profit For the Year	<b>0.00</b>	0.00	0.00
Other Comprehensive Income for the year	<b>0.00</b>	0.00	0.00
Total Comprehensive Income (100%)	<b>0.00</b>	0.00	0.00
Group's share of total comprehensive income	<b>0.00</b>	0.00	0.00
	<b>0.00</b>	0.00	0.00

### 6 Other Investments (Non-Current)

	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>a) Trade Investments (Unquoted)</b>			
<b>(i) Investment in Debentures of Joint Ventures (Fully paid-up) (at Fair Value through Profit or Loss)</b>			
<b>Godrej Realty Private Limited</b>	<b>2.99</b>	2.99	2.99
2,989,095 (Previous Year 2018: 2,989,095; Previous Year 2017: 2,989,095), 1% Secured Redeemable Optionally Convertible Debentures of INR 10/- each			
<b>Godrej Green Homes Limited</b>	<b>316.60</b>	275.60	-
3,166,000 (Previous Year 2018: 2,756,000; Previous Year 2017: Nil) 12% Unsecured Optionally Convertible Debentures of INR 1,000/- each			
<b>Godrej Skyline Developers Private Limited</b>	<b>52.55</b>	50.80	-
5,304,000 (Previous Year 2018: 5,096,000; Previous Year 2017: Nil) 12% Unsecured Optionally Convertible Debentures of INR 100/- each			

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>Godrej Landmark Redevelopers Private Limited</b> (Classified as Subsidiary w.e.f March 15, 2019)	-	15.13	15.16
Nil (Previous Year 2018 : 1,513,128; Previous Year 2017: 1,513,128) 10% Secured Cumulative Optionally Convertible Debentures of INR 100/- each			
<b>(ii) Investment in Debentures of Joint Ventures (Fully paid-up) (at Amortised Cost)</b>			
<b>Wonder City Buildcon Private Limited</b>	<b>30.40</b>	30.50	31.50
307,833 (Previous Year 2018: 307,833; Previous Year 2017: 307,833), 17.45% Unsecured Compulsorily Convertible Class B Debentures of INR 1,000/- each			
<b>Wonder Space Properties Private Limited</b>	<b>115.58</b>	-	-
1,019,154 (Previous Year 2018: Nil; Previous Year 2017: Nil), 12% Unsecured Optionally Convertible Class A Debentures of INR 1,000/- each			
<b>Wonder Space Properties Private Limited</b>	<b>37.75</b>	-	-
377,464 (Previous Year 2018: Nil; Previous Year 2017: Nil), 12% Unsecured Optionally Convertible Class B Debentures of INR 1,000/- each			
<b>Wonder Space Properties Private Limited</b>	<b>4.34</b>	-	-
38,498 (Previous Year 2018: Nil; Previous Year 2017: Nil), 12% Unsecured Optionally Convertible Class C Debentures of INR 1,000/- each			
<b>Wonder Space Properties Private Limited</b>	-	37.82	37.96
Nil (Previous Year 2018: 377,464; Previous Year 2017: 365,541), 17.45% Unsecured Compulsorily Convertible Debentures of INR 1,000/- each			
<b>Godrej Home Constructions Private Limited</b>	<b>41.46</b>	41.99	41.34
413,949 (Previous Year 2018: 413,949; Previous Year 2017: 413,949), 17.45% Unsecured Compulsorily Convertible Class B Debentures of INR 1,000/- each			
<b>Wonder Projects Development Private Limited</b>	<b>27.58</b>	26.60	13.30
275,500 (Previous Year 2018: 266,019; Previous Year 2017: 133,019) 17% Unsecured Compulsorily Convertible Debentures of INR 1,000/- each			
<b>Pearlite Real Properties Private Limited</b>	<b>81.04</b>	67.25	67.50
796,005 (Previous Year 2018: 674,975; Previous Year 2017: 674,975) 17 % Unsecured Compulsorily Convertible Debentures of INR 1,000/- each			
<b>Godrej Real View Developers Private Limited</b>	<b>42.16</b>	24.78	3.34
427,500 (Previous Year 2018: 248,140; Previous Year 2017: 33,440) 17% Unsecured Compulsorily Convertible Class B Debentures of INR 1,000/- each			

# NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>Godrej Greenview Housing Private Limited</b>	<b>25.27</b>	26.18	13.55
260,946 (Previous Year 2018: 260,946; Previous Year 2017: 136,880) 17.45% Unsecured Compulsorily Convertible Debentures of INR 1,000/- each			
<b>Godrej Redevelopers (Mumbai) Private Limited</b>	<b>84.48</b>	86.68	85.71
843,736 (Previous Year 2018: 843,736; Previous Year 2017: 843,736) 17.45% Unsecured Compulsory Convertible Debentures of INR 1,000/- each			
<b>b) Non trade Investments</b>			
<b>Investment in Fully paid-up Equity Instruments (at Fair Value through Profit or Loss)</b>			
<b>Quoted Investments</b>			
<b>Alacrity Housing Limited</b>	<b>0.00</b>	0.00	0.00
100 (Previous Year 2018: 100; Previous Year 2017: 100) Equity Shares of INR 10/- each			
<b>Ansal Buildwell Limited</b>	<b>0.00</b>	0.00	0.00
100 (Previous Year 2018: 100; Previous Year 2017: 100) Equity Shares of INR 10/- each			
<b>Ansal Housing Limited</b>	<b>0.00</b>	0.00	0.00
(formerly known as Ansal Housing and Construction Limited)			
300 (Previous Year 2018: 300; Previous Year 2017: 300) Equity Shares of INR 10/- each			
<b>Ansal Properties and Infrastructure Limited</b>	<b>0.00</b>	0.00	0.00
600 (Previous Year 2018: 600; Previous Year 2017: 600) Equity Shares of INR 5/- each			
<b>Lok Housing and Construction Limited</b>	<b>-</b>	-	0.00
Nil (Previous Year 2018: Nil; Previous Year 2017: 100) Equity Shares of INR 10/- each			
<b>Premier Energy and Infrastructure Limited</b>	<b>-</b>	-	0.00
Nil (Previous Year 2018: Nil; Previous Year 2017: 100) Equity Shares of INR 10/- each			
<b>Unitech Limited</b>	<b>0.00</b>	0.00	0.00
13,000 (Previous Year 2018: 13,000; Previous Year 2017: 13,000) Equity Shares of INR 2/- each			
<b>The Great Eastern Shipping Company Limited</b>	<b>0.00</b>	0.00	0.00
72 (Previous Year 2018: 72; Previous Year 2017: 72) Equity Shares of INR 10/- each			
<b>GOL Offshore Limited</b>	<b>-</b>	-	0.00
Nil (Previous Year 2018: Nil; Previous Year 2017: 18) Equity Shares of INR 10/- each			

INR 0.00 represents amount less than INR 50,000



## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>Radhe Developers (India) Limited</b>	<b>0.00</b>	0.00	0.00
100 (Previous Year 2018: 100; Previous Year 2017: 100) Equity Shares of INR 10/- each			
<b>United Textiles Limited</b>	<b>0.00</b>	0.00	0.00
23,700 (Previous Year 2018: 23,700; Previous Year 2017: 23,700) Equity Shares of INR 10/- each			
<b>Unquoted Investments</b>			
<b>Saraswat Co-operative Bank Limited</b>	<b>0.00</b>	0.00	0.00
1,000 (Previous Year 2018: 1,000; Previous Year 2017: 1,000) Equity Shares of INR 10/- each			
<b>AB Corp Limited</b>	<b>0.00</b>	0.00	0.00
25,000 (Previous Year 2018: 25,000; Previous Year 2017: 25,000) Equity Shares of INR 10/- each			
<b>Lok Housing and Constructions Limited</b>	<b>0.00</b>	0.00	-
100 (Previous Year 2018: 100, Previous Year 2017: Nil) Equity Shares of INR 10/- each			
<b>Global Infrastructure &amp; Technologies Limited</b>	<b>0.00</b>	0.00	0.00
100 (Previous Year 2018: 100, Previous Year 2017: 100) Equity Shares of INR 10/- each			
<b>Premier Energy and Infrastructure Limited</b>	<b>0.00</b>	0.00	-
100 (Previous Year 2018: 100, Previous Year 2017: Nil) Equity Shares of INR 10/- each			
<b>D.S. Kulkarni Developers Limited</b>	<b>0.00</b>	0.00	0.00
100 (Previous Year 2018: 100, Previous Year 2017: 100) Equity Shares of INR 10/- each			
<b>GOL Offshore Limited</b>	<b>0.00</b>	0.00	-
18 (Previous Year 2018: 18, Previous Year 2017: Nil) Equity Shares of INR 10/- each			
<b>Modella Textiles Private Limited</b>	<b>0.00</b>	-	-
2 (Previous Year 2018: Nil, Previous Year 2017: Nil) Equity Shares of INR 100/-each			
<b>Lotus Green Construction Private Limited</b>	<b>0.00</b>	-	-
1 (Previous Year 2018: Nil, Previous Year 2017: Nil) Equity Shares of INR 100/- each			
	<b>862.20</b>	686.33	312.35
Aggregate book value of Quoted Investments and Market Value thereof	<b>0.00</b>	0.00	0.00
Aggregate book value of Unquoted Investments	<b>862.20</b>	686.33	312.35

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

### 7 Loans (Non-Current)

	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>Secured, Considered Good</b>			
Deposits - Projects (Refer Note (a) below)	28.57	83.81	76.42
<b>Unsecured, Considered Good</b>			
Deposits - Projects	-	-	0.00
	<b>28.57</b>	<b>83.81</b>	<b>76.42</b>

(a) Secured Deposits - Projects are Secured against Terms of Development Agreement.

### 8 Other Non-Current Financial Assets

<b>Unsecured, Considered Good</b>			
Deposit With Banks (Refer Note (a) below)	-	0.01	0.76
Deposits - Others	32.85	-	1.17
	<b>32.85</b>	<b>0.01</b>	<b>1.93</b>

(a) Deposit with Banks amounting to INR Nil (Previous Year 2018: INR 0.01 Crore; Previous Year 2017: INR 0.76 Crore) is received from flat buyers and held in trust on their behalf in a corpus fund.

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

## 9 Deferred Tax Assets, Deferred Tax Liabilities and Tax Expense

## a) Movement in Deferred Tax Balances

Particulars	As at April 01, 2018 (Restated)		Movement during the year					As at March 31, 2019	
	Deferred Tax Asset	Deferred Tax Liabilities	Recognised in Profit or Loss	Recognised in Other Equity	Recognised in OCI	Acquired through business combination (refer note 42)	Others	Deferred Tax Asset	Deferred Tax Liabilities
<b>Deferred Tax Assets/ (Liabilities)</b>									
Property, Plant and Equipment	(0.28)	-	2.39	-	-	-	-	2.11	-
Brought Forward Loss	564.36	0.59	(166.28)	-	-	-	-	398.22	0.73
Inventories	39.14	-	(8.18)	-	-	-	-	30.96	-
Unabsorbed Depreciation	0.27	-	6.00	-	-	-	-	6.27	-
Employee Benefits	6.30	-	0.69	-	0.17	-	-	7.16	-
Equity-settled share-based payments	1.63	-	0.22	-	-	-	-	1.85	-
MAT Credit	20.90	-	5.64	-	-	-	0.03	26.57	-
Investments	(3.86)	-	(8.86)	-	-	-	-	(12.72)	-
Provision for doubtful receivables	1.91	-	19.82	-	-	-	-	21.73	-
Other Items	10.17	-	21.92	-	-	1.29	-	33.38	-
<b>Deferred Tax Assets/ (Liabilities)</b>	<b>640.54</b>	<b>0.59</b>	<b>(126.64)</b>	<b>-</b>	<b>0.17</b>	<b>1.29</b>	<b>0.03</b>	<b>515.53</b>	<b>0.73</b>

Particulars	As at April 01, 2017 (Restated)		Movement during the year					As At March 31, 2018 (Restated)	
	Deferred Tax Asset	Deferred Tax Liabilities	Recognised in Profit or Loss	Recognised in Other Equity	Recognised in OCI	Acquired through business combination (refer note 42)	Others	Deferred Tax Asset	Deferred Tax Liabilities
<b>Deferred Tax Assets/ (Liabilities)</b>									
Property, Plant and Equipment	(4.10)	-	3.82	-	-	-	-	(0.28)	-
Brought Forward Loss	471.40	0.20	92.57	-	-	-	-	564.36	0.59
Inventories	61.76	-	(22.62)	-	-	-	-	39.14	-
Unabsorbed Depreciation	6.39	-	(6.12)	-	-	-	-	0.27	-
Employee Benefits	2.57	-	2.23	-	1.50	-	-	6.30	-
Equity-settled share-based payments	1.28	-	0.35	-	-	-	-	1.63	-
MAT Credit	20.89	-	-	-	-	-	0.01	20.90	-
Investments	(0.54)	-	(3.32)	-	-	-	-	(3.86)	-
Provision for doubtful receivables	0.11	-	1.80	-	-	-	-	1.91	-
Other Items	7.21	-	2.79	-	-	-	0.17	10.17	-
<b>Deferred Tax Assets/ (Liabilities)</b>	<b>566.97</b>	<b>0.20</b>	<b>71.50</b>	<b>-</b>	<b>1.50</b>	<b>-</b>	<b>0.18</b>	<b>640.54</b>	<b>0.59</b>

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

### b) Amounts recognised in the Consolidated Statement of Profit and Loss

Particulars	March 31, 2019	March 31, 2018 (Restated)
<b>Current Tax</b>	<b>(31.59)</b>	101.47
Current Tax	<b>(22.69)</b>	101.12
Tax Adjustment of Prior Years	<b>(8.90)</b>	0.35
<b>Deferred Tax Charge/ (Credit)</b>	<b>126.64</b>	(71.50)
Deferred Tax	<b>121.00</b>	(71.50)
MAT Credit Entitlement	<b>5.64</b>	-
<b>Tax Expense for the year</b>	<b>95.05</b>	29.97

### c) Reconciliation of Effective Tax Rate

<b>Profit Before Tax</b>	<b>348.20</b>	116.88
Tax using the Company's domestic tax rate of 34.944% (Previous Year 2018: 34.608%)	<b>121.67</b>	40.45
Tax effect of:		
Difference in Rate of Subsidiaries	<b>1.04</b>	(0.92)
Non-deductible expenses	<b>1.18</b>	(2.08)
Tax-exempt income	<b>(0.27)</b>	-
Changes in recognised deductible temporary differences	<b>(8.79)</b>	2.81
Adjustment for tax of prior years	<b>(8.90)</b>	0.66
MAT credit of previous year recognised in current year	<b>(5.64)</b>	-
Unabsorbed Losses	<b>(0.36)</b>	(4.44)
Share of profit of joint ventures	<b>(7.47)</b>	15.23
Other Adjustments	<b>2.59</b>	(21.74)
<b>Tax expense recognised</b>	<b>95.05</b>	29.97

### (d) Unrecognised deferred tax liabilities

As at March 31, 2019, undistributed earnings of subsidiaries and joint ventures amounted to INR 130.61 Crore (Previous Year 2018: INR 6.76 Crore). The corresponding deferred tax liability is not recognised because the Company controls the dividend policy of its subsidiaries and is able to veto the payment of dividends of its joint ventures - i.e. the Company controls the timing of reversal of the related taxable temporary differences and management is satisfied that they will not reverse in the foreseeable future.

### (e) Unrecognised deferred tax assets

Deferred tax assets amounting to INR 0.30 Crores have not been recognised in respect of tax losses amounting to INR 0.97 Crore because it is not probable that future taxable profit will be available against which the Group can use the benefits therefrom.

The tax losses expire in 2025-27.

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>10 Other Non-Current Non-Financial Assets</b>			
<b>Unsecured, Considered Good</b>			
Capital advance	56.61	15.28	19.76
	<b>56.61</b>	<b>15.28</b>	<b>19.76</b>
<b>11 Inventories (Valued at lower of Cost and Net Realisable Value)</b>			
Finished Goods	71.37	64.46	56.74
Construction Work-in-Progress (Refer Note 52)	2,139.43	3,668.94	5,105.41
	<b>2,210.80</b>	<b>3,733.40</b>	<b>5,162.15</b>
<b>12 Investments</b>			
<b>Quoted</b>			
Investment in Mutual Funds carried at Fair Value through Profit or Loss	1,052.10	543.84	366.26
	<b>1,052.10</b>	<b>543.84</b>	<b>366.26</b>
<b>Market Value of Quoted Investments</b>			
Aggregate book value of Quoted Investments and Market Value thereof	1,052.10	543.84	366.26
<b>13 Trade Receivables</b>			
<b>To related parties</b>			
Unsecured, Considered Good	34.71	31.12	22.89
<b>To parties other than related parties</b>			
Unsecured, Considered Good	125.20	125.04	188.47
Unsecured, Credit Impaired	60.68	40.50	0.55
Less: Allowance for Credit Risk	(60.68)	(40.50)	(0.55)
	<b>159.91</b>	<b>156.16</b>	<b>211.36</b>
<b>14 Cash and Cash Equivalents</b>			
<b>Particulars</b>			
<b>Balances With Banks</b>			
In Current Accounts	65.38	34.17	42.22
In Fixed Deposit Accounts with maturity less than 3 months	82.31	90.30	20.91
Cheques On Hand	4.79	1.80	2.89
Cash On Hand	0.03	0.04	0.04
	<b>152.51</b>	<b>126.31</b>	<b>66.06</b>

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

### 15 Bank Balances other than above

	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>Balances With Banks</b>			
In Current Accounts (Refer Note (a) below)	1.20	1.69	2.16
In Fixed Deposit Accounts with maturity more than 3 months but less than 12 months (Refer Note (b) below)	188.89	204.70	42.20
	<b>190.09</b>	<b>206.39</b>	<b>44.36</b>

(a) Includes

- (i) Balances with Banks in current accounts INR 0.04 Crore (Previous Year 2018: INR 0.04 Crore; Previous Year 2017: INR 0.05 Crore) is on account of earmarked balance for unclaimed dividend.
- (ii) Balances with Banks in current accounts INR 1.16 Crore (Previous Year 2018: INR 1.65 Crore; Previous Year 2017: INR 2.11 Crore) is amount received from buyers towards maintenance charges.

(b) Includes

- (i) INR 8.48 Crore (Previous Year 2018: INR 9.07 Crore; Previous Year 2017: INR 12.54 Crore) received from flat buyers and held in trust on their behalf in a corpus fund.
- (ii) Deposits held as Deposit Repayment Reserve amounting to INR 0.10 Crore (Previous Year 2018: INR 0.20 Crore; Previous Year 2017: INR 1.15 Crore).
- (iii) Fixed deposits held as margin money and lien marked for issuing bank guarantees amounting to INR 0.86 Crore (Previous Year 2018: INR 5.62 Crore; Previous Year 2017 : INR 9.53 Crore).

### 16 Loans (Current)

#### Secured, Considered Good

##### To related parties

Loan to Related Party (Refer Note (a) below)	7.50	7.50	7.50
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##### To parties other than related parties

Deposits - Projects (Refer Note (b) below)	222.58	142.89	161.17
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#### Unsecured, Considered Good

##### To related parties

Loan to Related Parties	763.59	823.64	489.58
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##### To parties other than related parties

Loan to others	12.88	4.89	4.63
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Recoverable from projects	23.64	16.38	14.64
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	<b>1,030.19</b>	<b>995.30</b>	<b>677.52</b>
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(a) Loan to related party represents loan given to Prakhhyat Dwelling LLP, a joint venture of the Company and is secured against immovable property of the LLP.

(b) Deposits - Projects are Secured against Terms of Development Agreement.



## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

### 17 Other Current Financial Assets

	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>Unsecured, Considered Good</b>			
<b>To related parties</b>			
Interest Accrued	265.21	148.91	57.66
Deposits - Others (refer note (a) below)	1.90	1.90	1.66
<b>To parties other than related parties</b>			
Deposits - Others	44.89	43.05	48.09
Interest Accrued	11.12	20.32	82.61
Others (includes expenses recoverable etc.)	19.90	12.23	29.32
	<b>343.02</b>	<b>226.41</b>	<b>219.34</b>

(a) Represents entities where directors are interested, viz Godrej Industries Limited INR 0.36 Crore (Previous Year 2018: INR 0.36 Crore, Previous Year 2017: INR 0.12 Crore), Annamudi Real Estates LLP INR 1.51 Crore (Previous Year 2018: INR 1.51 Crore, Previous Year 2017: INR 1.51 Crore) and Godrej One Premises Management Private Limited INR 0.03 Crore (Previous Year 2018: INR 0.03 Crore, Previous Year 2017: INR 0.03 Crore).

### 18 Other Current Non Financial Assets

<b>Secured, Considered Good</b>			
<b>To parties other than related parties</b>			
Advance to Suppliers and Contractors (refer note (a) below)	10.78	16.11	27.02
<b>Unsecured, Considered Good</b>			
<b>To related parties</b>			
Unbilled Revenue (refer note (b) below)	0.20	-	-
<b>To parties other than related parties</b>			
Unbilled Revenue	75.63	89.49	86.34
Balances with Government Authorities	118.38	117.09	78.24
Advance to Suppliers and Contractors	65.06	40.62	33.12
Prepayments	2.13	1.81	1.95
Others	109.12	68.50	57.03
	<b>381.30</b>	<b>333.62</b>	<b>283.70</b>

(a) Advance to Suppliers and Contractors includes advances amounting to INR 10.78 Crore (Previous Year 2018: INR 16.11 Crore; Previous Year 2017: INR 27.02 Crore) secured against bank guarantees.

(b) Represents entities where directors are interested, viz Godrej Agrovat Limited INR 0.02 Crore (Previous Year 2018: INR Nil, Previous Year 2017: INR Nil), Godrej Consumer Products Limited INR 0.09 Crore (Previous Year 2018: INR Nil, Previous Year 2017: INR Nil) and Godrej Industries Limited INR 0.09 Crore (Previous Year 2018: INR Nil, Previous Year 2017: INR Nil).

# NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

## 19 Equity Share Capital

	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>a) Authorised :</b>			
1,338,000,000 Equity Shares of INR 5/- each (Previous Year 2018: 1,338,000,000, Previous Year 2017: 538,000,000 Equity Share of INR 5/- each)	669.00	669.00	269.00
	<b>669.00</b>	<b>669.00</b>	<b>269.00</b>
<b>b) Issued, Subscribed and Paid-up:</b>			
229,323,713 Equity Shares of INR 5/- each (Previous Year 2018: 216,480,128, Previous Year 2017: 216,364,692 Equity Shares of INR 5/- each) fully paid-up	114.66	108.24	108.18
	<b>114.66</b>	<b>108.24</b>	<b>108.18</b>

c) During the year, the Company has issued 78,585 equity shares (Previous Year 2018 : 115,436 equity shares; Previous Year 2017 : 104,326 equity shares) under the Employee Stock Grant Scheme.

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

	March 31, 2019		March 31, 2018 (Restated)		April 01, 2017 (Restated)	
	No. of Shares	INR (in Crore)	No. of Shares	INR (in Crore)	No. of Shares	INR (in Crore)
<b>Equity Shares :</b>						
Outstanding at the beginning of the year	216,480,128	108.24	216,364,692	108.18	216,260,366	108.13
Issued during the year	12,843,585	6.42	115,436	0.06	104,326	0.05
Outstanding at the end of the year	<b>229,323,713</b>	<b>114.66</b>	216,480,128	108.24	216,364,692	108.18

### e) Shareholding Information

<b>Equity Shares are held by:</b>						
Godrej Industries Limited (Holding Company)	123,027,510	61.51	122,681,066	61.34	122,681,066	61.34
Godrej & Boyce Manufacturing Company Limited (Ultimate Holding Company upto March 29, 2017)	10,650,688	5.33	10,650,688	5.33	10,650,688	5.33
Ensemble Holdings & Finance Limited (Subsidiary of Holding Company)	1,382,310	0.69	1,382,310	0.69	1,382,310	0.69
Innovia Multiventures Private Limited (Subsidiary of Holding Company)	7,440,862	3.72	-	-	-	-

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

### f) Rights, preferences and restrictions attached to Equity shares

The Company has only one class of equity shares having a par value of INR 5/- per share. Each holder of equity shares is entitled to one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the Shareholders in the Annual General Meeting except in case of interim dividend. In the event of liquidation, the shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

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

Particulars	March 31, 2019		March 31, 2018 (Restated)		April 01, 2017 (Restated)	
	No. of Shares	%	No. of Shares	%	No. of Shares	%
<b>Equity shares</b>						
Godrej Industries Limited	<b>123,027,510</b>	<b>53.65%</b>	122,681,066	56.67%	122,681,066	56.70%

### h) Equity Shares allotted as fully paid-up without payment being received in cash

Particulars	March 31, 2016	
	No. of Shares	INR (In Crore)
<b>Equity Shares:</b>		
Godrej Industries Limited	16,745,762	8.37

The Company has not allotted any equity shares as fully paid-up without payment being received in cash in preceding five years other than those disclosed above.

### i) Equity Shares Reserved for Issue Under Options (refer note 39)

Particulars	March 31, 2019		March 31, 2018 (Restated)		April 01, 2017 (Restated)	
	No. of Shares	INR (in Crore)	No. of Shares	INR (in Crore)	No. of Shares	INR (in Crore)
(i) 29,294 Employee Stock Grants eligible for 29,294 equity shares of INR 5/- each vesting on May 31, 2017	-	-	-	-	29,294	0.01
(ii) 769 Employee Stock Grants eligible for 769 equity shares of INR 5/- each vesting on October 31, 2017	-	-	-	-	769	0.00
(iii) 18,422 Employee Stock Grants eligible for 18,422 equity shares of INR 5/- each, out of which 18,422 is vesting on May 31, 2018	-	-	18,422	0.01	50,432	0.03

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

Particulars	March 31, 2019		March 31, 2018 (Restated)		April 01, 2017 (Restated)	
	No. of Shares	INR (in Crore)	No. of Shares	INR (in Crore)	No. of Shares	INR (in Crore)
(iv) 6,954 Employee Stock Grants eligible for 6,954 equity shares of INR 5/- each, out of which 6,954 is vesting on May 31, 2018	-	-	6,954	0.00	13,908	0.01
(v) 1,037 Employee Stock Grants eligible for 1,037 equity shares of INR 5/- each, out of which 1,037 is vesting on August 31, 2018	-	-	1,037	0.00	2,073	0.00
(vi) 706 Employee Stock Grants eligible for 706 equity shares of INR 5/- each, out of which 706 is vesting on January 31, 2019	-	-	706	0.00	1,413	0.00
(vii) 26,242 Employee Stock Grants eligible for 26,242 equity shares of INR 5/- each, out of which 26,242 is vesting on June 01, 2019.	26,242	0.01	64,045	0.03	113,423	0.06
(viii) 871 Employee Stock Grants eligible for 871 equity shares of INR 5/- each, out of which 871 is vesting on January 01, 2020	871	0.00	1,741	0.00	2,612	0.00
(ix) 204 Employee Stock Grants eligible for 204 equity shares of INR 5/- each, out of which 204 is vesting on March 01, 2020	204	0.00	408	0.00	613	0.00
(x) 49,573 Employee Stock Grants eligible for 49,573 equity shares of INR 5/- each, out of which 24,787 is vesting on May 31, 2019 and 24,786 is vesting on May 31, 2020.	49,573	0.02	85,616	0.04	-	-

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

Particulars	March 31, 2019		March 31, 2018 (Restated)		April 01, 2017 (Restated)	
	No. of Shares	INR (in Crore)	No. of Shares	INR (in Crore)	No. of Shares	INR (in Crore)
(xi) 1,953 Employee Stock Grants eligible for 1,953 equity shares of INR 5/- each, out of which 977 is vesting on June 09, 2019 and 976 is vesting on June 09, 2020.	1,953	0.00	2,930	0.00	-	-
(xii) 54,749 Employee Stock Grants eligible for 54,749 equity shares of INR 5/- each, out of which 18,250 is vesting on May 15, 2019, 18,250 is vesting on May 15, 2020 and 18,249 is vesting on May 15, 2021	54,749	0.03	-	-	-	-
(xiii) 321 Employee Stock Grants eligible for 321 equity shares of INR 5/- each, out of which 107 is vesting on May 18, 2019, 107 is vesting on May 18, 2020 and 107 is vesting on May 18, 2021	321	0.00	-	-	-	-

**20 Borrowings (Non-Current)**

	Maturity Date	Terms of repayment	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>Secured Loan</b>					
<b>From Others</b>					
Term Loan (Refer Note (a) below)			-	-	474.76
<b>Unsecured Debentures</b>					
<b>From Others</b>					
7.82% 5,000 (Previous Year: 2018: 5,000; Previous Year 2017: Nil) redeemable non-convertible debentures ("NCD") of face Value INR 1,000,000 each	September 25, 2020	Single Repayment at the end of the Term	500.00	500.00	-
			<b>500.00</b>	<b>500.00</b>	<b>474.76</b>

- (a) Secured term loan: Total Sanctioned amount of INR 500 Crore bearing interest @ CPLR minus 730 BPS and secured by way of exclusive mortgage and charge of movable and immovable property, right, title interest in the designated account / escrow account and receivables of the project situated at Bandra Kurla Complex at Mumbai and pledge of 51% of equity shares of Godrej Buildcon Private Limited held by the Company. During the year ended March 31, 2018, the term loan has been repaid.

INR 0.00 represents amount less than INR 50,000

# NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

## 21 Provisions (Non-Current)

	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>Provision for Employee Benefits</b>			
Gratuity	11.52	11.34	6.54
	<b>11.52</b>	<b>11.34</b>	<b>6.54</b>

## 22 Borrowings (Current)

	Interest Rate p.a	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>Secured Loans</b>				
<b>From Banks</b>	8.30%-8.60%			
Working Capital Demand Loan (Refer Note (a) below)		803.84	804.73	801.93
Cash Credit Loan (Refer Note (b) below)		108.46	135.58	460.43
<b>Unsecured Loans</b>				
<b>From Banks</b>	7.48%-9.00%			
Overdraft Facilities		176.03	626.30	255.20
Other Loans		1,271.51	697.84	598.60
<b>From Others</b>	7.49%-7.91%			
Commercial Papers		656.00	938.41	1,389.49
		<b>3,015.84</b>	<b>3,202.86</b>	<b>3,505.65</b>

- (a) Secured Working Capital Demand Loan of INR 800 Crore (Previous Year 2018: INR 800 Crore, Previous Year 2017: INR 800 Crore) availed from Bank secured by hypothecation of Current Assets of the Company, hypothecation of work-in-progress of Godrej Projects Development Limited (wholly owned subsidiary), mortgage of Immovable property (including all fit-outs therein) of the Company at Unit No 5C, on the 5th Floor in Godrej One (along with car parking spaces) at Pirojshanagar, Vikhroli East, Mumbai and hypothecation of Current Assets excluding work-in-progress of Godrej Projects Development Limited (wholly owned subsidiary) is provided as collateral security.
- (b) Cash Credit availed from Bank is secured, by hypothecation of the Current Assets of the Company, hypothecation of work-in-progress of Godrej Projects Development Limited (wholly owned subsidiary), mortgage of Immovable property (including all fit-outs therein) of the Company at Unit No 5C, on the 5th Floor in Godrej One (along with car parking spaces) at Pirojshanagar, Vikhroli East, Mumbai and hypothecation of Current Assets excluding work-in-progress of Godrej Projects Development Limited (wholly owned subsidiary) is provided as collateral security, and payable on demand.

INR 0.00 represents amount less than INR 50,000



## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

### 23 Other Current Financial Liabilities

	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
Interest payable	20.14	20.14	-
Unclaimed Fixed Deposits and Interest	0.52	0.79	1.48
Unclaimed Dividend	0.04	0.04	0.05
Deposits - Others	3.99	17.42	2.06
Advance Share of Profit from Joint Ventures	35.42	42.21	41.76
Employee Benefits Payable	109.24	66.27	27.20
Other Liabilities (includes advance for development rights etc)	92.74	111.53	61.32
	<b>262.09</b>	<b>258.40</b>	<b>133.87</b>

### 24 Other Current Non Financial Liabilities

Statutory Dues	39.23	39.41	37.17
Advances Received Against Sale of Flats/ Units	1,484.43	2,633.75	2,390.91
Other liabilities (includes advance from customer for maintenance, etc.)	32.70	49.27	43.74
	<b>1,556.36</b>	<b>2,722.43</b>	<b>2,471.82</b>

### 25 Provisions (Current)

Provision for Employee Benefits			
Gratuity	2.11	0.39	0.12
Compensated Absences	2.63	1.57	0.22
Others (Refer Note (a) below)	1.75	1.50	-
Provision for Tax Dues (Refer Note (b) below)	4.66	2.93	-
	<b>11.15</b>	<b>6.39</b>	<b>0.34</b>

(a) Others include provision made during the year for Legal Cases. The same is expected to be settled in foreseeable future. (Utilised: INR Nil (Previous Year 2018: INR Nil, Previous Year 2017: INR Nil), Accrued: INR 0.25 Crore (Previous Year 2018: INR 1.50 Crore, Previous Year 2017: INR Nil)).

(b) Provision for tax dues (Utilised: INR Nil (Previous year 2018: INR Nil, Previous year 2017: INR Nil) and Accrued - INR 1.73 Crore (Previous year 2018: INR 2.93 Crore, Previous Year 2017 : INR Nil)).

# NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

## 26 Revenue from Operations

	March 31, 2019	March 31, 2018 (Restated)
Sale of Real Estate Development	2,671.77	1,414.25
Sale of Services	63.75	103.91
<b>Other Operating Revenue</b>		
Other Income from Customers	77.33	83.09
Lease Rent	4.55	2.47
	<b>2,817.40</b>	<b>1,603.72</b>

## 27 Other Income

Interest Income	232.40	138.74
Dividend income	0.00	-
Profit on Sale of Property, Plant and Equipment (Net)	-	0.08
Income from investment measured at FVTPL	95.63	147.71
Profit on Sale of Investments (net)	61.44	209.44
Miscellaneous Income	15.11	2.67
	<b>404.58</b>	<b>498.64</b>

## 28 Cost of materials consumed

Land / Development Rights	65.13	244.02
Construction, Material and Labour	251.62	473.88
Architect Fees	2.23	18.98
Other Costs	98.01	127.70
Finance Costs	148.12	246.65
	<b>565.11</b>	<b>1,111.23</b>

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

**29 Change in inventories of finished goods and construction work-in-progress**

	<b>March 31, 2019</b>	March 31, 2018 (Restated)
<b>Inventories at the beginning of the year</b>		
Finished Goods	<b>64.46</b>	56.74
Construction Work-in-Progress	<b>3,668.94</b>	5,105.41
	<b>3,733.40</b>	5,162.15
<b>Inventories at the end of the year</b>		
Finished Goods	<b>71.37</b>	64.46
Construction Work-in-Progress	<b>2,139.43</b>	3,668.94
	<b>2,210.80</b>	3,733.40
Add : Acquired through business combination (Refer Note 42)	<b>106.24</b>	-
Less : Transferred to Property, Plant and Equipment	-	12.79
Less : Transferred to Investment Property	-	2.60
Less : Transferred to Capital Work-in-Progress	-	69.64
Less : Transferred to Expenses	-	0.33
Less : Transferred on loss of control	-	476.72
Less : Recovery of cost towards area	-	616.94
Less : Transferred to current asset	<b>0.09</b>	-
	<b>1,628.75</b>	249.73

**30 Employee Benefits Expense**

Salaries, Bonus and Allowances	<b>161.60</b>	126.71
Contribution to Provident and Other Funds	<b>2.95</b>	1.38
Share Based Payments to Employees	<b>3.55</b>	3.99
Staff Welfare Expenses	<b>4.94</b>	6.34
	<b>173.04</b>	138.42

**31 Finance Costs**

Interest Expense	<b>301.13</b>	319.82
Interest on Income Tax	<b>0.38</b>	1.42
<b>Total Interest Expense</b>	<b>301.51</b>	321.24
Other Borrowing costs	<b>90.54</b>	86.68
<b>Total Finance Costs</b>	<b>392.05</b>	407.92
Less : Transferred to Construction work-in-progress, Capital work-in-progress and others	<b>(158.02)</b>	(249.59)
Less: Recovery of Finance Cost	-	(8.20)
<b>Net Finance Costs</b>	<b>234.03</b>	150.13

# NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

## 32 Depreciation and Amortisation Expense

	March 31, 2019	March 31, 2018 (Restated)
Depreciation and amortisation on Property, Plant and Equipment	11.03	12.97
Depreciation on Investment Property	0.28	0.12
Amortisation of Intangible Assets	3.03	3.04
	<b>14.34</b>	<b>16.13</b>

## 33 Other Expenses

Consultancy Charges	35.99	30.40
Rent	9.68	9.12
Insurance	1.35	1.18
Rates and Taxes	1.29	9.50
Advertisement and Marketing Expense	64.57	60.87
Other Expenses	159.58	172.22
	<b>272.46</b>	<b>283.29</b>

## 34 Earnings Per Share

### a) Basic Earnings Per Share

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

#### (i) Profit attributable to ordinary shareholders (basic)

Profit for the year, attributable to ordinary shareholders of the Company

	253.15	86.91
	<b>253.15</b>	<b>86.91</b>

#### (ii) Weighted average number of ordinary shares (basic)

Weighted Average number of Equity Shares at the beginning of the year

216,480,128 216,364,692

Add: Weighted average number of equity shares issued during the year

10,386,863 -

Add: Weighted average effect of share options exercised

63,456 79,812

Weighted Average number of Equity Shares outstanding at the end of the year

226,930,447 216,444,504

**Basic Earnings Per Share (INR) (Face value INR 5 each)** (Previous year 2018: INR 5 each)

11.16 4.01

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

### b) Diluted Earnings Per Share

The calculation of diluted earnings per share is based on the profit attributable to ordinary shareholders and weighted average number of ordinary shares outstanding after adjustment for the effects of all dilutive potential ordinary shares.

	March 31, 2019	March 31, 2018 (Restated)
<b>(i) Profit attributable to ordinary shareholders (diluted)</b>		
Profit for the year, attributable to ordinary shareholders of the Company	253.15	86.91
	<b>253.15</b>	86.91
<b>(ii) Weighted average number of ordinary shares (diluted)</b>		
Weighted Average number of Equity shares outstanding (basic)	226,930,447	216,444,504
Add: Weighted average effect of Potential equity shares under ESGS plan	87,722	132,923
Weighted Average number of Equity shares outstanding (diluted)	<b>227,018,169</b>	216,577,427
<b>Diluted Earnings Per Share (INR) (Face value INR 5 each) (Previous year 2018: INR 5 each)</b>	<b>11.15</b>	4.01

### 35 Employee benefits

#### a) Defined Contribution Plans:

Contribution to Defined Contribution Plans recognised as expense for the year are as under:

Employer's Contribution to Provident Fund (Gross before Allocation)	8.00	7.37
Employer's Contribution to ESIC	0.00	0.00

#### b) Defined Benefit Plans:

##### Contribution to Gratuity Fund (Non-Funded)

Gratuity is payable to all eligible employees on death or on separation/ termination in terms of the provisions of the Payment of Gratuity Act or as per the Group's policy whichever is beneficial to the employees.

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

##### (i) Changes in present value of defined benefit obligation

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>Changes in present value of obligation</b>			
Present value of obligation as at beginning of the year	11.73	6.66	5.52
Interest Cost	0.91	0.52	0.44
Current Service Cost	2.42	1.44	1.24
Benefits Paid	(1.51)	(1.23)	(1.05)

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
Effect of Liability Transfer in	0.10	0.03	0.03
Effect of Liability Transfer out	(0.52)	-	(0.00)
Actuarial (gains) / losses on obligations - due to change in demographic assumptions	(0.79)	0.23	-
Actuarial (gains) / losses on obligations - due to change in financial assumptions	0.42	3.53	0.19
Actuarial (gains) / losses on obligations - due to change in experience	0.87	0.55	0.29
<b>Present value of obligation as at the end of the year</b>	<b>13.63</b>	<b>11.73</b>	<b>6.66</b>

### (ii) Amount recognised in the Consolidated Balance Sheet

Present value of obligation as at end of the year	13.63	11.73	6.66
Fair value of plan assets as at end of the year	-	-	-
<b>Net obligation as at end of the year</b>	<b>13.63</b>	<b>11.73</b>	<b>6.66</b>

### (iii) Net gratuity cost for the year

Particulars	March 31, 2019	March 31, 2018 (Restated)
<b>Recognised in the Consolidated Statement of Profit and Loss</b>		
Current Service Cost	2.42	1.44
Interest Cost	0.91	0.52
Total	3.33	1.96
<b>Recognised in Other Comprehensive Income (OCI)</b>		
Remeasurements due to:		
Actuarial (gains)/losses on obligations - due to change in demographic assumptions	(0.79)	0.23
Actuarial (gains)/losses on obligations - due to change in financial assumptions	0.42	3.53
Actuarial (gains)/losses on obligations - due to change in experience	0.87	0.55
Total	0.50	4.31
<b>Net gratuity cost in Total Comprehensive Income (TCI)</b>	<b>3.83</b>	<b>6.27</b>

The cumulative amount of actuarial (gains) / losses on obligations recognised in other comprehensive income as at March 31, 2019 is INR 4.08 Crore (Previous Year 2018: INR 3.75 Crore, Previous Year 2017: INR 0.94 Crore).

INR 0.00 represents amount less than INR 50,000



## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

### (iv) The Principal assumptions used in determining the present value of defined benefit obligation for the Group's plan are given below:

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
Discount rate	7.07%-7.79%	7.78%	7.74%
Salary Escalation rate	8%	8%	5%
Attrition Rate	17%/1%	For service 4 years and below 8.50% p.a. & For service 5 years and above 2.80% p.a.	1%
Mortality	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality (2006-08)

### (v) Sensitivity analysis

A quantitative sensitivity analysis on Defined Benefit Obligation for significant assumptions as at March 31, 2019 is shown below:

Particulars	March 31, 2019		March 31, 2018 (Restated)		April 01, 2017 (Restated)	
	Increase	Decrease	Increase	Decrease	Increase	Decrease
Discount rate (1% movement)	(0.61)	0.67	(1.38)	1.66	(0.83)	1.01
Salary escalation rate (1% movement)	0.66	(0.61)	1.64	(1.39)	1.03	(0.86)
Attrition rate (1% movement)	(0.09)	0.10	(0.10)	0.10	0.23	(0.28)

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet. There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior year.

### (vi) The expected future cash flows in respect of gratuity as at March 31, 2019 were as follows:

Maturity Analysis of Projected Benefit Obligation: From the Employer

Projected Benefits Payable in Future Years from the Reporting Date	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
1st Following Year	1.94	0.26	0.13
2nd Following Year	1.80	0.46	0.11
3rd Following Year	1.88	0.46	0.28
4th Following Year	1.62	0.63	0.20
5th Following Year	1.59	0.42	0.35
Sum of Years 6 to 10	5.75	3.86	2.18

### Compensated absences

Compensated absences for employee benefits of INR 1.33 Crore (Previous Year: INR 1.49 Crore) expected to be paid in exchange for the services recognised as an expense during the year.

INR 0.00 represents amount less than INR 50,000

# NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

## 36 Financial instruments – Fair values and risk management

### a) Accounting classification and fair values

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

March 31, 2019	Carrying amount			Fair value			
	Fair value through profit or loss	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>							
<b>Non-Current</b>							
Investment in Preference Shares	-	0.43	0.43	-	-	-	-
Other Investments							
Investment in Debentures	372.14	490.06	862.20	-	372.14	-	372.14
Investment in Equity Instruments	0.00	-	0.00	0.00	-	-	0.00
Loans	-	28.57	28.57	-	-	-	-
Other Non-Current Financial Assets	-	32.85	32.85	-	-	-	-
<b>Current</b>							
Investments	1,052.10	-	1,052.10	1,052.10	-	-	1,052.10
Trade receivables	-	159.91	159.91	-	-	-	-
Cash and cash equivalents	-	152.51	152.51	-	-	-	-
Bank balances other than above	-	190.09	190.09	-	-	-	-
Loans	-	1,030.19	1,030.19	-	-	-	-
Other Current Financial Assets	-	343.02	343.02	-	-	-	-
	<b>1,424.24</b>	<b>2,427.63</b>	<b>3,851.87</b>	<b>1,052.10</b>	<b>372.14</b>	<b>-</b>	<b>1,424.24</b>
<b>Financial Liabilities</b>							
<b>Non-Current</b>							
Borrowings	-	500.00	500.00	-	500.00	-	500.00
<b>Current</b>							
Borrowings	-	3,015.84	3,015.84	-	-	-	-
Trade Payables	-	247.70	247.70	-	-	-	-
Other Current Financial Liabilities	-	262.09	262.09	-	-	-	-
	<b>-</b>	<b>4,025.63</b>	<b>4,025.63</b>	<b>-</b>	<b>500.00</b>	<b>-</b>	<b>500.00</b>

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

March 31, 2018 (Restated)	Carrying amount			Fair value			
	Fair value through profit or loss	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>							
<b>Non-Current</b>							
Investment in Preference Shares	-	5.35	5.35	-	-	-	-
Other Investments							
Investment in Debentures	344.52	341.81	686.33	-	344.52	-	344.52
Investment in Equity Instruments	0.00	-	0.00	0.00	-	-	0.00
Loans	-	83.81	83.81	-	-	-	-
Other Non-current Financial Assets	-	0.01	0.01	-	-	-	-
<b>Current</b>							
Investments	543.84	-	543.84	543.84	-	-	543.84
Trade receivables	-	156.16	156.16	-	-	-	-
Cash and cash equivalents	-	126.31	126.31	-	-	-	-
Bank Balances other than above	-	206.39	206.39	-	-	-	-
Loans	-	995.30	995.30	-	-	-	-
Other Current Financial Assets	-	226.41	226.41	-	-	-	-
	<b>888.36</b>	<b>2,141.55</b>	<b>3,029.91</b>	<b>543.84</b>	<b>344.52</b>	<b>-</b>	<b>888.36</b>
<b>Financial Liabilities</b>							
<b>Non-Current</b>							
Borrowings	-	500.00	500.00	-	500.00	-	500.00
<b>Current</b>							
Borrowings	-	3,202.86	3,202.86	-	-	-	-
Trade Payables	-	312.96	312.96	-	-	-	-
Other Current Financial Liabilities	-	258.40	258.40	-	-	-	-
	<b>-</b>	<b>4,274.22</b>	<b>4,274.22</b>	<b>-</b>	<b>500.00</b>	<b>-</b>	<b>500.00</b>

INR 0.00 represents amount less than INR 50,000

# NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

April 01, 2017 (Restated)	Carrying amount			Fair value			
	Fair value through profit and loss	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>							
<b>Non-Current</b>							
Other Investments							
Investment in Debentures	18.15	294.20	312.35	-	18.15	-	18.15
Investment in Equity Instruments	0.00	-	0.00	0.00	-	-	0.00
Loans	-	76.42	76.42	-	-	-	-
Other Non-current Financial Assets	-	1.93	1.93	-	-	-	-
<b>Current</b>							
Investments	366.26	-	366.26	366.26	-	-	366.26
Trade receivables	-	211.36	211.36	-	-	-	-
Cash and cash equivalents	-	66.06	66.06	-	-	-	-
Bank Balances other than above	-	44.36	44.36	-	-	-	-
Loans	-	677.52	677.52	-	-	-	-
Other Current Financial Assets	-	219.34	219.34	-	-	-	-
	<b>384.41</b>	<b>1,591.19</b>	<b>1,975.60</b>	<b>366.26</b>	<b>18.15</b>	<b>-</b>	<b>384.41</b>
<b>Financial Liabilities</b>							
<b>Non-Current</b>							
Loans	-	474.76	474.76	-	474.76	-	474.76
<b>Current</b>							
Borrowings	-	3,505.65	3,505.65	-	-	-	-
Trade Payables	-	517.06	517.06	-	-	-	-
Other Current Financial Liabilities	-	133.87	133.87	-	-	-	-
	<b>-</b>	<b>4,631.34</b>	<b>4,631.34</b>	<b>-</b>	<b>474.76</b>	<b>-</b>	<b>474.76</b>

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

### b) Measurement of Fair Value

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

### c) Risk Management Framework

The Company's Board of Directors have overall responsibility for the establishment and oversight of the Company's risk management framework. The Board of Directors have established the Risk Management Committee, which is responsible for developing and monitoring the Company's risk management policies. The committee reports regularly to the Board of Directors on its activities.

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

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

### d) Financial risk management

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

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

#### (i) Credit risk

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

The carrying amount of financial assets represents the maximum credit exposure.

#### Trade Receivables

Customer credit risk is managed by requiring customers to pay advances through progress billings before transfer of ownership, therefore substantially eliminating the Group's credit risk in this respect.

The Group's credit risk with regard to trade receivable has a high degree of risk diversification, due to the large number of projects of varying sizes and types with numerous different customer categories in a large number of geographical markets.

As per simplified approach, the Group makes provision of expected credit losses on trade receivables to mitigate the risk of default payments and makes appropriate provision at each reporting date wherever outstanding is for longer period and involves higher risk.

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

The movement in the allowance for impairment in respect of trade receivables during the year was as follows:

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
Opening balance	40.50	0.55	0.55
Add: Impairment loss recognised	22.50	39.95	-
Less: Impairment loss reversed	2.32	-	-
Closing balance	60.68	40.50	0.55

### Investment in Debt Securities, Loans to Related Parties and Project Deposits

The Group has investments in compulsorily convertible debentures / optionally convertible debentures, preference share, loans to related parties and project deposits. The settlement of such instruments is linked to the completion of the respective underlying projects. Such Financial Assets are not impaired as on the reporting date.

### Cash and Bank balances

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

### (ii) Liquidity risk

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

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

The Group has access to funds from debt markets through loan from banks, commercial papers, fixed deposits from public and other debt instruments. The Group invests its surplus funds in bank fixed deposits and debt based mutual funds.

### Exposure to liquidity risk

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

March 31, 2019	Carrying Amount	Contractual cash flows				
		Total	Within 12 months	1-2 years	2-5 years	More than 5 years
<b>Financial Liabilities</b>						
<b>Non-Current</b>						
Borrowings	500.00	558.06	18.96	539.10	-	-
<b>Current</b>						
Borrowings	3,015.84	3,067.00	3,067.00	-	-	-
Trade Payables	247.70	248.86	237.69	9.88	1.29	-
Other Current Financial Liabilities	262.09	262.09	262.09	-	-	-

March 31, 2018 (Restated)	Carrying Amount	Contractual cash flows				
		Total	Within 12 months	1-2 years	2-5 years	More than 5 years
<b>Financial Liabilities</b>						
<b>Non-Current</b>						
Borrowings	500.00	597.16	18.96	39.10	539.10	-
<b>Current</b>						
Borrowings	3,202.86	3,301.75	3,301.75	-	-	-
Trade Payables	312.96	316.21	278.28	28.70	9.23	-
Other Current Financial Liabilities	258.40	258.40	252.90	4.93	-	0.57

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

April 01, 2017 (Restated)	Carrying Amount	Contractual cash flows				
		Total	Within 12 months	1-2 years	2-5 years	More than 5 years
<b>Financial Liabilities</b>						
<b>Non-Current</b>						
Borrowings	474.76	576.06	48.42	222.54	305.10	-
<b>Current</b>						
Borrowings	3,505.65	3,550.13	3,550.13	-	-	-
Trade Payables	517.06	517.06	472.22	27.17	17.67	-
Other Current Financial Liabilities	133.87	133.87	133.71	0.16	-	-

**(iii) Market Risk**

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

**a) Currency Risk**

Currency risk is not material, as the Group's primary business activities are within India and does not have significant exposure in foreign currency.

**b) Interest Rate Risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The management is responsible for the monitoring of the Group's interest rate position. Various variables are considered by the Group's management in structuring the Group's borrowings to achieve a reasonable, competitive, cost of funding.

**Exposure to interest rate risk**

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

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>Financial liabilities</b>			
Variable rate instruments	684.49	1,160.24	1,689.75
Fixed rate instruments	2,827.14	2,536.17	2,286.74
	<b>3,511.63</b>	<b>3,696.41</b>	<b>3,976.49</b>
<b>Financial assets</b>			
Variable rate instruments	-	-	-
Fixed rate instruments	2,168.95	2,049.41	1,152.52
	<b>2,168.95</b>	<b>2,049.41</b>	<b>1,152.52</b>

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

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

**Cash flow sensitivity analysis for variable-rate instruments**

A reasonably possible change of 100 basis points in interest rate would have resulted in variation in the interest expense for the Group by the amounts indicated in the table below. Given that the Group capitalises interest to the cost of inventory to



## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

the extent permissible, the amounts indicated below may have an impact on reported profits over the life cycle of projects to which such interest is capitalised. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The year end balances are not necessarily representative of the average debt outstanding during the period.

Particulars	Profit or Loss INR (in Crore)	
	100 BP increase	100 BP decrease
<b>March 31, 2019</b>		
<b>Financial Liabilities</b>		
Variable rate instruments		
Borrowings	(6.84)	6.84
<b>Cash flow sensitivity (net)</b>	<b>(6.84)</b>	<b>6.84</b>
<b>March 31, 2018 (Restated)</b>		
<b>Financial Liabilities</b>		
Variable rate instruments		
Borrowings	(11.60)	11.60
<b>Cash flow sensitivity (net)</b>	<b>(11.60)</b>	<b>11.60</b>
<b>April 01, 2017 (Restated)</b>		
<b>Financial Liabilities</b>		
Variable rate instruments		
Borrowings	(16.90)	16.90
<b>Cash flow sensitivity (net)</b>	<b>(16.90)</b>	<b>16.90</b>

The Group does not have any additional impact on equity other than the impact on retained earnings.

### 37 Capital Management

The Group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business.

The Board of Directors seek to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages by a sound capital position.

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

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

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
Net debt	2,141.28	2,846.45	3,502.97
Total equity	2,469.01	1,210.40	1,121.89
<b>Net debt to equity ratio</b>	<b>0.87</b>	<b>2.35</b>	<b>3.12</b>

### 38 Employee Stock Option Plan

During the year ended March 31, 2008, the Company instituted an Employee Stock Option Plan (GPL ESOP) approved by the Board of Directors, the Shareholders and the Remuneration Committee, which provided allotment of 885,400 options convertible into 885,400 Equity Shares of INR 5/- each to eligible employees of Godrej Properties Limited and its Subsidiary Companies (the Participating Companies) with effect from December 28, 2007.

The Scheme is administered by an Independent ESOP Trust which has purchased shares from Godrej Industries Limited (The Holding Company), equivalent to the number of options granted to the eligible employees of the Participating Companies.

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

Particulars	No. of Options			Weighted Average Exercise Price
	As at March 31, 2019	As At March 31, 2018 (Restated)	As At April 01, 2017 (Restated)	
Options Outstanding at the beginning of the year	-	-	245,400	INR 310 (plus interest till March 31, 2012)
Options granted	-	-	-	
Options exercised	-	-	-	
Less : Forfeited / Lapsed / Idle / Available for Reissue	-	-	245,400	
Options Outstanding at the end of the year	-	-	-	INR 310 (plus interest till March 31, 2012)

The exercise period of the GPL ESOP has expired on December 27, 2016 and consequently all the unexercised options were rendered lapsed. The GPL ESOP now stands terminated and the shares held by the Trust have been sold during the year ended March 31, 2017.

**39 Employee Stock Grant Scheme**

The Company instituted an Employee Stock Grant Scheme (GPL ESGS) approved by the Board of Directors, the Shareholders and the Remuneration Committee.

a) Details of Stock Grants are as under:

Particulars	No. of Options			Weighted average Exercise Price (₹)	Weighted average Share Price (₹)
	As at March 31, 2019	As At March 31, 2018 (Restated)	As At April 01, 2017 (Restated)		
Options Outstanding at the beginning of the year	181,859	214,537	254,597	5.00	712.74
Options granted	58,635	88,546	122,127		
Less: Options exercised	78,585	115,436	104,326		
Less: Option lapsed	27,996	5,788	57,861		
Options Outstanding at end of the year	133,913	181,859	214,537		

- b) The weighted average exercise price of the options outstanding as at March 31, 2019 is INR 5 per share (Previous Year 2018: INR 5 per share; Previous Year 2017: INR 5 per share) and the weighted average remaining contractual life of the options outstanding as at March 31, 2019 is 0.76 years (Previous Year 2018: 0.38 years; Previous Year 2017: 0.89 years)
- c) The fair value of the employee share options has been measured using the Black Scholes Option Pricing Model. The weighted average fair value of the options granted is INR 593.60 (Previous Year 2018: INR 414.32; Previous Year 2017: INR 279.78).

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

The following table lists the average inputs to the model used for the plan for the year ended March 31, 2019:

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)	Description of the Inputs used
Dividend yield %	-	-	-	Dividend yield of the options is based on recent dividend activity.
Expected volatility %	32% - 42%	32% - 42%	29 % - 43%	Expected volatility of the option is based on historical volatility, during a period equivalent to the option life, of the observed market prices of the Company's publicly traded equity shares.
Risk free Interest rate %	6.31 % - 7.20%	6.31 % - 8.57%	6.31 % - 8.57%	Risk-free interest rates are based on the government securities yield in effect at the time of the grant.
Expected life of share options	1 to 3 years	1 to 3 years	1 to 3 years	
Weighted Average Market price on date of granting the options	INR 598.00	INR 419.47	INR 286.40	

- d) The expense arising from ESGS scheme during the year is INR 3.55 Crore (Previous Year 2018: INR 3.99 Crore).

### 40 Leases

- a) The Group has recognised INR 9.68 Crore (Previous Year 2018: INR 9.12 Crore) during the year towards minimum lease payments and INR 4.55 Crore (Previous Year 2018: INR 2.47 Crore) towards minimum lease receipt in the Consolidated Statement of Profit and Loss.

#### b) As a Lessor

The Group's significant leasing arrangements are in respect of operating leases for Commercial premises. Lease income from operating leases is recognised on a straight-line basis over the period of lease. The future minimum lease receivables of non-cancellable operating leases are as under:

Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>As a Lessor</b>			
Future minimum lease receipts under operating leases			
Not later than 1 year	2.83	3.79	1.84
Later than 1 year and not later than 5 years	12.42	16.24	7.78
Later than 5 years	46.36	53.47	48.95

#### c) As a Lessee

The Group's significant leasing arrangements are in respect of operating leases for Commercial / Residential premises. Lease expenditure for operating leases is recognised on a straight-line basis over the period of lease. These leasing arrangements are non-cancellable / cancellable and are renewable on a periodic basis by mutual consent on mutually accepted terms. The future minimum lease payments of non-cancellable operating leases are as under:

<b>As a Lessee</b>			
Future minimum lease payments under operating leases			
Not later than 1 year	10.40	8.89	7.43
Later than 1 year and not later than 5 years	10.31	14.53	17.44
Later than 5 years	-	-	0.38

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

### 41 Related Party Transactions

#### 1. Related Party Disclosures:

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

#### Relationships:

##### i) Holding and Ultimate Holding Companies:

Godrej Industries Limited (GIL)

GIL is the subsidiary of Vora Soaps Limited, the Ultimate Holding Company (w.e.f. March 30, 2017 upto December 14, 2018)

##### ii) Other Related Parties in Godrej Group:

- 1 Godrej & Boyce Manufacturing Company Limited (w.e.f March 30, 2017)
- 2 Godrej Investments Private Limited
- 3 Annamudi Real Estates LLP
- 4 Godrej Investment Advisors Private Limited
- 5 Ensemble Holdings & Finance Limited
- 6 Godrej Agrovet Limited
- 7 Natures Basket Limited
- 8 Cream Line Dairy Products Limited
- 9 Godrej Consumer Products Limited
- 10 Innovia Multiventures Private Limited

##### iii) a) Associate

- 1 Godrej One Premises Management Private Limited

##### iii) b) Joint Ventures :

- 1 Godrej Realty Private Limited
- 2 Mosaic Landmarks LLP
- 3 Dream World Landmarks LLP
- 4 Godrej Landmark Redevelopers Private Limited (upto March 14, 2019)
- 5 Godrej Redevelopers (Mumbai) Private Limited
- 6 Oxford Realty LLP
- 7 Godrej SSPDL Green Acres LLP
- 8 Caroa Properties LLP
- 9 M S Ramaiah Ventures LLP
- 10 Oasis Landmarks LLP
- 11 Amitis Developers LLP
- 12 Godrej Construction Projects LLP
- 13 Godrej Housing Projects LLP
- 14 Godrej Greenview Housing Private Limited

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

- 15 Wonder Space Properties Private Limited
- 16 Wonder City Buildcon Private Limited
- 17 Godrej Home Constructions Private Limited
- 18 Wonder Projects Development Private Limited
- 19 Godrej Property Developers LLP
- 20 AR Landcraft LLP
- 21 Godrej Real View Developers Private Limited
- 22 Pearlite Real Properties Private Limited
- 23 Bavdhan Realty @ Pune 21 LLP
- 24 Prakhhyat Dwellings LLP
- 25 Godrej Highview LLP (w.e.f. June 15, 2017)
- 26 Godrej Projects North Star LLP (Formerly known as Godrej Century LLP (w.e.f. September 27, 2017)
- 27 Godrej Skyline Developers Private Limited (w.e.f. September 29, 2017)
- 28 Godrej Developers & Properties LLP (w.e.f. October 30, 2017)
- 29 Godrej Green Homes Limited (w.e.f. March 17, 2018)
- 30 Sai Srushti One Hub Projects LLP (w.e.f. January 31, 2018)
- 31 Godrej Irismark LLP (w.e.f. January 24, 2018)
- 32 Roseberry Estate LLP (w.e.f. September 18, 2018 )
- 33 Ashank Macbricks Private Limited (w.e.f. July 31, 2018)
- 34 Suncity Infrastructures (Mumbai) LLP (w.e.f. October 10, 2018)
- 35 Manjari Housing Projects LLP (formerly known as Godrej Avamark LLP) (w.e.f. February 01, 2019)
- 36 Maan-Hinge Township Developers LLP (formerly known as Godrej Projects (Pune) LLP) (w.e.f. February 01, 2019)
- 37 Mahalunge Township Developers LLP ( formerly known as Godrej Land Developers LLP) (w.e.f. February 01, 2019)

### iv) Key Management Personnel and their Relatives :

- 1 Mr Adi B Godrej
- 2 Mr. Nadir B Godrej
- 3 Mr. Pirojsha Godrej
- 4 Mr. Mohit Malhotra
- 5 Mr. Jamshyd N. Godrej
- 6 Mr. Amit Choudhury
- 7 Mr. K. B. Dadiseth
- 8 Mrs. Lalita D. Gupte

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

- 9 Mr. Pranay Vakil
- 10 Dr. Pritam Singh
- 11 Mr. S. Narayan (Upto August 02, 2017)
- 12 Mr. Amitava Mukherjee
- 13 Mrs Tanya Dubash
- 14 Mst. Hormazd Nadir Godrej

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

#### (i) Details relating to parties referred to in items 1(i), (ii) and (iii) above

Nature of Transaction	Godrej Industries Limited (i)	Other Related Parties in Godrej Group (ii)	Associate (iii) (a)	Joint Ventures (iii) (b)	Total
<b>Transaction during the Year</b>					
Purchase of property, plant and equipment					
Current Year	-	0.20	-	1.09	1.29
<i>Previous Year (restated)</i>	-	0.13	-	-	0.13
Expenses charged by other Companies / Entities					
Current Year	9.94	21.61	4.16	-	35.71
<i>Previous Year (restated)</i>	9.45	20.33	4.06	-	33.84
Amount paid on transfer of Employee (Net)					
Current Year	1.76	-	-	-	1.76
<i>Previous Year (restated)</i>	0.05	0.07	-	-	0.12
Sale of Units					
Current Year	12.35	294.39	-	-	306.74
<i>Previous Year (restated)</i>	1.07	3.29	-	-	4.36
Income Received from other Companies / Entities					
Current Year	-	0.07	-	0.27	0.34
<i>Previous Year (restated)</i>	-	0.03	-	1.23	1.26
Development Management Fees Received					
Current Year	-	2.96	-	26.06	29.02
<i>Previous Year (restated)</i>	-	3.09	-	49.64	52.73

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

Nature of Transaction	Godrej Industries Limited (i)	Other Related Parties in Godrej Group (ii)	Associate (iii) (a)	Joint Ventures (iii) (b)	Total
Expenses charged to other Companies / Entities					
Current Year	0.00	-	-	148.16	148.16
<i>Previous Year (restated)</i>	-	-	-	91.59	91.59
Interest Income on Debenture					
Current Year	-	-	-	61.42	61.42
<i>Previous Year (restated)</i>	-	-	-	39.13	39.13
Interest Income					
Current Year	-	-	-	137.63	137.63
<i>Previous Year (restated)</i>	-	-	-	86.24	86.24
Share of Profit/ (Loss) in Joint Ventures and Associate					
Current Year	-	-	-	13.97	13.97
<i>Previous Year (restated)</i>	-	-	-	(36.55)	(36.55)
Amount received on transfer of Employee (Net)					
Current Year	-	-	-	-	-
<i>Previous Year (restated)</i>	0.01	0.00	-	-	0.01
Commitments / Bank Guarantee / Letter of Credit issued / Corporate/ Performance Guarantee					
Current Year	-	-	-	0.15	0.15
<i>Previous Year (restated)</i>	-	-	-	-	-
Investment made in Equity/ Preference Share#					
Current Year	-	-	-	24.89	24.89
<i>Previous Year (restated)</i>	-	-	-	84.23	84.23
Investments made in LLP					
Current Year	-	-	-	494.01	494.01
<i>Previous Year (restated)</i>	-	-	-	4.83	4.83

INR 0.00 represents amount less than INR 50,000



## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

Nature of Transaction	Godrej Industries Limited (i)	Other Related Parties in Godrej Group (ii)	Associate (iii) (a)	Joint Ventures (iii) (b)	Total
Investment made in Debenture#					
Current Year	-	-	-	74.07	74.07
<i>Previous Year (restated)</i>	-	-	-	99.33	99.33
Sale of Investments/ Redemption of Preference Share / Repayment of Partners Capital / Withdrawal of Share of Profit	-	-	-	-	-
Current Year	-	-	-	0.66	0.66
<i>Previous Year (restated)</i>	-	65.20	-	0.00	65.20
Loan and Advances given / (Taken)#					
Current Year	-	-	-	716.12	716.12
<i>Previous Year (restated)</i>	-	-	-	778.58	778.58
Loans and Advances Repaid					
Current Year	-	-	-	763.46	763.46
<i>Previous Year (restated)</i>	-	-	-	550.21	550.21
Deposit given					
Current Year	-	-	-	-	-
<i>Previous Year (restated)</i>	0.25	1.66	-	-	1.91
Deposit repaid					
Current Year	0.01	-	-	-	0.01
<i>Previous Year (restated)</i>	0.29	-	-	-	0.29
Amount received against Sale of Unit					
Current Year	14.12	177.33	-	-	191.45
<i>Previous Year (restated)</i>	7.45	51.38	-	-	58.83

INR 0.00 represents amount less than INR 50,000

# NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

## Balance Outstanding as at March 31, 2019

Nature of Transaction	Godrej Industries Limited (i)	Other Related Parties in Godrej Group (ii)	Associate (iii) (a)	Joint Ventures (iii) (b)	Total
Amount Receivable*					
As at March 31, 2019	-	0.00	-	1,134.62	1,134.62
<i>As at March 31, 2018 (restated)</i>	-	-	-	<i>1,047.92</i>	<i>1,047.92</i>
<i>As at March 31, 2017 (restated)</i>	-	-	-	<i>616.50</i>	<i>616.50</i>
Unbilled Revenue					
As at March 31, 2019	0.09	0.11	-	-	0.20
<i>As at March 31, 2018 (restated)</i>	-	-	-	-	-
<i>As at March 31, 2017 (restated)</i>	-	-	-	-	-
Amount Payable					
As at March 31, 2019	2.58	9.10	0.29	-	11.97
<i>As at March 31, 2018 (restated)</i>	<i>1.48</i>	<i>10.82</i>	<i>0.09</i>	-	<i>12.39</i>
<i>As at March 31, 2017 (restated)</i>	<i>0.97</i>	<i>116.91</i>	-	-	<i>117.88</i>
Deposit Receivable					
As at March 31, 2019	0.36	3.17	-	-	3.53
<i>As at March 31, 2018 (restated)</i>	<i>0.19</i>	<i>3.17</i>	<i>0.03</i>	-	<i>3.39</i>
<i>As at March 31, 2017 (restated)</i>	<i>0.41</i>	<i>3.17</i>	<i>0.03</i>	-	<i>3.61</i>
Advance received against Share of Profit					
As at March 31, 2019	-	-	-	19.65	19.65
<i>As at March 31, 2018 (restated)</i>	-	-	-	<i>16.80</i>	<i>16.80</i>
<i>As at March 31, 2017 (restated)</i>	-	-	-	<i>23.54</i>	<i>23.54</i>
Debenture Outstanding					
As at March 31, 2019	-	-	-	840.72	840.72
<i>As at March 31, 2018 (restated)</i>	-	-	-	<i>686.33</i>	<i>686.33</i>
<i>As at March 31, 2017 (restated)</i>	-	-	-	<i>312.33</i>	<i>312.33</i>
Debenture Interest Outstanding					
As at March 31, 2019	-	-	-	131.78	131.78
<i>As at March 31, 2018 (restated)</i>	-	-	-	<i>80.51</i>	<i>80.51</i>
<i>As at March 31, 2017 (restated)</i>	-	-	-	<i>88.57</i>	<i>88.57</i>
Advances received against Sale of Units					
As at March 31, 2019	0.72	295.58	-	1.26	297.56
<i>As at March 31, 2018 (restated)</i>	<i>12.69</i>	<i>141.08</i>	-	<i>20.45</i>	<i>174.22</i>
<i>As at March 31, 2017 (restated)</i>	<i>5.24</i>	<i>107.00</i>	-	<i>3.16</i>	<i>115.40</i>

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

Nature of Transaction	Godrej Industries Limited (i)	Other Related Parties in Godrej Group (ii)	Associate (iii) (a)	Joint Ventures (iii) (b)	Total
Commitments / Bank Guarantee / Letter of credit / Corporate/ Performance Guarantee					
As at March 31, 2019	-	-	-	28.71	28.71
As at March 31, 2018 (restated)	-	-	-	93.18	93.18
As at March 31, 2017 (restated)	-	-	-	160.65	160.65

# Includes Loan amount converted into Debenture INR NIL (Previous year 2018: INR 275.60 Crore) and Equity INR NIL (Previous year 2018: INR 68.90 Crore).

\* Amount receivable includes loan given to Prakhhyat Dwellings LLP, a joint venture, of INR 7.50 Crore (Previous year 2018: INR 7.50 Crore, Previous year 2017: INR 7.50 Crore) which is secured against immovable property of the LLP (refer note 16).

**(ii) Details relating to parties referred to in items 1(iv) above****Particulars****March 31, 2019**March 31, 2018  
(Restated)

Short term employee benefits\*

**28.13**

16.08

Post retirement benefits

**0.25**

0.24

Share based payment transactions

**0.89**

0.69

**Total Compensation paid to Key Management Personnel****29.27**

17.01

Revenue recognised for sale of flats / units to KMP and their relatives

**7.52**

-

Amount received from sale of flats / units to KMP and their relatives

**7.21**

21.56

Trade receivable / (advance) on account of sale of flats / units to KMP and their relatives

**(28.71)**

(32.53)

Sale of assets

**-**

0.01

\*The managerial remuneration paid by the Company to its Executive Chairman and the Managing Director & CEO is in excess of the limits laid down under Section 197 of the Companies Act, 2013 read with Schedule V to the Act by INR 5.81 crores (Previous Year 2018: INR Nil). The Company is in the process of obtaining approval from its shareholders at the forthcoming annual general meeting for such excess remuneration paid.

**42 Business Combination****Acquisition of Godrej Landmark Redevelopers Private Limited (GLRPL)**

On March 15, 2019, the Group acquired 49 percent of the voting shares of GLRPL, a company engaged primarily in the business of real estate construction, development and other related activities. As a result, the Group's equity interest in GLRPL increased from 51 percent to 100 percent, giving it control of GLRPL.

**(a) Consideration transferred**

The following table summarises the acquisition date fair value of major class of consideration transferred:

Particulars	Amount
Consideration paid in cash	42.73
<b>Total consideration</b>	<b>42.73</b>

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

### (b) Acquisition-related costs

The Group incurred acquisition-related costs of INR 0.01 Crore on legal fees and due diligence costs. These costs have been included in legal and professional fees under other expenses.

### (c) Identifiable assets acquired and liabilities assumed

The following table summarises the acquisition date fair value of assets acquired, fair value of the consideration transferred

Description	Amount
Property, plant and equipment	0.03
Intangible assets	0.02
Non-current financial assets	0.10
Deferred tax assets (Net)	1.29
Income tax assets (Net)	5.17
Inventories	106.24
Current financial assets	47.86
Other Current Non Financial Assets	41.93
Current financial liabilities	( 51.61)
Other Current Non Financial Liabilities	(48.01)
Current Tax Liabilities (Net)	(4.01)
Net Assets	99.01

### Measurement of fair values

The valuation techniques used for measuring the fair value of material assets (inventories) acquired are fair market value of the flats in the multi storeyed building based on the existing market condition as on February 26, 2019. The main inputs used are locality, specifications and amenities provided in project.

### (d) Capital Reserve

Capital Reserve arising from the acquisition has been determined as follows

Description	Amount
Consideration transferred (refer note (a) above)	42.73
Fair value of pre-existing equity interest in GLRPL	50.74
Fair value of net identifiable assets (refer note (c) above)	99.01
Capital reserve	5.54

- (e) From the date of acquisition, GLRPL contributed INR (13.27) Crore of revenue from operations and INR 0.44 Crore of loss to the Group. If the acquisition had taken place at the beginning of the year, the Group's revenue from operations would have increased by INR 762.27 Crore and profit would have increased by INR 46.69 Crore.

## 43 First time adoption of Ind AS 115 - Revenue from Contracts with Customers

- a) Ind AS 115 has been notified by Ministry of Corporate Affairs (MCA) on March 28, 2018 and is effective from accounting period beginning on or after April 01, 2018. The Group has applied full retrospective approach in adopting the new standard (for all contracts other than completed contracts) and accordingly has given an cumulative effect of applying this standard on the opening balance of retained earnings as at April 01, 2017 and also restated the previous period numbers as per point in time (Project Completion Method) of revenue recognition.

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

**(b) Explanation of transition to Ind AS 115****(i) Reconciliation of financial line item as previously reported to post adoption of Ind AS 115**

	Note	As at date of transition April 01, 2017			As at March 31, 2018		
		As reported *	Adjustments on account of adoption of Ind AS 115	Post adoption of Ind AS 115	As reported *	Adjustments on account of adoption of Ind AS 115	Post adoption of Ind AS 115
<b>Assets</b>							
<b>Non-current assets</b>							
Investment in Joint Ventures and Associate	(a)	81.40	(62.69)	18.71	290.54	(66.59)	223.95
Deferred tax assets (net)		159.28	407.69	566.97	160.82	479.72	640.54
<b>Current assets</b>							
Inventories	(a)	3,966.12	1,196.03	5,162.15	2,343.69	1,389.71	3,733.40
Financial assets							
(i) Trade receivables	(a)	246.63	(35.27)	211.36	224.77	(68.61)	156.16
(ii) Loans	(a)	703.61	(26.09)	677.52	1,049.59	(54.29)	995.30
Other current non-financial assets	(a)	696.36	(412.66)	283.70	864.23	(530.61)	333.62
<b>Equity and liabilities</b>							
<b>Equity</b>							
Other equity							
- Retained earnings	(a)	53.19	(881.84)	(828.65)	235.34	(1,029.89)	(794.55)
<b>Liabilities</b>							
<b>Current liabilities</b>							
Financial liabilities							
(i) Other financial liabilities	(a)	158.56	(24.69)	133.87	226.80	31.60	258.40
Other current non financial liabilities	(a)	498.28	1,973.54	2,471.82	574.81	2,147.62	2,722.43

\*The figures as reported have been reclassified to confirm to the current year's classification.

**(ii) Reconciliation of net-worth**

Particulars	Note	As at March 31, 2018	As at April 01, 2017
<b>Reconciliation of Equity as reported earlier:</b>			
Net worth as reported		2,240.29	2,003.73
<b>Summary of adjustments on account of adoption of Ind AS 115:</b>			
(Decrease) in Profit before tax on account of adoption of Ind AS 115	(a)	(1,509.61)	(1,289.53)
Increase in deferred tax (credit) on account of adoption of Ind AS 115	(a)	479.72	407.69
<b>Total adjustments on account of adoption of Ind AS 115</b>		<b>(1,029.89)</b>	<b>(881.84)</b>
<b>Net worth post adoption of Ind AS 115</b>		<b>1,210.40</b>	<b>1,121.89</b>

# NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

## (iii) Reconciliation of Total comprehensive income for the year ended on March 31, 2018

Particulars	Note	Year ended March 31, 2018
Total comprehensive income as reported		232.15
<b>Summary of adjustments on account of adoption of Ind AS 115:</b>		
(Decrease) in Revenue from operation	(a)	(285.48)
(Decrease) in Other income	(a)	(2.83)
(Decrease) in Cost of materials consumed	(a)	(85.99)
(Decrease) in Changes in inventories of finished goods and construction work-in-progress		193.69
(Decrease) in Other expenses	(a)	3.23
(Decrease) in Share of Profit of joint ventures and associate	(a)	(42.57)
Tax effect on Ind AS adjustments	(a)	71.90
<b>Total adjustments on account of adoption of Ind AS 115</b>		(148.05)
<b>Total comprehensive income post adoption of Ind AS 115</b>		84.10

## (iv) Reconciliation of Earnings per share for the year ended on March 31, 2018

Particulars	As reported	Adjustments on account of adoption of Ind AS 115	Post adoption of Ind AS 115
Profit after tax	234.96	(148.05)	86.91
Weighted average number of equity shares outstanding (basic)	216,444,504		216,444,504
<b>Basic Earnings Per Share (INR)</b>	10.86		4.01
Weighted average number of equity shares outstanding (diluted)	216,577,427		216,577,427
<b>Diluted Earnings Per Share (INR)</b>	10.85		4.01

### Notes to reconciliation:

- a) Under Ind AS 18, related interpretations and Guidance Note on Accounting for Real Estate Transactions (for entities to whom Ind AS is applicable), revenue was recognised based on percentage of completion method. On transition to Ind AS 115, the Group recognises revenue when it determines the satisfaction of performance obligation at a point in time. Revenue is recognised upon transfer of promised products to customer in an amount that reflects the consideration which the Group expects to receive in exchange for those products. In determining the said transaction price, the Group has adjusted the promised amount of consideration for the effects of the time value of money where the contracts with customers contains a significant financing component.
- (c) The amount of INR 1,734.08 Crore (Previous Year 2018: INR 962.12 Crore) recognised in contract liabilities at the beginning of the year has been recognised as revenue during the year ended March 31, 2019.

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

**d)** Significant changes in contract asset and contract liabilities balances are as follows:

Particulars	March 31, 2019	March 31, 2018 (Restated)
<b>Contract asset</b>		
At the beginning of the reporting period	89.49	86.34
Cumulative catch-up adjustments to revenue affecting contract asset	(13.66)	3.15
Significant change due to business combination	-	-
At the end of the reporting period	75.83	89.49
<b>Contract liability</b>		
At the beginning of the reporting period	2,633.75	2,390.91
Cumulative catch-up adjustments affecting contract liability	(1,143.89)	174.64
Significant financing component	(40.98)	70.20
Significant change due to business combination	35.55	-
At the end of the reporting period	1,484.43	2,633.75

**e)** Performance obligation

The Group engaged primarily in the business of real estate construction, development and other related activities.

All the Contracts entered with the customers consists of a single performance obligation thereby the consideration allocated to the performance obligation is based on standalone selling prices.

Revenue is recognised upon transfer of control of residential and commercial units to customers for an amount that reflects the consideration which the Group expects to receive in exchange for those units. The trigger for revenue recognition is normally completion of the project or receipt of approvals on completion from relevant authorities or intimation to the customer of completion, post which the contract becomes non-cancellable by the parties.

The revenue is measured at the transaction price agreed under the contract. In certain cases, the Group has contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, the Group adjusts the transaction price for the effects of a significant financing component.

Any costs incurred that do not contribute to satisfying performance obligations are excluded from the Group's input methods of revenue recognition as the amounts are not reflective of our transferring control of the system to the customer. Significant judgment is required to evaluate assumptions related to the amount of net contract revenues, including the impact of any performance incentives, liquidated damages, and other forms of variable consideration.

If estimated incremental costs on any contract, are greater than the net contract revenues, the Group recognises the entire estimated loss in the period the loss becomes known.

The aggregate amount of the transaction price allocated to the performance obligations that are unsatisfied (or partially unsatisfied) as at March 31, 2019 is INR 1,903.21 Crore, which will be recognised as revenue over a period of 1-3 years and INR 280.50 Crore which will be recognized over a period of 1-4 years.

The Group applies practical expedient in paragraph C5(d) of Ind AS 115 and does not disclose information about the amount of the transaction price allocated to the remaining performance obligation and an explanation of when the entity expects to recognise that amount as revenue for all reporting periods presented before the date of initial application.



# NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

## f) Reconciliation of revenue recognised in the Consolidated Statement of Profit and Loss

The following table discloses the reconciliation of amount of revenue recognised as at March 31, 2019:

Particulars	March 31, 2019	March 31, 2018 (Restated)
Contract price of the revenue recognised	2,546.79	1,396.61
Add: Significant financing component	141.41	15.44
Less: Customer incentive/benefits	16.42	-
<b>Revenue recognised in the consolidated statement of profit and loss</b>	<b>2,671.77</b>	<b>1,414.25</b>

## 44 Information on Subsidiaries, Joint Ventures and Associate

### a) Information on Subsidiaries

Sr. No.	Name of the entity	Country of Incorporation	Percentage of Holding		
			As on March 31, 2019 %	As on March 31, 2018 %	As on April 01, 2017 %
<b>(i) Companies:</b>					
1	Godrej Buildcon Private Limited (merged with Godrej Projects Development Limited w.e.f December 01, 2017)	India	NA	100%	100%
2	Godrej Projects Development Limited	India	100%	100%	100%
3	Godrej Garden City Properties Private Limited	India	100%	100%	100%
4	Godrej Hillside Properties Private Limited	India	100%	100%	100%
5	Godrej Home Developers Private Limited	India	100%	100%	100%
6	Godrej Investment Advisors Private Limited (ceased to be Subsidiary from June 21, 2017)	India	NA	NA	100%
7	Godrej Prakriti Facilities Private Limited	India	100%	100%	100%
8	Prakritiplaza Facilities Management Private Limited	India	100%	100%	100%
9	Godrej Highrises Properties Private Limited	India	100%	100%	100%
10	Godrej Genesis Facilities Management Private Limited	India	100%	100%	100%
11	Godrej Fund Management Pte. Ltd. (100% Subsidiary of Godrej Investment Advisors Private Limited) (ceased to be Subsidiary from June 21, 2017)	Singapore	NA	NA	100%
12	Citystar InfraProjects Limited	India	100%	100%	100%
13	Godrej Green Homes Limited (Classified as Joint Venture w.e.f March 17, 2018)	India	N.A	N.A	100%
14	Godrej Residency Private Limited	India	100%	100%	100%
15	Godrej Properties Worldwide Inc., USA (w.e.f August 10, 2017)	USA	100%	100%	N.A
16	Godrej Landmark Redevelopers Private Limited (w.e.f. March 15, 2019)	India	100%	N.A	N.A
17	Godrej Skyline Developers Private Limited	India	N.A	N.A	100%

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

Sr. No.	Name of the entity	Country of Incorporation	Percentage of Holding		
			As on March 31, 2019 %	As on March 31, 2018 %	As on April 01, 2017 %
<b>(ii) LLPs</b>					
1	Mahalunge Township Developers LLP (formerly known as Godrej Land Developers LLP) (Classified as Joint Venture w.e.f. February 01, 2019)	India	<b>N.A</b>	100%	100%
2	Godrej Highrises Realty LLP	India	<b>100%</b>	100%	100%
3	Godrej Project Developers & Properties LLP	India	<b>100%</b>	100%	100%
4	Godrej Skyview LLP	India	<b>100%</b>	100%	100%
5	Godrej Green Properties LLP	India	<b>100%</b>	100%	100%
6	Maan-Hinge Township Developers LLP (formerly known as Godrej Projects (Pune) LLP) (classified as Joint Venture w.e.f February 01, 2019)	India	<b>N.A.</b>	100%	100%
7	Godrej Projects (Soma) LLP	India	<b>100%</b>	100%	N.A.
8	Godrej Projects North LLP	India	<b>100%</b>	100%	N.A.
9	Godrej Athenmark LLP	India	<b>100%</b>	100%	N.A.
10	Godrej Vestamark LLP	India	<b>100%</b>	100%	N.A.
11	Godrej Irishmark LLP (w.e.f April 20, 2017 to January 23, 2018)	India	<b>N.A.</b>	N.A.	100%
12	Manjari Housing Projects LLP (formerly known as Godrej Avamark LLP) (classified as Joint Venture w.e.f February 01, 2019)	India	<b>N.A</b>	100%	N.A.
13	Godrej Developers & Properties LLP (Classified as Joint Venture w.e.f. October 30, 2017)	India	<b>N.A</b>	N.A	100%
14	Godrej Projects North Star LLP (Classified as Joint Venture w.e.f. September 27, 2017)	India	<b>N.A</b>	N.A	100%
15	Godrej Highview LLP (Classified as Joint Venture w.e.f. June 15, 2017)	India	<b>N.A</b>	N.A	100%
16	Godrej City Facilities Management LLP (w.e.f. March 18, 2019)	India	<b>100%</b>	N.A	N.A
17	Embellish Houses LLP (w.e.f February 13, 2019)	India	<b>100%</b>	N.A	N.A

# NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

## b) Information on Joint Ventures:

Sr. No.	Name of the entity	Country of Incorporation	Percentage of Holding			Percentage of Voting Rights		
			As on March 31, 2019 %	As on March 31, 2018 %	As on April 01, 2017 %	As on March 31, 2019 %	As on March 31, 2018 %	As on April 01, 2017 %
(i)	Companies:							
1	Godrej Realty Private Limited	India	51%	51%	51%			
2	Godrej Landmark Redevelopers Private Limited (Classified as Subsidiary w.e.f. March 15, 2019)	India	NA	51%	51%			
3	Godrej Redevelopers (Mumbai) Private Limited	India	51%	51%	51%			
4	Wonder Space Properties Private Limited	India	25.10%	25.10%	25.10%			
5	Wonder City Buildcon Private Limited	India	25.10%	25.10%	25.10%			
6	Godrej Home Constructions Private Limited	India	25.10%	25.10%	25.10%			
7	Godrej Greenview Housing Private Limited	India	20%	20%	20%			
8	Wonder Projects Development Private Limited	India	20%	20%	20%			
9	Godrej Real View Developers Private Limited	India	20%	20%	20%			
10	Pearlite Real Properties Private Limited	India	49%	49%	49%			
11	Godrej Skyline Developers Private Limited	India	26%	26%	N.A.			
12	Godrej Green Homes Limited (Considered as Subsidiary till March 16, 2018)	India	50%	50%	N.A.			
13	Ashank Macbricks Private Limited (w.e.f. July 31, 2018)	India	20%	N.A.	N.A.			
(ii)	LLPs							
1	Godrej Property Developers LLP	India	32%	32%	32%	50%	50%	50%
2	Mosiac Landmarks LLP	India	1%	1%	1%	66.66%	66.66%	66.66%
3	Dream World Landmarks LLP	India	40%	40%	40%	66.66%	66.66%	66.66%
4	Oxford Realty LLP	India	35%	35%	35%	51%	51%	51%
5	Godrej SSPDL Green Acres LLP	India	37%	37%	37%	66.66%	66.66%	66.66%
6	Oasis Landmarks LLP	India	38%	38%	38%	66.66%	66.66%	66.66%
7	M S Ramaiah Ventures LLP	India	49.50%	49.50%	49.50%	51%	51%	51%
8	Caroa Properties LLP	India	35%	35%	35%	66.66%	66.66%	66.66%
9	Godrej Construction Projects LLP	India	34%	34%	34%	51%	51%	51%
10	Godrej Housing Projects LLP	India	50%	50%	50%	51%	51%	51%
11	Amitis Developers LLP	India	46%	46%	46%	50%	50%	50%
12	A R Landcraft LLP	India	40%	40%	40%	50%	50%	50%

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

Sr. No.	Name of the entity	Country of Incorporation	Percentage of Holding			Percentage of Voting Rights		
			As on March 31, 2019	As on March 31, 2018	As on April 01, 2017	As on March 31, 2019	As on March 31, 2018	As on April 01, 2017
			%	%	%	%	%	%
13	Prakhhyat Dwellings LLP	India	42.50%	42.50%	42.50%	50%	50%	50%
14	Bavdhan Realty @ Pune 21 LLP	India	45%	45%	45%	45%	45%	45%
15	Godrej Highview LLP (Considered as Subsidiary till June 14, 2017)	India	40%	40%	N.A	50%	50%	N.A
16	Godrej Irismark LLP (w.e.f. January 24, 2018)	India	50%	50%	N.A	50%	50%	N.A
17	Godrej Projects North Star LLP (Considered as Subsidiary till September 26, 2017)	India	55%	55%	N.A	50%	50%	N.A
18	Godrej Developers & Properties LLP (Considered as Subsidiary till October 29, 2017)	India	37.50%	37.50%	N.A	50%	50%	N.A
19	Roseberry Estate LLP (w.e.f. September 18, 2018 )	India	49%	N.A	N.A	50%	N.A	N.A
20	Suncity Infrastructures (Mumbai) LLP (w.e.f. October 10, 2018)	India	50%	N.A	N.A	50%	N.A	N.A
21	Sai Srushti Onehub Projects LLP (w.e.f. January 31, 2018)	India	21.70%	75%	N.A	50%	50%	N.A
22	Maan-Hinge Township Developers LLP (formerly known as Godrej Projects (Pune) LLP) (Considered as subsidiary till January 31, 2019)	India	40%	N.A	N.A	50%	N.A	N.A
23	Mahalunge Township Developers LLP (formerly known as Godrej Land Developers LLP) (Considered as subsidiary till January 31, 2019)	India	40%	N.A	N.A	50%	N.A	N.A
24	Manjari Housing Projects LLP (formerly known as Godrej Avamark LLP) (Considered as subsidiary till January 31, 2019)	India	40%	N.A	N.A	50%	N.A	N.A

In case of LLPs percentage of holding in the above table denotes the Share of Profits in the LLP.

**c) Information on Associate:**

Sr. No.	Name of the entity	Country of Incorporation	Percentage of Holding		
			As on March 31, 2019	As on March 31, 2018	As on April 01, 2017
(i)	<b>Company:</b>				
1	Godrej One Premises Management Private Limited	India	30%	30%	30%

# NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

## 45 Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiaries /Joint Ventures/Associate.

Sr. No.	Name of the Entity	Net Assets i.e. total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income (OCI)		Share in total comprehensive income (TCI)	
		As % of consolidated net assets	Amount INR (in Crore)	As % of consolidated profit or loss	Amount INR (in Crore)	As % of consolidated OCI	Amount	As % of TCI	Amount INR (in Crore)
	<b>Parent:</b>								
	Godrej Properties Limited	107.62%	2,657.05	82.70%	209.35	143.48%	(0.33)	82.64%	209.02
	<b>Subsidiaries (Indian):</b>								
1	Godrej Projects Development Limited	2.78%	68.61	23.99%	60.74	0.00%	-	24.01%	60.74
2	Godrej Garden City Properties Private Limited	0.30%	7.34	0.59%	1.49	0.00%	-	0.59%	1.49
3	Godrej Hillside Properties Private Limited	0.00%	0.09	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
4	Godrej Home Developers Private Limited	0.00%	0.11	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
5	Godrej Prakriti Facilities Private Limited	0.02%	0.56	0.07%	0.17	0.00%	-	0.07%	0.17
6	Prakritiplaza Facilities Management Private Limited	0.00%	0.01	0.00%	0.00	0.00%	-	0.00%	0.00
7	Godrej Highrises Properties Private Limited	0.00%	(0.12)	-0.06%	(0.16)	0.00%	-	-0.06%	(0.16)
8	Godrej Genesis Facilities Management Private Limited	0.02%	0.42	0.02%	0.05	0.00%	-	0.02%	0.05
9	Citystar Infra Projects Limited	0.00%	(0.02)	-0.01%	(0.01)	0.00%	-	-0.01%	(0.01)
10	Godrej Residency Private Limited	0.00%	(0.02)	-0.01%	(0.02)	0.00%	-	-0.01%	(0.02)
11	Mahalunge Township Developers LLP (formerly known as Godrej Land Developers LLP) (Considered as subsidiary till January 31, 2019)	0.00%	-	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
12	Godrej Highrises Realty LLP	-0.02%	(0.42)	-0.16%	(0.41)	0.00%	-	-0.16%	(0.41)

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

Sr. No.	Name of the Entity	Net Assets i.e. total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income (OCI)		Share in total comprehensive income (TCI)	
		As % of consolidated net assets	Amount INR (in Crore)	As % of consolidated profit or loss	Amount INR (in Crore)	As % of consolidated OCI	Amount	As % of TCI	Amount INR (in Crore)
13	Godrej Project Developers & Properties LLP	0.00%	(0.02)	0.00%	(0.00)	0.00%	-	0.00%	(0.00)
14	Godrej Skyview LLP	0.00%	(0.02)	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
15	Godrej Green Properties LLP	0.00%	(0.01)	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
16	Maan-Hinge Township Developers LLP (formerly known as Godrej Projects (Pune) LLP) (Considered as subsidiary till January 31, 2019)	0.00%	-	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
17	Godrej Projects (Soma) LLP	0.00%	(0.01)	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
18	Godrej Projects North LLP	0.00%	(0.01)	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
19	Godrej Athenmark LLP	0.00%	(0.03)	-0.01%	(0.02)	0.00%	-	-0.01%	(0.02)
20	Godrej Vestamark LLP	-0.02%	(0.40)	-0.15%	(0.39)	0.00%	-	-0.15%	(0.39)
21	Godrej City Facilities Management LLP (w.e.f. March 18, 2019)	0.00%	(0.00)	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
22	Embellish Houses LLP (w.e.f. February 13, 2019)	0.00%	(0.00)	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
23	Godrej Properties Worldwide, USA (w.e.f. August 10, 2017)	0.13%	3.12	-0.14%	(0.35)	-43.48%	0.10	-0.10%	(0.25)
24	Godrej Landmark Redevelopers Private Limited (w.e.f. March 15, 2019)	3.99%	98.57	-0.17%	(0.44)	0.00%	-	-0.17%	(0.44)
25	Manjari Housing Projects LLP (formerly known as Godrej Avamark LLP) (Considered as subsidiary till January 31, 2019)	0.00%	-	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
	<b>Associate (Indian) (Investment as per Equity Method)</b>								
1	Godrej One Premises Management Private Limited	0.00%	-	0.00%	-	0.00%	-	0.00%	-

INR 0.00 represents amount less than INR 50,000

# NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

Sr. No.	Name of the Entity	Net Assets i.e. total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income (OCI)		Share in total comprehensive income (TCI)	
		As % of consolidated net assets	Amount INR (in Crore)	As % of consolidated profit or loss	Amount INR (in Crore)	As % of consolidated OCI	Amount	As % of TCI	Amount INR (in Crore)
	<b>Joint Ventures (Indian). (Investment as per the Equity Method)</b>								
1	Godrej Realty Private Limited	0.00%	-	-0.15%	(0.37)	0.00%	-	-0.15%	(0.37)
2	Godrej Landmark Redevelopers Private Limited (Upto March 14, 2019)	0.00%	-	19.95%	50.51	0.00%	-	19.97%	50.51
3	Godrej Redevelopers (Mumbai) Private Limited	0.00%	-	-1.05%	(2.65)	0.00%	-	-1.05%	(2.65)
4	Wonder Space Properties Private Limited	0.00%	-	-0.07%	(0.17)	0.00%	-	-0.07%	(0.17)
5	Wonder City Buildcon Private Limited	0.00%	-	-0.21%	(0.53)	0.00%	-	-0.21%	(0.53)
6	Godrej Home Constructions Private Limited	0.00%	-	-2.47%	(6.25)	0.00%	-	-2.47%	(6.25)
7	Godrej Greenview Housing Private Limited	0.00%	-	-0.73%	(1.86)	0.00%	-	-0.73%	(1.86)
8	Wonder Projects Development Private Limited	0.00%	-	-0.75%	(1.89)	0.00%	-	-0.75%	(1.89)
9	Godrej Real View Developers Private Limited	0.00%	-	-1.17%	(2.96)	0.00%	-	-1.17%	(2.96)
10	Pearlite Real Properties Private Limited	0.00%	-	-2.66%	(6.74)	0.00%	-	-2.67%	(6.74)
11	Godrej Skyline Developers Private Limited	0.00%	-	-1.39%	(3.51)	0.00%	-	-1.39%	(3.51)
12	Godrej Green Homes Limited	0.00%	-	-0.10%	(0.25)	0.00%	-	-0.10%	(0.25)
13	Godrej Property Developers LLP	0.00%	-	-0.01%	(0.01)	0.00%	-	-0.01%	(0.01)
14	Mosaic Landmarks LLP	0.00%	-	0.01%	0.03	0.00%	-	0.01%	0.03
15	Dream World Landmarks LLP	0.00%	-	5.03%	12.73	0.00%	-	5.03%	12.73
16	Oxford Realty LLP	0.00%	-	-1.89%	(4.79)	0.00%	-	-1.90%	(4.79)
17	Godrej SSPDL Green Acres LLP	0.00%	-	0.40%	1.00	0.00%	-	0.40%	1.00
18	Oasis Landmarks LLP	0.00%	-	4.38%	11.09	0.00%	-	4.39%	11.09
19	M S Ramalah Ventures LLP	0.00%	-	-0.01%	(0.02)	0.00%	-	-0.01%	(0.02)
20	Caroa Properties LLP	0.00%	-	-1.88%	(4.75)	0.00%	-	-1.88%	(4.75)
21	Godrej Construction Projects LLP	0.00%	-	-0.31%	(0.79)	0.00%	-	-0.31%	(0.79)

INR 0.00 represents amount less than INR 50,000



## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

Sr. No.	Name of the Entity	Net Assets i.e. total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income (OCI)		Share in total comprehensive income (TCI)	
		As % of consolidated net assets	Amount INR (in Crore)	As % of consolidated profit or loss	Amount INR (in Crore)	As % of consolidated OCI	Amount	As % of TCI	Amount INR (in Crore)
22	Godrej Housing Projects LLP	0.00%	-	-0.94%	(2.37)	0.00%	-	-0.94%	(2.37)
23	Amitis Developers LLP	0.00%	-	-0.39%	(0.99)	0.00%	-	-0.39%	(0.99)
24	A R Landcraft LLP	0.00%	-	-4.00%	(10.13)	0.00%	-	-4.00%	(10.13)
25	Prakhvat Dwellings LLP	0.00%	-	-0.05%	(0.14)	0.00%	-	-0.05%	(0.14)
26	Bavdhan Realty @ Pune 21 LLP	0.00%	-	0.00%	(0.00)	0.00%	-	0.00%	(0.00)
27	Godrej Highview LLP	0.00%	-	-2.46%	(6.23)	0.00%	-	-2.46%	(6.23)
28	Godrej Irismark LLP	0.00%	-	-0.05%	(0.13)	0.00%	-	-0.05%	(0.13)
29	Godrej Projects North Star LLP	0.00%	-	-0.01%	(0.03)	0.00%	-	-0.01%	(0.03)
30	Godrej Developers & Properties LLP	0.00%	-	-1.03%	(2.60)	0.00%	-	-1.03%	(2.60)
31	Sai Srushti Onehub Projects LLP	0.00%	-	-1.78%	(4.50)	0.00%	-	-1.78%	(4.50)
32	Roseberry Estate LLP (w.e.f. September 18, 2018)	0.00%	-	-0.01%	(0.02)	0.00%	-	-0.01%	(0.02)
33	Maan-Hinge Township Developers LLP (formerly known as Godrej Projects (Pune) LLP) (w.e.f. February 01, 2019)	0.00%	-	0.00%	(0.00)	0.00%	-	0.00%	(0.00)
34	Ashank Macbricks Private Limited (w.e.f. July 31, 2018)	0.00%	-	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
35	Suncity Infrastructures (Mumbai) LLP (w.e.f. October 10, 2018)	0.00%	-	0.00%	(0.00)	0.00%	-	0.00%	(0.00)
36	Mahalunge Township Developers LLP (formerly known as Godrej Land Developers LLP) (w.e.f. February 01, 2019)	0.00%	-	0.00%	(0.00)	0.00%	-	0.00%	(0.00)
37	Manjari Housing Projects LLP (formerly known as Godrej Avamark LLP) (w.e.f. February 01, 2019)	0.00%	-	0.00%	0.00	0.00%	-	0.00%	0.00
	Inter-company Elimination and Consolidation Adjustments	-14.82%	(365.79)	-10.83%	(27.41)	0.00%	-	-10.84%	(27.41)
	<b>Total</b>	<b>100.00%</b>	<b>2,469.01</b>	<b>100.00%</b>	<b>253.15</b>	<b>100.00%</b>	<b>(0.23)</b>	<b>100.00%</b>	<b>252.92</b>

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

### 46 Contingent Liabilities and Commitments

#### a) Contingent Liabilities

Matters	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
<b>I) Claims against Company not Acknowledged as debts:</b>			
i) Claims not acknowledged as debts represent cases filed by parties in the Consumer forum, Civil Court and High Court and disputed by the Group as advised by our advocates. In the opinion of the management the claims are not sustainable	<b>179.82</b>	175.42	196.46
ii) Claims under the Labour Laws for disputed cases	-	-	0.05
iii) Claims under Stamp Acts	-	-	20.02
iv) Other Claims not acknowledged as debts	-	-	0.76
v) Claims under Income Tax Act, Appeal preferred to The Deputy Commissioner/ Commissioner of Income Tax (Appeals)	<b>50.06</b>	26.10	25.36
vi) Claims under MVAT, Appeal preferred to The Deputy Commissioner/Joint Commissioner of Sales Taxes ((Appeals) IV/V), Mumbai	<b>3.34</b>	20.04	21.33
vii) Appeal preferred to Customs, Excise and Service Tax Appellate tribunal at Bengaluru and others	<b>74.36</b>	47.35	40.65
viii) Appeal preferred to The Joint Commissioner of Sales Tax (Appeal -4) at Maharashtra under Entry of Goods Into Local Areas Act, 2002	<b>0.77</b>	0.77	0.79
<b>II) Guarantees:</b>			
i) Guarantees given by Bank, counter guaranteed by the Group	<b>32.17</b>	16.15	20.71
ii) Guarantees given by the Group relating to Joint Ventures	<b>66.31</b>	88.58	156.00

- b) The Hon'ble Supreme Court of India ("SC") by their order dated February 28, 2019, in the case of Surya Roshani Limited & others v/s EPFO, set out the principles based on which allowances paid to the employees should be identified for inclusion in basic wages for the purposes of computation of Provident Fund contribution. Subsequently, a review petition against this decision has been filed and is pending before the SC for disposal.

In view of the management, the liability for the period from date of the SC order to March 31, 2019 is not significant and has been provided in the consolidated financial statements. Further, pending decision on the subject review petition and directions from the EPFO, the impact for the past period, if any, is not ascertainable and consequently no effect has been given in the accounts.

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

### c) Commitments

(i) Particulars	March 31, 2019	March 31, 2018 (Restated)	April 01, 2017 (Restated)
Capital Commitment (includes CWIP under Construction)	49.88	19.66	16.43
Capital Commitment towards Godrej Properties Worldwide Inc., USA	-	3.25	-
(ii) The Group enters into construction contracts for Civil, Elevator, External Development, MEP work etc. with its vendors. The total amount payable under such contracts will be based on actual measurements and negotiated rates, which are determinable as and when the work under the said contracts are completed.			
(iii) The Group has entered into development agreements with owners of land for development of projects. Under the agreements the Group is required to pay certain payments/ deposits to the owners of the land and share in built up area/ revenue from such developments in exchange of undivided share in land as stipulated under the agreements.			

### 47 Payment to Auditors (net of taxes)

Particulars	March 31, 2019	March 31, 2018 (Restated)
Audit Fees	0.88	0.54
Audit Under Other Statutes	0.24	0.24
Certification	0.05	-
Reimbursement of Expenses	0.04	0.01
<b>Total</b>	<b>1.21</b>	<b>0.79</b>

### 48 Foreign Exchange Difference

The amount of exchange difference included in the Consolidated statement of profit and loss, is INR 0.04 Crore (Net Loss) (Previous Year 2018: INR (0.03) Crore (Net Loss)).

### 49 Corporate Social Responsibility

The Group has spent INR 1.78 Crore during the year (Previous Year 2018: INR 2.82 Crore) as per the provisions of Section 135 of the Companies Act, 2013 towards Corporate Social Responsibility (CSR) activities grouped under 'Other Expenses'.

(a) Gross amount required to be spent by the Group during the year 1.72 Crore (Previous Year 2018: INR 2.73 Crore).

(b) Amount spent during the year on :

Particulars	Amount Spent in Cash	Amount yet to be paid in Cash	Total Amount
<b>Year ended March 31, 2019</b>			
(i) Construction / Acquisition of any Asset	-	-	-
(ii) On purposes other than (i) above	1.78	-	1.78
<b>Year ended March 31, 2018</b>			
(i) Construction / Acquisition of any Asset	-	-	-
(ii) On purposes other than (i) above	2.08	0.74	2.82

# NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

## 50 Utilisation of proceeds from issue of Shares

During the year, the Company raised a sum of INR 1,000.14 Crore (Previous Year 2018: INR Nil) by allotting 12,765,000 equity shares on a preferential basis.

### Particulars

Proceeds from the issue of shares during the year

**March 31, 2019**

**1,000.14**

### Utilisation during the year:

Issue related expenses

3.57

Utilised for business development deals

613.65

Balance unutilised amount invested in mutual funds

382.92

## 51 Segment Reporting

### A. Basis of Segmentation

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

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

### B. Geographical Information

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

### C. Information about major customers

Revenue from one customer is INR 519.73 Crore for the year ended March 31, 2019 (Previous Year 2018 INR Nil) constituted more than 10% of the total revenue of the company.

- 52** The write-down of inventories to net realisable value during the year amounted to INR 4.75 Crore (Previous Year 2018: INR 100.87 Crore).
- 53** Disclosure of outstanding dues of Micro and Small Enterprise under Trade Payables is based on the information available with the Group regarding the status of the suppliers as defined under the Micro, Small and Medium Enterprises Development Act, 2006. There is no undisputed amount overdue during the years ended and as at March 31, 2019, March 31, 2018 and March 31, 2017 to Micro, Small and Medium Enterprises on account of principal or interest.
- 54** The disclosures regarding details of specified bank notes held and transacted during 8 November 2016 to 30 December 2016 have not been made since the requirement does not pertain to financial year ended 31 March 2019.
- 55** Cash and Cash Equivalents and Bank Balances includes balances in Escrow Account which shall be used only for specified purposes as defined under Real Estate (Regulation and Development) Act, 2016.

As per our report of even date.

### For B S R & Co. LLP

Chartered Accountants

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

### For and on behalf of the Board of Directors of Godrej Properties Limited

CIN: L74120MH1985PLC035308

### PIROJSHA GODREJ

Executive Chairman

DIN: 00432983

### MOHIT MALHOTRA

Managing Director & CEO

DIN: 07074531

### ANIRUDDHA GODBOLE

Partner

Membership No: 105149

Mumbai

April 30, 2019

### SURENDER VARMA

Company Secretary

ICSI Membership No: A10428

Mumbai

April 30, 2019

### RAJENDRA KHETAWAT

Chief Financial Officer

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

**Annexure A: Statement pursuant to first proviso to sub-section (3) of section 129 of the Companies Act 2013, read with rule 5 of Companies (Accounts) Rules, 2014 in the prescribed Form AOC-1 relating to Subsidiaries, Joint Ventures and Associate**

**Part “A” : Subsidiaries**

Sr. No.	Name of Subsidiary Company / Limited Liability Partnership	Reporting Currency	Accounting Period	Capital	Reserves and Surplus	Total Assets	Total Liabilities (Refer Note (b) below)	Investments	Turnover (Refer Note (c) below)	Profit before taxation	Current Tax	Deferred Tax	Provision for taxation	Profit/ (Loss) after taxation	% of Holding*	Country
1	Godrej Projects Development Limited	INR	2018-19	0.23	68.38	1,239.54	1,170.93	313.72	1,421.81	98.61	(23.23)	61.10	37.87	60.74	100%	India
2	Godrej Garden City Properties Private Limited	INR	2018-19	0.05	7.29	27.79	20.45	21.64	19.50	2.12	0.45	0.18	0.63	1.49	100%	India
3	Godrej Hillside Properties Private Limited	INR	2018-19	0.41	(0.31)	0.11	0.01	0.11	0.01	(0.01)	-	-	-	(0.01)	100%	India
4	Godrej Home Developers Private Limited	INR	2018-19	0.41	(0.30)	0.12	0.01	0.12	0.01	(0.01)	-	-	-	(0.01)	100%	India
5	Godrej Prakriti Facilities Private Limited	INR	2018-19	0.01	0.55	10.09	9.53	-	4.44	0.23	0.06	-	0.06	0.17	100%	India
6	Prakritiplaza Facilities Management Private Limited	INR	2018-19	0.01	0.00	0.70	0.69	-	0.03	0.00	0.00	-	0.00	0.00	100%	India
7	Godrej Highrises Properties Private Limited	INR	2018-19	0.01	(0.13)	95.87	95.99	-	-	(0.21)	-	(0.05)	(0.05)	(0.16)	100%	India
8	Godrej Genesis Facilities Management Private Limited (Refer Note (a) below)	INR	2018-19	0.01	0.41	4.03	3.61	-	4.17	0.07	0.02	(0.00)	0.02	0.05	100%	India
9	Citystar Infra Projects Limited	INR	2018-19	0.05	(0.07)	0.36	0.38	-	-	(0.01)	-	-	-	(0.01)	100%	India
10	Godrej Residency Private Limited	INR	2018-19	0.00	(0.02)	0.00	0.02	-	-	(0.02)	-	-	-	(0.02)	100%	India
11	Godrej Highrises Realty LLP (Refer Note (a) below)	INR	2018-19	0.00	(0.43)	3.29	3.72	-	-	(0.41)	-	-	-	(0.41)	100%	India
12	Godrej Project Developers & Properties LLP	INR	2018-19	0.00	(0.02)	0.60	0.62	-	-	(0.00)	-	-	-	(0.00)	100%	India
13	Godrej Skyview LLP (Refer Note (a) below)	INR	2018-19	0.00	(0.02)	0.00	0.02	-	0.01	(0.01)	-	-	-	(0.01)	100%	India
14	Godrej Green Properties LLP (Refer Note (a) below)	INR	2018-19	0.00	(0.01)	0.00	0.01	-	-	(0.01)	-	-	-	(0.01)	100%	India
15	Maan-Hinge Township Developers LLP (formerly known as Godrej Projects (Pune) LLP) (Considered as subsidiary till January 31, 2019)	INR	2018-19	-	-	-	-	-	-	(0.01)	-	-	-	(0.01)	100%	India

INR 0.00 represents amount less than INR 50,000

# NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

Sr. No.	Name of Subsidiary Company / Limited Liability Partnership	Reporting Currency	Accounting Period	Capital	Reserves and Surplus	Total Assets	Total Liabilities (Refer Note (b) below)	Investments	Turnover (Refer Note (c) below)	Profit before taxation	Current Tax	Deferred Tax	Provision for taxation	Profit/ (Loss) after taxation	% of Holding*	Country
16	Godrej Projects (Soma) LLP (Refer Note (a) below)	INR	2018-19	0.00	(0.01)	0.00	0.01	-	-	(0.01)	-	-	-	(0.01)	100%	India
17	Godrej Projects North LLP (formerly known as Godrej Projects (BlueJay) LLP) (Refer Note (a) below)	INR	2018-19	0.00	(0.01)	0.00	0.01	-	-	(0.01)	-	-	-	(0.01)	100%	India
18	Godrej Athenmark LLP (Refer Note (a) below)	INR	2018-19	0.00	(0.03)	0.27	0.30	-	-	(0.02)	-	-	-	(0.02)	100%	India
19	Godrej Vestamark LLP (Refer Note (a) below)	INR	2018-19	0.00	(0.40)	43.52	43.91	-	-	(0.39)	-	-	-	(0.39)	100%	India
20	Manjari Housing Projects LLP (formerly known as Godrej Avamark LLP) (Upto January 31, 2019)	INR	2018-19	-	-	-	-	-	-	(0.01)	-	-	-	(0.01)	100%	India
21	Marlunge Township Developers LLP (formerly known as Godrej Land Developers LLP) (Upto January 31, 2019)	INR	2018-19	-	-	-	-	-	-	(0.01)	-	-	-	(0.01)	100%	India
22	Godrej Landmark Redevelopers Private Limited (w.e.f. March 15, 2019) (Refer Note (a) below)	INR	2018-19	0.05	98.52	254.83	156.26	57.48	(13.08)	(1.35)	0.00	(0.91)	(0.91)	(0.44)	100%	India
23	Godrej City Facilities Management LLP (w.e.f. March 18, 2019)	INR	2018-19	0.00	(0.01)	0.00	0.01	-	-	(0.01)	-	-	-	(0.01)	100%	India
24	Embellish Houses LLP (w.e.f. February 13, 2019)	INR	2018-19	0.00	(0.01)	0.00	0.01	-	-	(0.01)	-	-	-	(0.01)	100%	India
25	Godrej Properties Worldwide Inc., USA	INR	2018-19	3.36	(0.24)	3.12	(0.00)	-	0.00	(0.35)	-	-	-	(0.35)	100%	USA

\*Percentage holding in LLPs denotes the Share of Profit in the LLPs

- (a) Subsidiaries of Godrej Projects Development Limited
- (b) Total Liabilities excludes Capital and Reserves and Surplus
- (c) Turnover Includes Revenue from Operations and Other Income
- (d) All the above information is given as per Ind AS

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

## Part “B” : Joint Ventures

Sr. No.	Joint Venture Company/ Limited Liability Partnership	Latest audited Balance Sheet Date	Shares of Joint Ventures held by the Company on the year end			Description of how there is significant influence	Reason why joint venture is not consolidated	Net worth attributable to latest audited Balance Sheet	Share of Profit/(Loss) for the year	
			No of Share	Amount of Investment in Joint Venture	Extend of Holding %				Considered in Consolidation	Not Considered in Consolidation
1	Godrej Realty Private Limited	31.03.2019	884,850	5.52	51%	through % of holding	NA	0.53	(0.37)	-
2	Godrej Landmark Redevelopers Private Limited (Upto March 14, 2019)	31.03.2019	-	-	-	through % of holding	NA	-	50.51	-
3	Godrej Redevelopers (Mumbai) Private Limited	31.03.2019	28,567	4.44	51%	through % of holding	NA	(2.30)	(2.65)	-
4	Wonder Space Properties Private Limited	31.03.2019	114,191	1.78	25.10%	through % of holding	NA	1.52	(0.17)	-
5	Wonder City Buildcon Private Limited	31.03.2019	810,420	1.61	25.10%	through % of holding	NA	(2.08)	(0.53)	-
6	Godrej Home Constructions Private Limited	31.03.2019	1,071,770	2.18	25.10%	through % of holding	NA	(6.79)	(6.29)	-
7	Godrej Greenview Housing Private Limited	31.03.2019	1,264,560	1.37	20%	through % of holding	NA	(4.66)	(1.86)	-
8	Wonder Projects Development Private Limited	31.03.2019	1,070,060	1.45	20%	through % of holding	NA	(1.02)	(1.89)	-
9	Godrej Real View Developers Private Limited	31.03.2019	1,306,000	2.25	20%	through % of holding	NA	(1.28)	(2.96)	-
10	Pearlite Real Properties Private Limited	31.03.2019	3,871,000	4.19	49%	through % of holding	NA	(6.77)	(6.74)	-
11	Godrej Skyline Developers Private Limited	31.03.2019	260,000	0.26	26%	through % of holding	NA	4.38	(3.51)	-
12	Godrej Green Homes Limited	31.03.2019	355,384	79.38	50%	through % of holding	NA	139.54	(0.25)	-
13	Ashank Macbricks Private Limited (w.e.f. July 31, 2018)	31.03.2019	1,000	0.00	20%	through % of holding	NA	(0.01)	(0.01)	-
14	Godrej Property Developers LLP	31.03.2019	NA	0.00	32%	through % of holding and Voting rights	NA	(0.02)	(0.01)	-
15	Mosaic Landmarks LLP	31.03.2019	NA	0.11	1%	through % of holding and Voting rights	NA	10.53	0.03	-
16	Dream World Landmarks LLP	31.03.2019	NA	0.04	40%	through % of holding and Voting rights	NA	6.86	12.73	-
17	Oxford Realty LLP	31.03.2019	NA	0.00	35%	through % of holding and Voting rights	NA	(13.51)	(4.79)	-
18	Godrej SSPDL Green Acres LLP	31.03.2019	NA	0.05	37%	through % of holding and Voting rights	NA	(2.47)	1.00	-
19	Oasis Landmarks LLP	31.03.2019	NA	0.00	38%	through % of holding and Voting rights	NA	0.00	11.09	-
20	M S Ramaiah Ventures LLP	31.03.2019	NA	1.01	49.50%	through % of holding and Voting rights	NA	0.94	(0.02)	-

INR 0.00 represents amount less than INR 50,000



# NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

Sr. No.	Joint Venture Company/ Limited Liability Partnership	Latest audited Balance Sheet Date	Shares of Joint Ventures held by the Company on the year end			Description of how there is significant influence	Reason why joint venture is not consolidated	Net worth attributable to Shareholding as per latest audited Balance Sheet	Share of Profit/(Loss) for the year	
			No of Share	Amount of Investment in Joint Venture	Extend of Holding %				Considered in Consolidation	Not Considered in Consolidation
21	Carco Properties LLP	31.03.2019	NA	0.04	35%	through % of holding and Voting rights	NA	(7.44)	(4.75)	-
22	Godrej Construction Projects LLP	31.03.2019	NA	0.00	34%	through % of holding and Voting rights	NA	(1.54)	(0.79)	-
23	Godrej Housing Projects LLP	31.03.2019	NA	0.01	50%	through % of holding and Voting rights	NA	4.46	(2.37)	-
24	Anitis Developers LLP	31.03.2019	NA	0.05	46%	through % of holding and Voting rights	NA	(2.69)	(0.99)	-
25	A R Landcraft LLP	31.03.2019	NA	0.10	40%	through % of holding and Voting rights	NA	5.43	(10.13)	-
26	Prakhyaat Dwellings LLP	31.03.2019	NA	0.00	42.50%	through % of holding and Voting rights	NA	(0.11)	(0.14)	-
27	Bavdhan Realty @ Pune 21 LLP	31.03.2019	NA	0.00	45%	through % of holding and Voting rights	NA	(0.00)	(0.00)	-
28	Godrej Highview LLP	31.03.2019	NA	4.80	40%	through % of holding and Voting rights	NA	(7.35)	(6.23)	-
29	Godrej Irismark LLP	31.03.2019	NA	0.01	50%	through % of holding and Voting rights	NA	(0.13)	(0.13)	-
30	Godrej Projects North Star LLP	31.03.2019	NA	0.01	55%	through % of holding and Voting rights	NA	(0.03)	(0.03)	-
31	Godrej Developers & Properties LLP	31.03.2019	NA	0.00	37.50%	through % of holding and Voting rights	NA	(0.01)	(2.60)	-
32	Roseberry Estate LLP	31.03.2019	NA	0.00	49%	through % of holding and Voting rights	NA	35.95	(0.02)	-
33	Suncity Infrastructures (Mumbai) LLP (w.e.f. October 10, 2018)	31.03.2019	NA	0.01	50%	through % of holding and Voting rights	NA	0.00	(0.00)	-
34	Manjari Housing Projects LLP (formerly known as Godrej Avamark LLP) (w.e.f. February 01, 2019)	31.03.2019	NA	205.00	40%	through % of holding and Voting rights	NA	205.00	0.00	-
35	Maan-Hinge Township Developers LLP (formerly known as Godrej Projects (Pune) LLP) (w.e.f. February 01, 2019)	31.03.2019	NA	89.00	40%	through % of holding and Voting rights	NA	89.00	(0.00)	-
36	Mahalunge Township Developers LLP (formerly known as Godrej Land Developers LLP) (w.e.f. February 01, 2019)	31.03.2019	NA	200.00	40%	through % of holding and Voting rights	NA	200.00	(0.00)	-
37	Sai Sushil Onehub Projects LLP (Profit sharing % upto November 22, 2018 was 75%)	31.03.2019	NA	0.01	21.70%	through % of holding and Voting rights	NA	(4.49)	(4.50)	-

INR 0.00 represents amount less than INR 50,000

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

(Currency in INR Crore)

## Part "C" : Associate

Sr. No.	Name of Associate Company	Latest audited Balance Sheet Date	Shares of Associate held by the company on the year end		Description of how there is significant influence	Reason why associate is not consolidated	Net worth attributable to Shareholding as per latest audited Balance Sheet	Share of Profit/(Loss) for the year	
			No of Share	Amount of Investment in Associate				Considered in Consolidation	Not Considered in Consolidation
1	Godrej One Premises Management Private Limited	31.03.2019	3,000	0.00	through % of holding	NA	0.00	-	-

Percentage holding in LLPs denotes the Share of Profit in the LLPs

All the above information is given as per Ind AS

INR 0.00 represents amount less than INR 50,000

For and on behalf of the Board

**PIROJSHA GODREJ**

*Chairman*

DIN: 00432983

**MOHIT MALHOTRA**

*Managing Director & CEO*

DIN: 07074531

**SURENDER VARMA**

*Company Secretary*

ICSI Membership No: A10428

**RAJENDRA KHETAWAT**

*Chief Financial Officer*

Mumbai

April 30, 2019

## NOTICE

Notice is hereby given that the Thirty-Fourth Annual General Meeting ("AGM") of the members ("Members") of Godrej Properties Limited ("Company") will be held on Thursday, August 08, 2019, at 2.30 p.m. at the Auditorium, Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai 400 079, to transact the following business:

### ORDINARY BUSINESS:

1. To consider and adopt the audited standalone financial statements and the audited consolidated financial statements of the Company for the financial year ended March 31, 2019 together with the report of the Board of Directors and report of the Auditors thereon and other reports.
2. To appoint a Director in place of Mr. Jamshyd N. Godrej (DIN: 00076250), who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

3. To consider and, if though fit, to pass the following resolution as a **Special Resolution:-**

**"RESOLVED THAT**, pursuant to the provisions of Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, consent of the Members be and is hereby accorded for payment of remuneration to Mr. Pirojsha Godrej (DIN: 00432983), Whole Time Director designated as Executive Chairman at such terms and conditions as approved by Members at the Annual General Meeting of the Company held on August 02, 2018, notwithstanding that the annual aggregate remuneration payable to Mr. Pirojsha Godrej, exceeds 2.5% of the net profit of the Company as calculated under section 198 of the Companies Act, 2013 in any year during the remaining tenure of his appointment as Executive Chairman.

**RESOLVED FURTHER THAT** all the existing terms and conditions of remuneration including salary, perquisites and commission as per special resolution passed in Annual General Meeting held on August 02, 2018 shall remain unchanged.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, matters and things as may be necessary, proper or desirable or expedient to give effect to the above resolution."

4. To consider and, if thought fit, to pass the following resolution as **Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration payable to M/s. R. Nanabhoy & Co., Cost Accountants, appointed as Cost Auditors by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year 2019-20, amounting to Rs. 1,15,000 (Rupees One Lakh Fifteen Thousand only) exclusive of tax and out of pocket of expenses be and is hereby ratified and confirmed.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its committee thereof) be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

5. To consider and, if thought fit, to pass the following resolution as a **Special Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, including any statutory modification(s) or re-enactment thereof ("the Act"), read with Schedule V to the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to all other permissions, sanctions and approvals as may be necessary, consent of the Members be and is hereby accorded to ratify and approve the remuneration of Rs. 3.17 crore paid to Mr. Pirojsha Godrej, Executive Chairman (DIN:00432983), for financial year 2018-19, which was found to be in excess of the maximum permissible limits under the Act read with Schedule V to the Act.

**RESOLVED FURTHER THAT** pursuant to the provisions of sub-section (10) of Section 197 and other applicable provisions, if any, of the Act including any statutory modification(s) or re-enactment thereof, read with Schedule V to the Act, the recovery by the Company of Rs. 3.17 crore paid to Mr. Pirojsha Godrej, for the financial year 2018-19, being the amount of remuneration paid in excess of the above said limits arising as a consequence of inadequacy of profits, be and is hereby waived.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable to give effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard."

6. To consider and, if thought fit, to pass the following resolution as a **Special Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, including any statutory modification(s) or re-enactment thereof ("the Act"), read with Schedule V to the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to all other permissions, sanctions and approvals as may be necessary, consent of the Members be and is hereby accorded to ratify and approve the remuneration of Rs. 2.64 crore paid to Mr. Mohit Malhotra, Managing Director & Chief Executive Officer (DIN:07074531), for financial year 2018-19, which was found to be in excess of the maximum permissible limits under the Act read with Schedule V to the Act.

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**RESOLVED FURTHER THAT** pursuant to the provisions of sub-section (10) of Section 197 and other applicable provisions, if any, of the Act including any statutory modification(s) or re-enactment thereof, read with Schedule V to the Act, the recovery by the Company of Rs. 2.64 crore paid to Mr. Mohit Malhotra, for the financial year 2018-19, being the amount of remuneration paid in excess of the above said limits arising as a consequence of inadequacy of profits, be and is hereby waived.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable to give effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard."

**By Order of the Board of Directors  
For Godrej Properties Limited**

**Sd/-**

**Surender Varma**  
**Company Secretary & Chief Legal Officer**  
ICSI Membership No. A10428

Place : Mumbai

Date : April 30, 2019

Registered Office : Godrej One, 5th Floor,  
Pirojshanagar, Eastern Express Highway,  
Vikhroli (East), Mumbai – 400 079  
CIN: L74120MH1985PLC035308  
Tel: 91 22 6169 8500 Fax: 91 22 6169 8888  
Website: [www.godrejproperties.com](http://www.godrejproperties.com)  
Email: [secretarial@godrejproperties.com](mailto:secretarial@godrejproperties.com)

### NOTES:

- A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/ HERSELF. SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT OF PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY SO APPOINTED SHALL NOT HAVE ANY RIGHT TO SPEAK AT THE MEETING. A person can act as a proxy on behalf of not more than fifty Members and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the 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.**
- All documents referred to in the accompanying Notice are available for inspection at the Registered Office of the Company during office hours on all days except Saturdays, Sundays and public holidays, up to the date of this 34<sup>th</sup> AGM.
- During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
- An explanatory statement pursuant to Section 102 of the Companies Act, 2013, as amended (the "Companies Act" or the "Act") with respect to Item Nos. 3 to 6 of the notice set out above is annexed hereto.
- The details as stipulated under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards issued by the Institute of Company Secretaries of India, in respect of the director seeking re-appointment under item No. 2 of this Notice, is annexed.
- Corporate Members intending to attend the AGM through their authorized representatives are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.
- Members desirous of seeking any clarifications pertaining to agenda items at the AGM are requested to send in their questions so as to reach the Company's Registered Office at least 7 days before the date of the AGM, so that the same can be suitably replied to.
- Members are requested to address all correspondence, including dividend matters, to the Registrar and Share Transfer Agents, Karvy Fintech Private Limited, Karvy Selenium Tower-B, Plot No. 31 & 32, Financial District, Gachibowli, Nanakramguda, Serilingampally, Hyderabad - 500 032 ("Karvy").
- Members who wish to claim dividends, which had remained unpaid are requested to contact the Registrar and Share Transfer Agents, Karvy. Members are requested to note that the amount of dividend which remains unclaimed for a period of 7 years from the date of such transfer will be transferred along with the underlying shares to the Investor Education and Protection Fund (IEPF) as

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per Sections 124 and 125 of the Companies Act. Members are requested to claim their unclaimed dividends immediately to avoid transfer of underlying shares to the IEPF. Members may note that the dividend and shares transferred to IEPF can be claimed by the concerned shareholders from IEPF Authority after complying with the procedure prescribed under the Investors Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.

10. As per the provisions of Section 72 of the Act, and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, Members holding shares in physical form may file nomination in the prescribed Form SH.13 with Karvy. In respect of shares held in dematerialize form, the nomination may be filed with the respective Depository Participants.
11. The Company is concerned about the environment and utilizes natural resources in a sustainable way. The Ministry of Corporate Affairs, Government of India, has permitted companies to send official documents to their Members electronically as part of its green initiatives in corporate governance.

To support the green initiative of the Ministry of Corporate Affairs, the Notice convening the AGM, Financial Statements, Directors' Report, Auditors' Report, etc, is being sent by electronic mode to those Members whose email addresses are registered with the Company/ Depositories, unless any Member has requested for a physical copy of the same. Members may note that this Notice and the Annual Report 2018-19 will also be available on the Company's website [www.godrejproperties.com](http://www.godrejproperties.com). In case you wish to get a physical copy of the Annual Report, you may send your request to Karvy at [einward.ris@karvy.com](mailto:einward.ris@karvy.com) mentioning your Folio No./ DP ID and Client ID.

12. Members/Proxies should bring the Attendance Slip duly filled in, for attending the AGM and also their copy of the Annual Report. Members who have received the notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit the duly filled in Attendance Slip at the registration counter to attend the AGM.
13. In compliance with the Rule 20 of the Companies (Management and Administration) Rules, 2014 and Secretarial Standards issued by the Institute of Company Secretaries of India, the Company has considered August 01, 2019 to determine the eligibility of Members to vote by electronic means or through physical ballot at the AGM (Cut off date). The persons whose names appear on the Register of Members/List of Beneficial Owners as on the Cut off date would be entitled to vote through electronic means or through physical ballot at the AGM.
14. Members who have not registered their e-mail addresses so far, are requested to register their e-mail address with their depository participants for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
15. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Karvy.
16. 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.
17. In terms of Section 108 of the Companies Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing the facility to its Members, being eligible to vote, to exercise their right to vote by electronic means on any or all of the businesses specified in the accompanying Notice. Members can cast their votes on electronic voting system from any place other than the venue of the meeting (Remote e-voting). The persons who have become the Members of the Company after the dispatch of the Notice and Annual Report and their names appear in the Register of Members/List of Beneficial owners as on the Cut off date i.e. August 01, 2019 may contact Karvy to obtain the Notice of AGM and the login id and password for casting vote electronically or may cast their vote through physical ballot at the AGM. Details of the process and manner of remote e-voting along with the User ID and Password is being sent to all the Members along with the Notice.

The Company has engaged the services of Karvy to provide e-voting facilities and for security and enabling the Members to cast their vote in a secure manner.

Commencement of e-voting: From 9.00 a.m. on Saturday, August 03, 2019

Conclusion of e-voting: At 5.00 p.m. on Wednesday, August 07, 2019

Instructions and other information relating to e-voting are as under:

**(a) Members receiving an email from Karvy:**

- (i) Open the email which contains your user ID and password for e-voting. Please note that the password is an initial password
- (ii) Launch internet browser by typing the URL: <https://evoting.karvy.com>
- (iii) Enter the login credentials (i.e. User ID and password) In case of physical folio, User ID will be EVEN (E-voting Event Number) xxxx followed by folio number. In case of demat account, User ID will be your DP ID and Client ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote.
- (iv) After entering these details appropriately, click on "LOGIN".

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- (v) You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- (vi) You need to login again with the new credentials.
- (vii) On successful login, the system will prompt you to select the EVENT for Godrej Properties Limited.
- (viii) On the voting page enter the number of shares (which represents the number of votes) as on the Cut-off date under "FOR/ AGAINST" or alternatively, you may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/AGAINST" taken together should not exceed your total shareholding as on the Cut-off date, as mentioned above. You may also choose the option "ABSTAIN" and the shares held will not be counted under either head.
- (ix) Members holding multiple folios / demat accounts shall choose the voting process separately for each of the folios / demat accounts.
- (x) Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
- (xi) You may then cast your vote by selecting an appropriate option and click on "Submit".
- (xii) A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- (xiii) Corporate / Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution / Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail ID: akjaincs@gmail.com with a copy marked to evoting@karvy.com. The scanned image of the above mentioned documents should be in the naming format "Corporate Name\_EVENT NO."

**(b) Members receiving physical copy of the Notice [For Members whose email IDs are not registered with the Company/ Depository Participants] of AGM and Attendance Slip:**

- (i) Initial Password is provided, as follows, at the bottom of the Attendance Slip.

EVEN (E-Voting Event Number)	USER ID	PASSWORD
-	-	-

- (ii) Please follow all the steps from Sr. No (ii) to (xiii) above, to cast vote.

**(c) In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the Cut-Off date for E-voting i.e., August 02, 2019, he/she may obtain the User ID and Password in the manner as mentioned below:**

- i. If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399  
Example for NSDL:  
MYEPWD <SPACE> IN12345612345678  
Example for CDSL:  
MYEPWD <SPACE> 1402345612345678  
Example for Physical:  
MYEPWD <SPACE> XXXX1234567890
- ii. If e-mail address or mobile number of the Member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.karvy.com>, the Member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.
- iii. Member may call Karvy's toll free number 1800-3454-001.
- iv. Member may send an e-mail request to evoting@karvy.com. However, Karvy shall endeavour to send User ID and Password to those new Members whose mail ids are available.

**(d) Common Instructions:**

- (i) E-voting shall not be allowed beyond 5.00 p.m. on August 07, 2019. During the e-voting period, Members of the Company, holding shares either in physical form or in dematerialized form, as on Cut off date, may cast their vote electronically. A person

who is not a Member as on the Cut off date should treat this Notice for information purpose only. The remote evoting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Members, the Members shall not be allowed to change it subsequently.

- (ii) In case of any query/ grievance pertaining to remote e-voting, please visit Help & FAQ's and e-voting user manual available to the download section available at the Karvy's website <https://evoting.karvy.com> or contact details of Karvy at toll free no. 1800-3454-001 or email at [evoting@karvy.com](mailto:evoting@karvy.com).
- (iii) The voting rights of the Members shall be in proportion to the paid-up value of their shares in the equity capital of the Company as on Cut off date.
- (iv) The Board of Directors ("Board") has appointed Mr. Ashish Kumar Jain, of M/s A K Jain & Co, Practicing Company Secretaries, as the Scrutinizer to scrutinize that the remote e-voting process and voting at the meeting is conducted in a fair and transparent manner.
- (v) The Scrutinizer shall within a period not exceeding three (3) days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and shall make a Scrutinizer's Report of the votes cast in favor or against, if any, and forward it to the Chairman of the Company.
- (vi) In case of Members who are entitled to vote but have not exercised their right to vote by electronic means, the Chairman will offer an opportunity to such Members to vote at the Meeting for all businesses specified in the accompanying Notice. For abundant clarity, please note that the Members who have exercised their right to vote by electronic means may attend the AGM but shall not be entitled to vote at the Meeting. A Member can opt for only single mode of voting i.e. either through remote e-voting or voting at the AGM. If a Member casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.
- (vii) The Results of e-voting and poll voting at the meeting on resolutions shall be aggregated and declared on or after the AGM of the Company and the resolutions will be deemed to be passed on the AGM date subject to receipt of the requisite numbers of votes in favour of the Resolutions.
- (viii) The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company ([www.godrejproperties.com](http://www.godrejproperties.com)) and on Karvy's website (<https://evoting.karvy.com>) immediately after the declaration of the results and the same will be communicated to the BSE Limited and the National Stock Exchange of India Limited.

18. Route map showing directions to reach venue of the AGM is given at the end of the Annual Report.

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

### **ITEM NO. 3**

In terms of Regulation 17 (6)(e) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 issued on May 9, 2018 ("Amended Listing Regulations"), the remuneration payable to Executive Director who is promoter or member of promoter group, shall be subject to the approval of the shareholders by Special Resolution in General Meeting, if, the aggregate annual remuneration payable to such promoter director exceeds 2.5% of the net profits of the Company, as calculated under section 198 of the Companies Act, 2013.

At the Annual General Meeting of the Company held on August 02, 2018, Mr. Pirojsha Godrej (DIN: 00432983), was re-appointed as Whole Time Director designated as Executive Chairman for a term of three years effective from April 01, 2018 and his remuneration was also approved by the Members of the Company in the Annual General Meeting by way of Special Resolution.

In order to comply with the requirement of Amended Listing Regulations and on recommendation of the Nomination & Remuneration Committee, the Board of Directors of the Company has sought approval of the Members to approve the remuneration payable to Mr. Pirojsha Godrej as Executive Chairman, notwithstanding that the annual aggregate remuneration exceeds 2.5% of the net profit of the Company, as calculated under section 198 of the Companies Act, in any year during the remaining tenure of his appointment.

#### **Nature of concern or interest of Directors:**

None of the directors and/or key managerial personnel of your Company and their relatives, except Mr. Pirojsha Godrej are concerned or interested, financially or otherwise, in the above Resolution. The relatives of Mr. Pirojsha Godrej may be deemed to be interested in the resolution to the extent of their shareholding, if any.

The Board of Directors recommend the resolution at Item No. 3 of the Notice for approval of Members by Special Resolution.

### **ITEM NO. 4**

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s. R. Nanabhoy & Co., Cost Accountants, as Cost Auditors to conduct the audit of the cost records of the Company for the financial year 2019-20. In accordance with the provisions of Section 148 of the Companies Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the Members of the Company.



Accordingly, the Board of Directors recommend the Ordinary Resolution as set out at Item No. 4 of the Notice relating to ratification of the remuneration payable to the Cost Auditors for the financial year 2019-20, for approval of the Members.

**Nature of concern or interest of Directors:**

None of the directors and/or key managerial personnel of your Company and their relatives are concerned or interested, financially or otherwise, in the above Resolution.

**ITEM NO. 5 and 6**

At the Annual General Meeting of the Company held on August 02, 2018, the Members of the Company had approved the re-appointment of Mr. Pirojsha Godrej as the Whole Time Director designated as Executive Chairman and Mr. Mohit Malhotra as Managing Director and Chief Executive Officer for a period of three years commencing from April 01, 2018. The approval also provides for payment of remuneration, computed as per the provisions of the Companies Act, 2013 ("the Act"). Pursuant to the authority conferred by the Members of the Company, remuneration of Rs.14.12 crore to Mr. Pirojsha Godrej and Rs. 13.59 crore to Mr. Mohit Malhotra was paid for the financial year ended March 31, 2019.

The net profit of the Company computed as per Section 198 of the Act for the financial year 2018-19 of Rs. 219 crore was inadequate to commensurate the remuneration paid to the managerial personnel. Accordingly, the remuneration of Rs. 3.17 crore paid to Mr. Pirojsha Godrej and Rs. 2.64 crore paid to Mr. Mohit Malhotra was found in excess of the maximum permissible limit as prescribed under Section 198 and Schedule V to the Act. The reasons for inadequate profit have been set out in detail under the heading "Other information" of this Explanatory Statement.

As per the provisions of section 198 of the Act, any remuneration paid to a director in excess of the maximum remuneration payable to him in accordance with the provisions of Schedule V to the Act is required to be refunded by that director to the Company, unless such requirement is waived off by the Company pursuant to the receipt of permission from the Members of the Company through passing of special resolution.

On recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on April 30, 2019, had considered the expertise of Mr. Pirojsha Godrej and Mr. Mohit Malhotra, their significant contributions to the growth of the Company and have accordingly ratified and confirmed, subject to the approval of the Members of the Company, the payment of aforesaid remuneration, in excess of the limits prescribed under Schedule V to the Act and also to waive the recovery of excess remuneration paid to Mr. Pirojsha Godrej and Mr. Mohit Malhotra.

The resolutions as mentioned in Item No. 5 and 6 of the Notice are recommended by Board of Directors for your approval.

**Nature of concern or interest of Directors:**

None of the directors and/or key managerial personnel of your Company and their relatives, except Mr. Pirojsha Godrej, are concerned or interested, financially or otherwise, in Resolution no. 5. The other relatives of Mr. Pirojsha Godrej may be deemed to be interested in the resolution to the extent of their shareholding in the Company, if any.

None of the directors and/or key managerial personnel of your Company and their relatives, except Mr. Mohit Malhotra, are concerned or interested, financially or otherwise, in the Resolution no. 6. The other relatives of Mr. Mohit Malhotra may be deemed to be interested in the resolution to the extent of their shareholding in the Company, if any

The statement containing additional information as per Schedule V to the Act:

**General Information:**

- Nature of Industry:** The Company is engaged in the business of construction and development of real estate properties.
- Date of commencement of commercial production:** The Company was incorporated on February 08, 1985 as a private limited company. The Company had since commenced the business.
- In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.** Not applicable
- Financial performance based on given indicators:**

(₹ in crore)

Particulars	2018-19	2017-18	2016-17
Total Income from Operations	1894.00	1049.99	1221.03
Profit before Tax	284.98	161.97	266.08
Profit after Tax	209.35	105.04	196.51

- Foreign investments and collaborations, if any:** The Company has not entered into any material foreign collaboration. The Company has a subsidiary in USA.

## Information about the appointee:

### i. Background details:

Mr. Pirojsha Godrej	Mr. Mohit Malhotra
Aged 38 years, Mr. Pirojsha Godrej holds a Bachelors Degree in Economics from the Wharton School at the University of Pennsylvania and Masters in International Affairs from Columbia University's School of International and Public Affairs. He also holds a Masters in Business Administration from Columbia Business School.	Aged 41 years, Mr. Mohit Malhotra holds a Bachelor Degree in Mechanical Engineering from Thapar Institute of Engineering & Technology, Patiala. He also holds a Post Graduate Diploma in Management from the Indian Institute of Management, Kolkata.

### ii. Past Remuneration:

Mr. Pirojsha Godrej (₹ in crore)

Particulars	2017-18	2016-17	2015-16
Remuneration	7.98	4.95	4.04

Mr. Mohit Malhotra (₹ in crore)

Particulars	2017-18	2016-17	2015-16
Remuneration	7.56	3.64	2.70

### iii. Recognition and Awards: Under the leadership of the Executive Chairman and Managing Director & CEO, the Company has received various awards and accolades during the year. A gist of the same is as under:

- o Best Real Estate Brand 2018
- o Builder of the Year
- o Developer of the Year
- o Real Estate Company of the Year
- o India's Top Builders 2018
- o Business Excellence Awards 2019

The complete list of awards and recognitions is provided in Annual Report.

### iv. Job Profile and their suitability:

Mr. Pirojsha Godrej was appointed as an Executive Director of the Company in November 2008 and has been closely involved in the strategy and operations of the Company since his association with the Company. He spearheaded the successful initial public offering of the equity shares of the Company in 2009 and has been instrumental in the expansion of the Company. Under his leadership, the Company has become one of the largest real estate players in the country.

Mr. Mohit Malhotra in his strong career graph spanning over 15 years, has worked with some of the best companies in India. Prior to joining Godrej, he was associated with Unilever, A.T. Kearney, Unitech and Redevco in various strategic roles. He has played several leadership roles across various functions at Godrej Properties. Mr. Malhotra was responsible for business development for the Company.

In view of the qualifications and the rich experience, the Board of Directors have bestowed the responsibility to Mr. Pirojsha Godrej and Mr. Mohit Malhotra.

### v. Remuneration proposed:

It is proposed to waive the recovery of the excess remuneration paid as under:

₹ in crore

	Mr. Pirojsha Godrej	Mr. Mohit Malhotra
Excess remuneration paid	3.17	2.64

### vi. The remuneration of the Executive Chairman was commensurate with remuneration of Executive Chairman levels of similar sized companies. The remuneration of the MD & CEO is commensurate with remuneration of Board level positions in similar sized domestic companies, taking into consideration the responsibilities shouldered by them.

### vii. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any:

Besides the remuneration paid/payable as stated above, Mr. Mohit Malhotra holds 40615 equity shares of the Company and does not have any other pecuniary relationship with the Company or with any other the managerial personnel.

Except the remuneration paid/ payable as stated above, Mr. Pirojsha Godrej holds 1328804 [include 1328792 shares held as one of the trustee of PG Family Trust, include] 1 share held as one of the trustee of PG Children Trust, include 1 share held as one of the trustee of PG Lineage Trust equity shares of the Company. He is nephew of Mr. Nadir Godrej and Mr. Jamshyd Godrej. Apart from as stated herein, he has no other direct or indirect pecuniary relationship with the Company or any other managerial personnel.

**Other information:****a. Reasons for loss or inadequacy of profit:**

From current financial year, Company has adopted IND AS 115 “Revenue from contracts with customer” and accordingly moved to project completion method for revenue recognition. Under project completion method, revenue from project/ phase is recognized on completion of respective project/phase which generally take 3-4 year from the launch/sale of units. All projects which are at various stage of completion are not contributing to revenue and profit for the year until completion however period and fixed cost with respect to all projects are expense out to Profit and Loss as and when incurred. Due to this change in accounting practice, profit for the year was inadequate.

**b. Steps taken or proposed to be taken for improvement and expected increase in productivity and profits in measurable terms:**

Company has performed exceptionally well on most of the operational parameters during the year. As per applicable accounting framework for real estate sector, revenue and profit shall be recognized according to project completion method. Therefore profit of the Company for particular year is largely depended on the completion of project/phase rather on sale of units in the particular year. However to improve upon revenue and profit, company is focusing on various options i.e. faster completion of project with the help of technological solution to fast track revenue recognition, cost optimization, improve upon launch pipeline and sustenance sales.

All the elements of the managerial remuneration have been disclosed in the Corporate Governance Report forming part of the Annual Report.

**Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards issued by The Institute of Company Secretaries of India, the following information is furnished about the Directors proposed to be re-appointed/appointed.**

**Brief Resume of the Directors**

<b>Name of the Director</b>	<b>Mr. Jamshyd N. Godrej</b>
<b>Particulars</b>	<b>(DIN: 00076250)</b>
<b>Age</b>	70
<b>Nationality</b>	Indian
<b>Date of Appointment</b>	April 25, 1990
<b>Shares held in the Company</b>	39,86,391 (as a Trustee of Trusts as disclosed in Director's Report)
<b>Qualification</b>	Mr. Jamshyd N. Godrej holds a Bachelor of Science from Illinois Institute of Technology, USA.
<b>Expertise in specific functional Area</b>	Engineering and Management
<b>Terms &amp; Conditions of re- appointment/ variation of remuneration</b>	N.A.
<b>Remuneration last drawn</b>	Kindly refer the Corporate Governance Report
<b>Directorships held in other Companies</b>	<ul style="list-style-type: none"> <li>Godrej and Boyce Manufacturing Company Limited</li> <li>Godrej Industries Limited</li> <li>Godrej Agrovet Limited</li> <li>Godrej Consumer Products Limited</li> <li>Godrej UEP Private Limited</li> <li>Illinois Institute of Technology (India) Private Limited</li> <li>Indian Machine Tool Manufacturers Association</li> <li>Raptor Research and Conservation Foundation</li> <li>Singapore India Partnership Foundation (India)</li> <li>Breach Candy Hospital Trust</li> <li>Shakti Sustainable Energy Foundation</li> </ul>
<b>Chairman/Membership in other committees of the Board</b>	None
<b>Inter-se relationship with other directors/ Key Managerial Personnel</b>	Mr. Jamshyd N. Godrej is Uncle of Mr. Pirojsha Godrej and Brother of Mr. Nadir B. Godrej
<b>No. of Board meetings attended during the year</b>	3 (Three)

**PROXY FORM****GODREJ PROPERTIES LIMITED**

CIN No. L74120MH1985PLC035308

**Registered Office:** Godrej One, 5th Floor, Pirojshanagar, Eastern Express Highway,  
Vikhroli (East), Mumbai – 400 079.Email: [secretarial@godrejproperties.com](mailto:secretarial@godrejproperties.com) website: [www.godrejproperties.com](http://www.godrejproperties.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			
Registered Address :-			
E-mail ID			
Folio No./ Client ID		DP -ID	

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

1.	Name			
	Address		Signature	
	E- Mail ID			
Or failing him				
2.	Name			
	Address		Signature	
	E- Mail ID			
Or failing him				
3.	Name			
	Address		Signature	
	E- Mail ID			

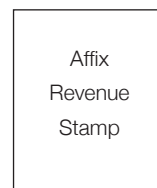
as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Thirty Fourth Annual General Meeting of the Company, to be held on Thursday, August 08, 2019 at 02:30 p.m. at the Auditorium, Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli (East) Mumbai - 400 079 and at any adjournment(s) thereof in respect of such resolutions as are indicated below:

Resolution Nos. :-

Sr. No	Resolutions	Optional (see note 2)		
		For	Against	Abstain
ORDINARY BUSINESS				
1.	Adoption of the financial statement for the year ended March 31, 2019			
2.	Re-appointment of Mr. Jamshyd N. Godrej as Director liable to retire by rotation.			
SPECIAL BUSINESS				
3.	Approval for Remuneration exceeding 2.5% of the net profit of the Company paid to Mr. Pirojsha Godrej, Executive Chairman			
4.	Ratification of Remuneration paid to Cost Auditor			
5.	Waiver of excess Remuneration paid to Mr. Pirojsha Godrej, Executive Chairman			
6.	Waiver of excess Remuneration paid to Mr. Mohit Malhotra, Managing Director & CEO			

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2019

Signature of the Member \_\_\_\_\_



\_\_\_\_\_  
Signature of the Proxy First Holder

\_\_\_\_\_  
Signature of the Proxy Second Holder

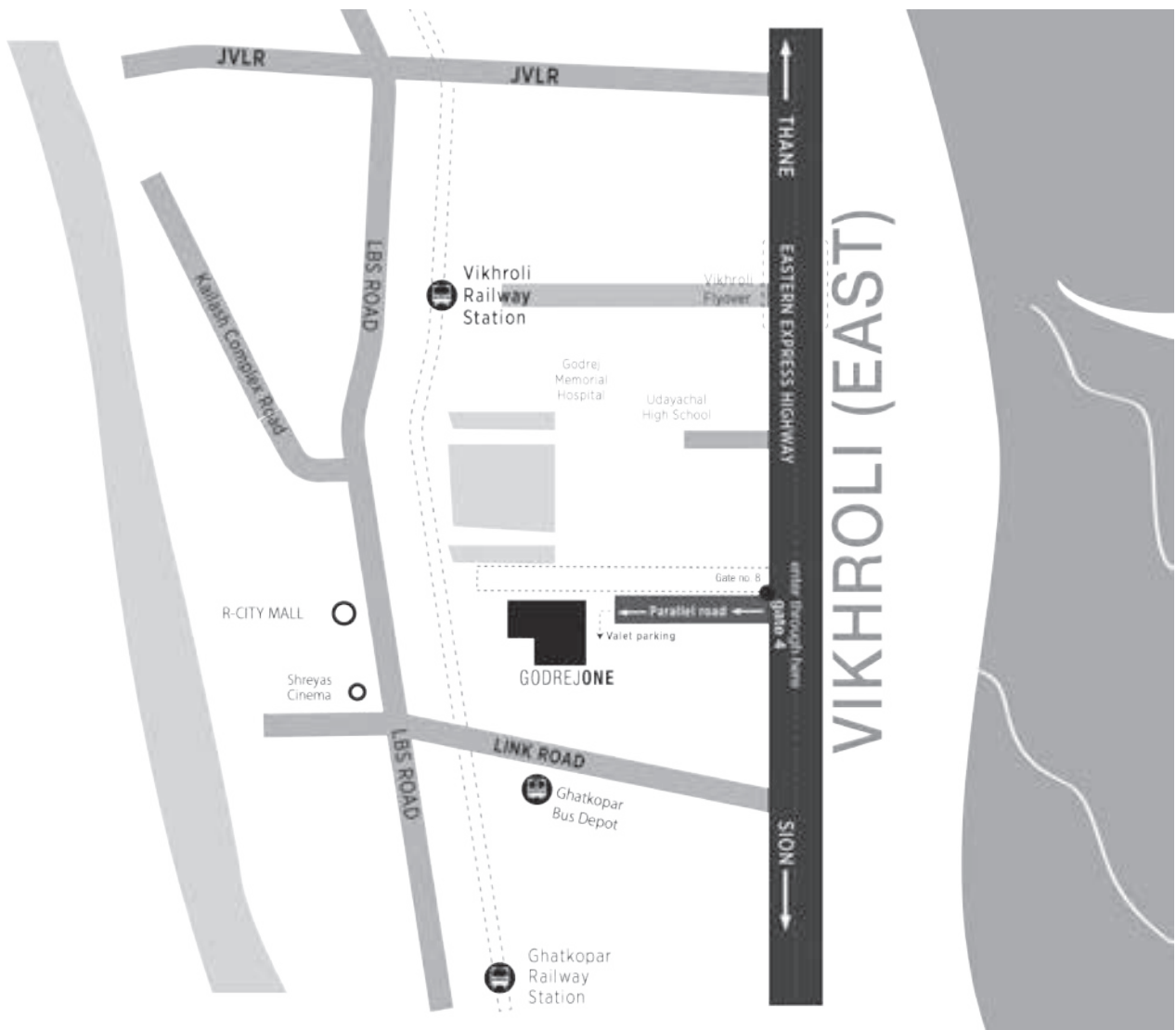
\_\_\_\_\_  
Signature of the Proxy Third Holder

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

### VENUE OF THE MEETING

The Auditorium, Godrej One,  
Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai 400 079.



## NOTES

[illegible]



# Godrej Properties Limited

Registered Office:

## Godrej Properties Limited

Godrej One, 5<sup>th</sup> Floor, Pirojshanagar, Eastern Express Highway,  
Vikhroli (East), Mumbai 400 079. India

Tel: 91-22-61698500 | Website: [www.godrejproperties.com](http://www.godrejproperties.com)

## Regional Office

AHMEDABAD  
2<sup>nd</sup> Floor,  
RUDRAPATH  
Near Rajpath Club  
S. G. Highway  
Ahmedabad -  
380059.

BENGALURU  
No.80,  
Hulkul Ascent,  
2nd Cross,  
Lavelle Road,  
Bengaluru  
560001.

CHENNAI  
3rd Floor,  
Sudharsan Buildings,  
Old No. 86/5,  
New No. 92/5,  
Chamiers Road,  
Opp. to Hotel  
Sheraton Park,  
Chennai - 600 018

GURGAON  
3rd Floor,  
UM House Tower A,  
Plot no.35,  
Sector – 44,  
Gurgaon – 122002  
Haryana.

KOLKATA  
No. 23,  
The Legacy 25A,  
Shakeshpore  
Sarani,  
Kolkata - 700017.

PUNE  
Godrej Eternia C,  
Office A,  
10<sup>th</sup> Floor,  
3 Old Mumbai  
Pune Highway,  
Wakdevadi Shivaji  
Nagar,  
Pune - 411005

The images included in the Annual Report are relating to the following projects:

PROJECT	RERA REGISTRATION NUMBER	RERA WEBSITE
The Trees, Residential Phase 1	P51800000165	<a href="https://maharera.mahaonline.gov.in/">https://maharera.mahaonline.gov.in/</a>
The Trees, Residential Phase 2	P51800000161	
The Trees, Origins	P51800000158	
Godrej Central Park	P52100019639	
Godrej Nurture	P52100020686	
Godrej Platinum - Wing B4	P51800013802	
Godrej Rejuve	P52100018720	
Godrej Meridien Phase 1	RC/REP/HARERA/GGM/2018/05	<a href="https://haryanarera.gov.in/">https://haryanarera.gov.in/</a>
Godrej Meridien Phase 2	RC/REP/HARERA/GGM/2018/06	
Godrej Nature Plus – Phase 1	Reg No. 18 of 2018 dated 30.01.2018	
Godrej Habitat, NCR	RC/REP/HARERA/GGM/317/49/2019/11	
Godrej Golf Links - Presidential Villas	UPRERAPRJ13203	<a href="http://www.up-rera.in/">http://www.up-rera.in/</a>
Godrej Park Lane	UPRERAPRJ16697	
Godrej Lake Gardens (Reflection Phase 2)	PRM/KA/RERA/1251/446/PR/190525/002581	<a href="http://rera.karnataka.gov.in">http://rera.karnataka.gov.in</a>
Godrej Air Nxt	PRM/KA/RERA/1251/446/PR/190330/002517	

Godrej Properties Limited, Godrej One, 5<sup>th</sup> Floor, Pirojshanagar, Eastern Express Highway,  
Vikhroli (East), Mumbai 400 079. India

Tel: 91-22-61698500 | Website: [www.godrejproperties.com](http://www.godrejproperties.com)



## GODREJ PROPERTIES LIMITED

CIN:L74120MH1985PLC035308

**Registered Office:** Godrej One, 5th Floor, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai – 400 079.

Email: [secretarial@godrejproperties.com](mailto:secretarial@godrejproperties.com) website: [www.godrejproperties.com](http://www.godrejproperties.com)

### Attendance Slip for 34<sup>th</sup> Annual General Meeting

(to be handed over at the Registration Counter at the venue of the Meeting)

Regd. Folio No/ DP Id &  
Client Id

Name :

Address :

I/We hereby record my/our presence at the 34<sup>th</sup> Annual General Meeting of the Company on Thursday, August 08, 2019, at 2.30 p.m. at the Auditorium, Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai 400 079.

\_\_\_\_\_  
First/Sole holder/Proxy

\_\_\_\_\_  
Second/Sole holder/Proxy

\_\_\_\_\_  
Third/Sole holder/Proxy

\_\_\_\_\_  
Fourth/Sole holder/Proxy

### ELECTRONIC VOTING PARTICULARS

EVENT (E-Voting Event Number)	USER ID	PASSWORD/PIN

#### Notes:-

- Please read the instructions to exercise remote e-voting option printed under the Note No. 17 to the Notice to the 34<sup>th</sup> Annual General Meeting dated April 30, 2019.
- Members are requested to bring their copies of the Annual Report at the Annual General Meeting.
- Commencement of remote e-voting: from 9.00 a.m. on August 03, 2019
  - Conclusion of remote e-voting: at 5.00 p.m. on August 07, 2019
- Cut-off date for remote e-voting and ballot voting : August 01, 2019