



Turning dreams into reality


FORM A

1.	Name of the Company	Omaxe Limited	
2.	Annual financial statements for the year ended	31st March, 2015	
3.	Type of Audit observation	Un-qualified	
4.	Frequency of observation	NA	

For Omaxe Ltd.

  
Mohit Goel  
Chief Executive Officer

For Omaxe Ltd.

  
Vimal Gupta  
Vice President – Accounts &  
Chief Financial Officer

For Omaxe Ltd.

  
Prem Singh Rana  
Chairman Audit Committee

For Doogar & Associates  
Chartered Accountants

  
M K Doogar  
Partner

OMAXE LTD.

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# Affordable homes - Nation's Need, Omaxe's Forte!



# VISION

To be a trusted leader in the real estate sector contributing towards a progressive India.

# MISSION

To provide customer satisfaction and create value for stakeholders through professionalism, transparency, quality, cutting-edge technology and social responsibility.

## CONTENTS

### CORPORATE OVERVIEW

Brand Omaxe	01
From the desk of Chairman & Managing Director	04
Corporate Information	06
Financial Highlights	07
Management Discussion & Analysis	08

### MANAGEMENT REPORTS

Notice	13
Directors' Report	19
Certificate on Corporate Governance	66
Report on Corporate Governance	67
CEO/COO/CFO Certificate	86

### FINANCIAL STATEMENTS

Standalone Financial Statements	
Auditors' Report	87
Balance Sheet	90
Statement of Profit and Loss	91
Cash Flow Statement	92
Notes to the Financial Statements	94

Consolidated Financial Statements	
Auditors' Report	132
Consolidated Balance Sheet	136
Consolidated Statement of Profit and Loss	137
Consolidated Cash Flow Statement	138
Notes to the Consolidated Financial Statements	140
Disclosure pursuant to Section 129(3) of the Companies Act 2013	174

### Forward Looking Statements

Certain statements in this annual report concerning our future growth prospects are forward-looking statements, which involve a number of risks, and uncertainties that could cause actual results to differ materially from those in such forward-looking statements. We have tried wherever possible to identify such statements by using words such as 'anticipate', 'estimate', 'expect', 'project', 'intend', 'plan', 'believe' and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realized, although we believe we have been prudent in assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, our actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind.

We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

# BRAND OMAXE

TURNING DREAMS  
INTO REALITY

Present in  
**27 Cities**  
across  
**8 States**

**27**  
**YEARS**  
SINCE INCEPTION

APPROX.  
**95**  
**MILLION**  
SQ. FT. DELIVERED

APPROX.  
**63**  
**MILLION**  
SQ. FT. DELIVERED  
IN REAL ESTATE

**39**  
ON GOING  
**PROJECTS**

MORE THAN  
**4000**  
**ACRES**  
OF LAND BANK

**74**  
**MILLION**  
SQ. FT. OF  
DEVELOPABLE AREA

We have always believed in creating products that find resonance in the hearts and minds of our customers. Their need becomes our priority and their dream our vision. Home isn't a home if hopes don't come with it. We are that hope! A faith that all Omaxe projects will be a culmination of elements that define a lifestyle. We create wholesomeness in our offerings and variety in our products so that every homebuyer who walks into Omaxe Home realizes their dream. Integrated townships, hi-tech townships, group housing projects, shopping malls, office spaces, hotels and entertainment zones form a repertoire that is unparalleled and comforting for every resident who can be assured of experiencing a complete city-life inside a perimeter. Add to it the variety that residential and commercial offering brings with it, and life inside is nothing short of exhilarating.

# Affordable homes - Nation's Need, Omaxe's Forte!



▲ The Lake, Omaxe, New Chandigarh (Artist Impression)



▲ Silver Birch, Omaxe New Chandigarh (Actual Picture)



▲ Royal View Homes, Omaxe Royal Residency, Ludhiana (Actual Picture)



▲ Omaxe City, Mayakhedi, Indore (Actual Picture)

*It's time to make true the dream of owning your home.*

Affordable homes have assumed a new meaning and inertia. The Government's recently launched '**Housing For All by 2022**' plan has enumerated broader guidelines that endeavour to fulfill the housing needs of every Indian.

Omaxe is today one of the biggest developers in the affordable segment with spread of its projects so wide that it has the potential to cover over 420 Mio people across 8 States – around 35% of India. This, not only reiterates our commitment to the government's vision, but stands testimony that nation's need is Omaxe's forte!

More than ever before, State Capitals along with industrial, mofussil towns have today become important centres of opportunities and growth. With cities like Lucknow, Chandigarh, Faridabad, Indore, etc. catching up with metro cities on the infrastructure front, they continue to match the surge in demand for homes, consumer durables, automobiles etc.. Omaxe, as a diversified real estate company, has been successful at catering to this huge demand. Large tracts of barren land have been successfully transformed into lifestyle destinations that today assure affordability, quality and transparency. Omaxe has delivered over 95 mn. sq. ft. since inception across various cities with every inch of space speaking volumes about the company's commitment to the country's housing sector. We believe we cater to the actual demand that exists in India today and are committed to furthering the Government's mission of ensuring a roof above every Indian's head.

Omaxe's projects are priced competitively and the diversification of the portfolio ensures that

even the discerning in the affordable category can chose a product of their liking. Be it a township where strategically located plots allow you to construct your dream home; or the privacy and comfort of villas and independent floors; or the luxury, safety and security of a high-rise apartment; Omaxe creates space for all. Commercial offerings, either to own or indulge, give you a plethora of choices – street market, SCOs, shopping complexes, high-rise office spaces, studio apartments and what not! To add to this, the unique idea of blending entertainment with your dose of shopping, only adds to the delightful outing for the entire family.

Omaxe is today a leader in its category and class. Be it the city of Nawabs "Lucknow", or Punjab's first 'eco town' "New Chandigarh", or mini Mumbai "Indore", or the once called India's Manchester "Faridabad", we have delivered spaces to adorn. Even in the mofussils – the gateway of Haryana "Bahadurgarh"; and the gateway of Rajasthan "Bhiwadi"; Omaxe has carved a niche, and has not only transformed the cityscape and but also the lifestyle of people.

It's time to give flight to your dreams – of owning a home that truly inspires and a home where your peace of mind takes precedence.

It's time for an **OMAXE HOME!**



▲ Full Moon, Omaxe Eternity, Vrindavan (Artist Impression)



▲ Omaxe Heights, Faridabad (Actual Picture)



▲ India Trade Tower, Omaxe New Chandigarh (Actual Picture)



FROM  
THE DESK OF  
**ROHTAS GOEL**  
CHAIRMAN &  
MANAGING  
DIRECTOR

[ The Nation demands of us that we, together with the Government of the day, work towards creating affordable homes. Government data pegs housing shortage at over 18 million; and the growing migration will only escalate the problem if we don't have a policy that addresses this need. ]

*Dear Shareholders,*

We have come a long way since the inception of Omaxe and I can proudly say that the reason why your company has survived and thrived is because of our continuous adaptation to changing market dynamics. We continue to be guided by our Vision and Mission statements, on which Omaxe was built over two and a half decades back.

Today, as we stand on the cusp of transforming ourselves from a developing nation to a developed one, the Nation demands of us that we, together with the Government of the day, work towards creating affordable homes, which is a major progressive factor. Government data pegs housing shortage at over 18 million; and the growing migration will only escalate the problem if we don't have a policy that addresses this need. We at Omaxe, have successfully developed large tracts of land into thriving communities with complete residential and commercial solutions inside the complex. These townships, developed both in NCR and Tier II and III cities, have catered to the lower/middle income groups. These homes have a hallmark of Affordable pricing, quality construction and a plethora of services that is unparalleled by every standard. We have developed projects catering to most income groups across North and Central India; measuring 95.2 million sq. ft. in both real estate and construction contracting.

The extended phase of slowdown in real estate sector is a matter of concern for the economy and developers with rising debt, increasing interest cost, finance deficit and shrinking balance sheet; thereby impacting job growth, which again leads into a vicious cycle. The Reserve Bank of India has indicated a soft interest-rate policy and has also initiated interest-rate cuts, but these aren't enough to bring homebuyers back to the market. Efforts like FDI in construction, granting infrastructure status to affordable housing etc. were small initiatives that will take a long time to show its impact. What is needed in the short-run is immediate booster to propel the sector like quicker and fewer approvals and tax breaks for affordable housing.

At Omaxe, prudent and proactive management have ensured healthy Internal accruals and consistent and manageable debt levels. The group sold 4.29 million sq. ft. of space worth ₹ 14910 Mio in 2014-15 with an average realization of ₹ 3,477 per sq.ft vis-à-vis ₹2,692 for the previous year, an increase of 29%. Fresh bookings were majorly seen in New Chandigarh, Noida and Lucknow in the group housing segment. Commercial segment, too, contributed to fresh bookings, majorly in Lucknow. Your company's strength lies in committed deliveries and as a result, have earned the goodwill of its customers. Faster deliveries, which are on schedule makes realization from project that much quicker and have helped us to maintain consistent sales even in subdued market conditions. The Consolidated Income from Operations stood at ₹ 14310 Mio in FY 2014-15 and Consolidated Net Profit for fiscal 2014-15 stood at ₹ 600 Mio.

Our focus on the two emerging non-metropolitan markets, namely New Chandigarh and Lucknow has helped us maintain a healthy topline. Demand in these two regions has been good and as a matter of strategy, we have created a basket of products at price points that have seen encouraging off takes. Besides, these two cities have considerable level of proactive approach by the respective State Governments in infrastructure development and creating conducive environment, both for the buyers as well as the developers. Besides, the company's demonstration effect through projects delivered earlier in these destinations and across our locations has helped us create happy and fulfilled customer base. Transparency, enhanced customer care support and innovative ways to make seamless connect with customers have seen your company emerge as a trusted player. Our experienced and skilled workforce understands the need of every customer and such personalized approach to business has enabled us to gain ground in cities where we operate. Today, with presence in 8 States across 27 cities, we have mastered the art of delivering quality affordable products that in turn has given us satisfied and happy customers.

Today, we are better equipped to deal with the rapid changes in macroeconomic environment in the country. Your company's financial strength, diversified product portfolio and prudent thought process by the management have enabled us to maintain our leadership position in the markets we operate and continue delivering quality spaces.

On behalf of the board, I thank all our stakeholders for their faith and trust.

Best regards,

**Rohtas Goel**  
Chairman and Managing Director



# Corporate Information

## BOARD OF DIRECTORS

Mr. Rohtas Goel  
Chairman and Managing Director

Mr. Sunil Goel  
Joint Managing Director

Mr. Jai Bhagwan Goel  
Whole Time Director

Lt. Gen. (Retd.) Bhopinder Singh  
Director (Independent)

Dr. Prem Singh Rana  
Director (Independent)

Ms. Padmaja Ruparel  
Director (Independent)

## CHIEF EXECUTIVE OFFICER

Mr. Mohit Goel

## COMPANY SECRETARY

Mr. Venkat Rao

## CHIEF FINANCIAL OFFICER

Mr. Vimal Gupta

## BOARD COMMITTEES

### AUDIT COMMITTEE

Dr. Prem Singh Rana, Chairman  
Mr. Rohtas Goel  
Lt. Gen. (Retd.) Bhopinder Singh

### NOMINATION & REMUNERATION COMMITTEE

Lt. Gen. (Retd.) Bhopinder Singh, Chairman  
Dr. Prem Singh Rana  
Mr. Rohtas Goel

### CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Dr. Prem Singh Rana, Chairman  
Mr. Rohtas Goel  
Mr. Jai Bhagwan Goel  
Lt. Gen. (Retd.) Bhopinder Singh

### EXECUTIVE COMMITTEE

Mr. Rohtas Goel, Chairman  
Mr. Sunil Goel  
Mr. Jai Bhagwan Goel  
Mr. Mohit Goel

### SHARE/DEBENTURE TRANSFER COMMITTEE

Mr. Rohtas Goel, Chairman  
Mr. Sunil Goel  
Mr. Vimal Gupta

### ESOP GRANT COMMITTEE

Lt. Gen. (Retd.) Bhopinder Singh, Chairman  
Mr. Rohtas Goel  
Dr. Prem Singh Rana

### COMMITTEE FOR FURTHER ISSUANCES

Lt. Gen. (Retd.) Bhopinder Singh, Chairman  
Mr. Rohtas Goel

## COMMITTEE FOR ISSUANCE OF DEBT SECURITIES

Lt. Gen. (Retd.) Bhopinder Singh, Chairman  
Mr. Jai Bhagwan Goel  
Mr. Rohtas Goel

## INVESTOR GRIEVANCES CUM STAKEHOLDER RELATIONSHIP COMMITTEE

Lt. Gen. (Retd.) Bhopinder Singh, Chairman  
Mr. Jai Bhagwan Goel

## ALLOTMENT COMMITTEE

Dr. Prem Singh Rana, Chairman  
Lt. Gen. (Retd.) Bhopinder Singh  
Mr. Jai Bhagwan Goel

## AUDITORS

Doogar & Associates  
Chartered Accountants  
13, Community Centre  
East of Kailash, New Delhi-110065

## REGISTRAR & SHARE TRANSFER AGENT

Link Intime India Private Limited  
44, Community Centre, 2<sup>nd</sup> Floor,  
Naraina Industrial Area, Phase-I,  
Near PVR, Naraina, New Delhi-110028

## BANK/FINANCIAL INSTITUTIONS

State Bank of India  
Punjab National Bank  
IDBI Bank Limited  
Catholic Syrian Bank Limited  
Vijaya Bank  
Syndicate Bank  
Indian Bank  
Allahabad Bank  
Tamilnad Mercantile Bank Limited  
The Jammu & Kashmir Bank Limited  
IFCI Limited  
STCI Finance Limited  
SICOM Limited  
Small Industrial Development Bank of India (SIDBI)  
PNB Housing Finance Limited  
Srei Infrastructure Finance Limited  
Indiabulls Housing Finance Limited

## REGISTERED OFFICE

Shop No. 19-B, First floor, Omaxe Celebration Mall,  
Sohna Road, Gurgaon-122001, Haryana

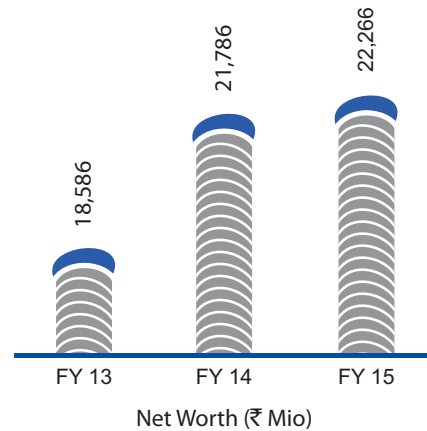
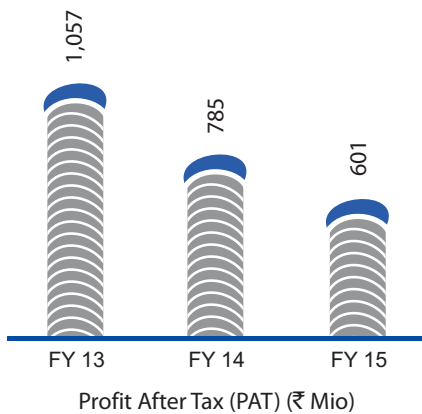
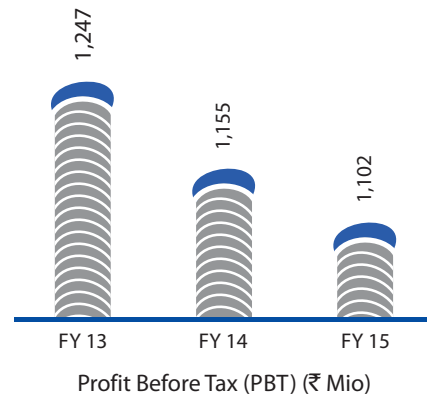
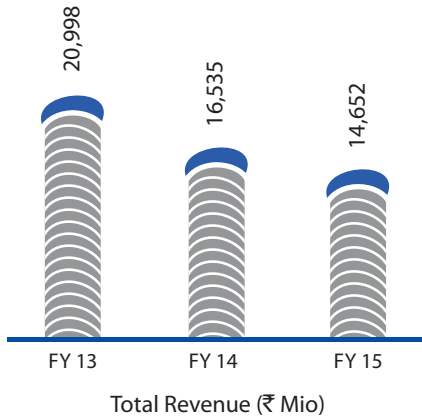
## CORPORATE OFFICE

Omaxe House  
7, Local Shopping Centre, Kalkaji,  
New Delhi-110019

# Financial Highlights

(₹ in Mio)

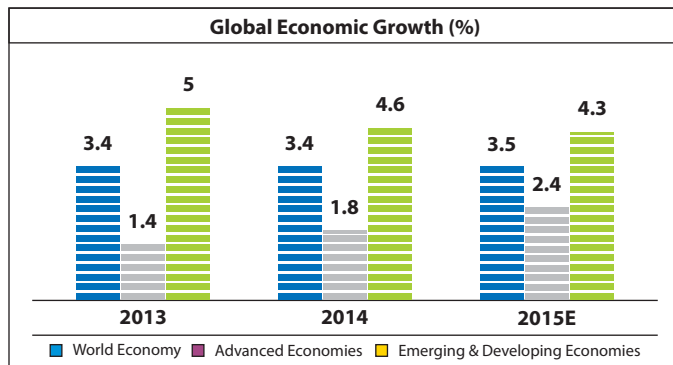
PARTICULARS	FY 15	FY 14	FY 13
Total Revenue	14,652	16,535	20,998
Profit before Tax (PBT)	1,102	1,155	1,247
Profit after Tax (PAT)	601	785	1,057
Net Worth	22,266	21,786	18,586



# Management Discussion & Analysis

## Global Economy:

The growth in the United States seems weak but Euro area has shown some improvement mainly due to lower crude oil prices and depreciating Euro. Several Emerging Market Economies (EMEs) lowered interest rate to address growth concerns. Expectation of continued lower level of crude oil prices could firm up global growth but on the flip side a downward risk, too, exists on account of energy prices and more so from slowdown in Chinese economy. The crisis in Greece and crash of the Chinese stock exchange may not be reasons to worry unless they continue for far too long. Despite a sharp decline in oil prices, growth in the oil-exporting countries is projected to remain steady at 2.4 percent in 2015, with inflation subdued, IMF report on Middle East and Central Asia said. Growth in Asia-Pacific will continue to outperform the rest of the world thanks to robust domestic consumption spurred by healthy labor markets, low



interest rates and the recent fall in oil prices, according to the International Monetary Fund (IMF). Despite slowdown in China, IMF believes Asian economies will lead world growth. It expects 7.5% for India and 6.8% for China this year. The world GDP growth is projected at 3.5% with Euro Area growing at 1.45%.

## Indian Economy:

A new Government led by NDA (National Democratic Alliance) came to power in May 2014. The Government inherited a economy that was plagued by low growth and high inflation. This Government of absolute majority carried huge expectation of pulling the economy out from such a state in which poor investor confidence on account of corruption and uncertainties in taxation, policy etc further compounded problems. The Indian economy grew by 4.5% in 2012-13 and 4.7% in 2013-14 which was later revised upwards to 5.1% and 6.9% respectively according to new method of calculation of GDP (base year 2011-12). The economy is estimated to grow at 7.4% in 2014-15 with growth in Q1, Q2 and Q3 at 6.5%, 8.2% and 7.5% respectively. While indices may look encouraging for businesses and investor to make a beeline for investment, the situation on the ground is far from comfortable. Corporate earnings continue to be muted. Retail inflation may have slowed down but food inflation is way beyond the comfort zone. Poor monsoon may further aggravate the scenario on inflation front. In calendar year 2015 (Upto June), the RBI cut repo rate by 75bps to 7.25% but that hasn't quite translated into lower lending rates. Retail inflation cooled to 4.78% in April as against 5.17% in March. The fiscal deficit was contained at 4% in 2014-15.

The Government passed a few bills and showed its intent towards a few others by pushing for its passage. These economic reforms along with social security schemes will have a far reaching impact on the Indian economy in the medium-to-long run. The "Make in India" initiative has resulted in billions of dollars of investment commitment from countries like the US, France, China, Japan etc. The Government is committed to easing the process of doing business in India by simplifying policy and tax. Quick approvals and land acquisition remain the two contentious issues for which the Government needs the support of States. Cooperative federalism is what the Government has been espousing. The FDI in 2014-15 (except March) stood at ₹17.6 lakh Mio as against ₹12.6 lakh Mio in the same period last year. In the same period, however, a substantial decline in FDI in

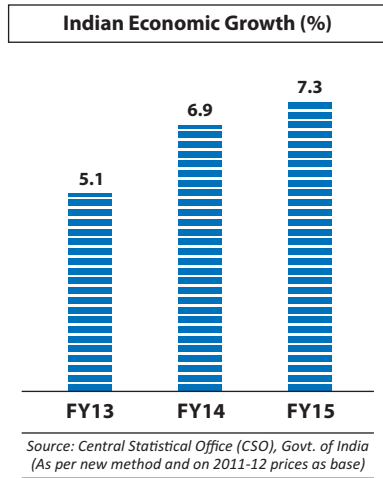


construction was witnessed; to ₹ 45590 Mio this year as against ₹75080 Mio last year.

**Real Estate Sector**

A host of factors continue to affect the real estate sector. High inflation, consistently high interest rate and low income growth are primarily the ones that have resulted in poor demand of homes across India. Such a long period of high interest rate regime has not only dissuaded buyers but have also increased debt of developers and affected their bottom line. The long periods of ambiguity over Land Acquisition and Real Estate Bills have further compounded the problems of both developers and home buyers. Besides, the Government's "Housing for All" and Smart Cities, though much talked about policies, are still unclear. REIT may have been operationalized but developers are yet to embrace it. The Government has also relaxed FDI norms for construction and real estate but inflows have not been encouraging – which clearly goes on to show the decline in confidence of foreign investors in the sector. According to Cushman and Wakefield, PE firms invested ₹ 51680 Mio in real estate during Jan-March 2015, 85% growth over previous year. However, this is less than October-December quarter.

Even as credit off take to real estate sector has grown faster than overall lending in 2014-15, as per RBI data, The FICCI-Knight Frank Real Estate Sentiment Index for the January to March 2015 quarter goes on to state that New launches have nearly halved in the January-March 2015 quarter over the same period last year even as sales volume has remained steady. Sounding an optimistic note, the report says new launches are expected to improve marginally over the next six months.



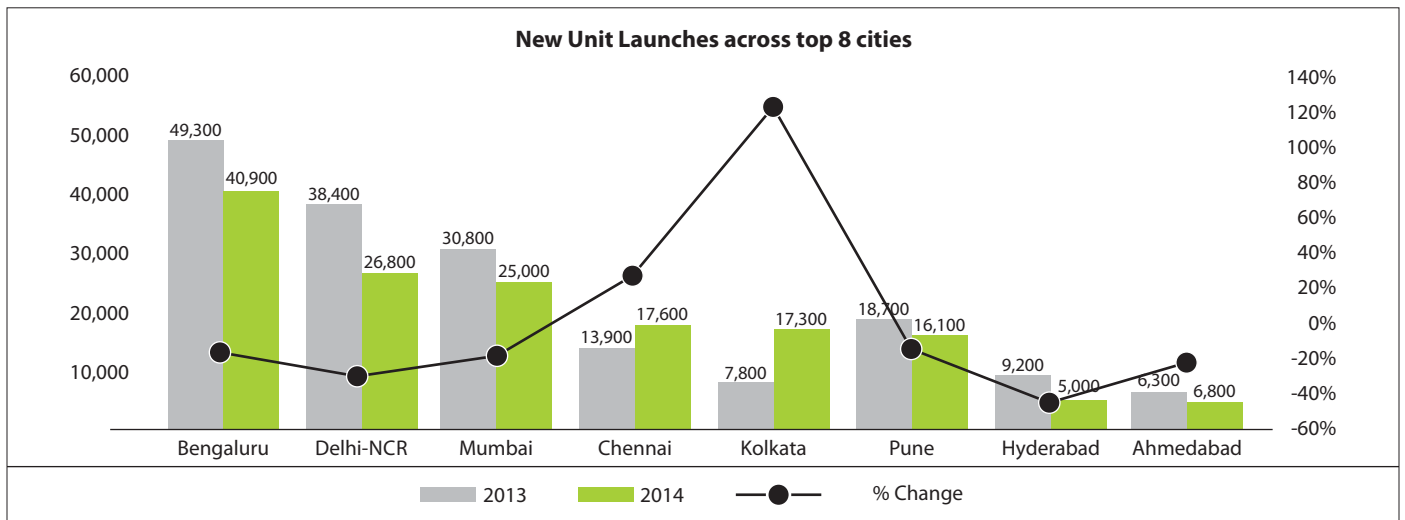
**Residential:**

The residential segment has taken a giant leap in the last one decade. With more developers focusing on tier II and III cities, the lifestyle and housing preferences of people in these cities have changed. As far as metro is concerned, the last few years have seen poor demand mainly due to factors like high interest rate and low income growth and inflation. The attractive pricing in tier II and III cities have seen more end-users and investors. Prices, too, have swelled over the years. A recent RBI survey said: "The housing market witnessed an upward trend in prices during the past four and half years, as evident from the steady rise in RPPI (Residential Property Price Index) from 107 in first quarter of 2010-11 to 172 in third quarter of 2014-15, an increase of almost 61 percent." The survey further adds: "House price inflation, as measured by annual growth in RPPI, witnessed its peak during 2012-13 and has declined in the recent period." Jaipur, followed by Greater Chandigarh and Hyderabad saw maximum rise.

The Government's "Housing for All" proposes to develop 60 Mio houses, as announced in Budget. It is imperative that a swift movement is made on this front to be able to achieve this dream by 2022.

**Commercial:**

The commercial real estate sector has seen some green shoots. Net absorption of office spaces in Jan-March 2015 has risen by 35 %, according to a report by Cushman & Wakefield. While the report goes on to say that absorption has risen in Bangalore and Chennai but declined in Delhi and Ahmedabad, by as much as 57% and 75% respectively. The supplies, however, in Delhi continued to rise. The absorption is expected to increase through 2015 as a result of expected improvement in business sentiments and investor interests in the Indian market. The tier II and III markets have been attracting a lot of retailers and as a result the demand for commercial space is on the rise. According to JLL India, mall development was at its slowest in 2014, with only 1.3 million sq. ft of space completed for commercial use, as compared to 5.7 million sq. ft in 2013.



Source: Cushman & Wakefield

### Opportunities:

The real estate market in tier II and III cities is still evolving unlike metro cities where some amount of saturation has peeped in. Despite not-so-conducive economic environment in the last one year, demand remained healthy, since markets like Lucknow and New Chandigarh are normally end-user driven. 2014 saw the new Government attempting to make systemic changes and usher in several reform measures, including pending bills like insurance, mining etc and also social security schemes that will bring every Indian under the ambit of banking, pension and insurance safeguards. Several investment attracting measures were also brought in and while the sentiments may have improved from what it was pre-2013, expectation is that the coming year will show a lot of result in terms of job growth and improved economic scenario. The Government's focus on infrastructure would spur demand in real estate and recent announcements by Governments will see tier II and III cities benefit immensely.

### Threats, risks and concerns:

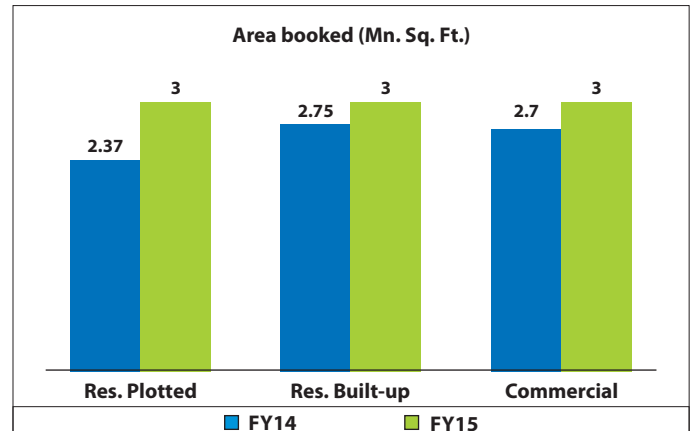
Threats, risks and concerns may arise from several macroeconomic indicators if they were to reverse in the short-to-medium terms, primarily the global crude oil prices. It is at a comfortable level now. As a result, petroleum prices and inflation etc. are down. The Government, too, has been successful in containing the fiscal deficit and current account deficit. The reversal of crude prices will impact the recovery process. Besides, an elevated interest rate, bank's rising NPAs and subdued demand are reasons to worry. These factors can stall or extend the revival of Indian economy. The impact of continuously long periods of high interest rate is already affecting companies and the fear is, any further prolongation will severely impact investment and margins. The fear of this percolating into the low-margin-low-investment tier II and III regions cannot be ruled out if corrective measures are not taken.

### BUSINESS OPERATIONS:

In the last two decades, Omaxe has not only diversified into various regions but also its portfolio in order to cater to a large section of home buyers. This has also enabled the company to understand the demand scenario and price its products competitively and maintain a healthy topline and bottomline. Today, Omaxe is a leading player in



▲ India Trade Centre, Greater Noida (Artist Impression)



Uttar Pradesh, Madhya Pradesh, Haryana, Punjab, Rajasthan etc. with approx. 95.2 million sq. of delivered space in real estate and construction contracting (approx. 63.4 mn sq.ft of area in real estate and ~31.8 mn sq.ft in construction contracts) till March 31, 2015. As on March 31, 2015, we have 74 Mn. Sq. Ft. of area under development in real estate spread across 39 projects. The net worth of the group stands at ₹ 22260 Mio as on March 31, 2015.

With focus on emerging destinations like Lucknow, New Chandigarh, Indore, Faridabad to name a few, the group sold 4.29 million sq. ft. of space worth ₹ 14910 Mio in 2014-15. The average realization for the year ended is ₹ 3,477 per sq.ft vis-à-vis ₹ 2,692 from previous year, an increase of 29%. Fresh bookings were majorly seen in New Chandigarh, Noida and Lucknow in the group housing segment. Commercial segment, too, contributed to fresh bookings, majorly in Lucknow.

### NEW LAUNCHES AND SALES DURING FY15

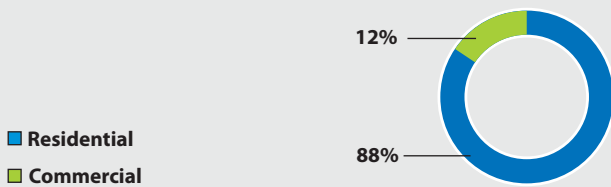
During FY15, Omaxe launched new project in 9 cities across 4 States. These projects were so vastly different from each other that they had the potential to cater to every income group in that particular city and consequently we sold a total area of 2.49 million sq. ft. amounting for ₹ 10320 Mio from the new launches. Of the total new launches, residential launches were 88% and the rest was commercial launches, being 12% out of the total area launched.

Out of total sales of 4.29 million sq. ft. amounting to ₹ 14910 Mio at an average realization of ₹ 3477/- per sq. ft., residential amounted to over 90% at 3.49 million sq. ft. and commercial at 0.80 million sq. ft.

While the realization in the former was ₹ 11490 Mio, the company was able to realize ₹ 3420 Mio from the latter.

The Company launched group housing and floors in Omaxe New Chandigarh and sold an area of 0.94 million sq. ft. This was followed by commercial built up and group housing in Lucknow and sold an area of 0.70 million sq. ft. Faridabad also saw the launch of commercial built up and group housing and sold 0.24 million sq. ft. Other launches include group housing in Noida and Greater Noida (area sold=0.21 million sq. ft.), group housing and plots in Vrindavan (area sold=0.16 million sq. ft.), plots and commercial built up in Indore (area sold=0.12 million sq. ft.), floors in Ludhiana (area

## New Launches during FY2014-15 (Mn. Sq. Ft.)



sold=0.08 million sq. ft.) and commercial built up in Sonapat (area sold=0.04 million sq. ft.).

## FINANCIAL PERFORMANCE

Despite tough market conditions, varied project options in New Chandigarh and Lucknow boosted sales in these regions. The average realisations, too, went up by close to 29% as compared to last year. The company sold more built-up area as compared to plots in residential segment. However, launch of commercial spaces is in line with company's vision of providing holistic living spaces inside the residential complex.

**Total Income from Operations:** The Company on a consolidated basis clocked Total Income from Operations at ₹ 14310 Mio, which was down by 12% against ₹ 16230 Mio in FY 2013-14. Major contributors to revenue were projects located at New Chandigarh, Lucknow, Faridabad, Vrindavan, Greater Noida and Noida, Indore amongst others.

**EBIDTA:** EBIDTA for FY 2014-15 stood at ₹ 2680 Mio vis-à-vis ₹2560 Mio for the previous year 2013-14. EBIDTA margin for the year stood at 18.7% vis-à-vis 15.8% for previous financial year aided by reduction in Cost of materials consumed and other project costs due to a dip in construction activities. Another major reason for the higher EBIDTA margin was that majority sales for the year were executed from the existing inventory stock, and not from the fresh construction.

**Profit before tax:** The profit before tax for year was at ₹ 1100 Mio as compared to ₹1160 Mio for the previous financial year. Control over employee costs and other costs helped the PBT margin to be at 7.7% for FY 2014-15 vis-à-vis 7.2% for the previous financial year.

**Profit after tax:** Profit after tax stood at ₹ 600 Mio for FY 2014- 15 as compared to ₹ 790 Mio for the previous year, down by 23.5 %. PAT margin stood at 4.20% versus 4.84% for the previous financial year.

Tax expense provided in the current year is ₹ 500 Mio (45% of the PBT level) as compared to ₹ 370 Mio (32% of the PBT level) during the previous financial year, due to demands and assessments relating to earlier years.

**Cash Flow Position:** Total inflows for FY 2014-15 were ₹ 21980 Mio comprising of ₹ 15760 Mio from operations, ₹ 6220 Mio from borrowings. The same was utilized towards Construction, Land Purchase and approval charges to the tune of ₹ 9220 Mio, Selling & Admin expenses of ₹ 5740 Mio, Interest payment of ₹ 1690 Mio and Debt repayments of ₹ 5880 Mio.

Our Net Worth as on March 31, 2015 stood at ₹ 22260 Mio. As of March 31st 2015, the gross debt equity ratio of the company stood at 0.49, while the net debt equity ratio for the company stood at 0.38. Gross Debt for FY 15 stood at ₹ 10960 Mio, while the Net Debt stood at ₹ 8560 Mio.

(₹ in Mio)

Particulars	FY 2014-15	FY 2013-14
Total income from operations	14310	16230
EBITDA	2680	2560
Profit before tax	1100	1160
Profit after tax	600	790

## KEY STRATEGIES:

**Strategic land Acquisitions:** The Company has been acquiring land parcels in strategic locations to enable us to fulfill our long term vision in fuelling growth in affordable segment. Besides, we also have been disposing off land with a view to consolidate our position and focus on key regions. The market dynamics have undergone a vast change in the last few years and with affordable housing being the buzzword, it is imperative that we harness our expertise in tune with the demand today. The company's first mover advantage into tier II and III cities have seen us consolidate our position in these cities with varied products and committed delivery and thereby emerge as a trusted and reliable player.

**Focus on Customers:** Even in times when demand has slowed considerably, the company has never lost sight of its guiding principles i.e. customer satisfaction. We have always innovated in our ways of communications, grievance redressal etc. The group has made all efforts to continuously meet our patrons through carnivals etc and never lose sight of their needs. As a result, the group's brand equity has grown exponentially.

**Emphasis on tier II and III cities:** Affordability is our forte and we endeavor to harness this to our advantage. We have a great deal of comparative advantage with respect to new entrants and therefore we can price our products keeping affordability in mind. Besides, this category sees quick take off and that has helped us move on with a project quickly. Being a reliable, listed and national player has helped



▲ Omaxe Waterscape, Lucknow (Artist Impression)

our brand image and people's association with us has been seamless and with utmost confidence.

**Committed delivery and superior quality:** The group never compromises on quality and as a result the company's products have been widely appreciated. Despite operating in a low priced-low margin market, the group has been consistent with its delivery and unmatched quality.

#### INTERNAL CONTROL SYSTEMS

The Company has in place, adequate systems and control, to properly monitor all the financial transactions, records and reporting for different projects under execution. It also ensures compliances at all corporate and project levels. The internal control team, comprising of professionally trained internal audit team, informs the management of any regulatory changes and also monitors the response coming out of various new launches. The internal control system also keeps a close eye to ensure that unauthorized use of assets is checked. The internal audit of the Company is subject to statutory audits carried out by company's auditors.

#### HUMAN RESOURCES

Omaxe today has a young, energetic and committed pool of people working as one impeccable Team Omaxe. Transparency in working, seamless working, open communication and satisfactory work environment are the key intrinsic to Omaxe's work culture. The management allocates sufficient attention in training the workforce to ensure that they are well equipped to take up challenging projects and to ensure their timely delivery by sticking to target schedules. The Company offers a series of measures like offering incentives etc for employees directly involved in such projects for completing such projects on a timely basis. The Company had a committed talent pool of around 1850 employees at the close of FY14.

#### CORPORATE SOCIAL RESPONSIBILITY

The Government mandates every eligible listed company to undertake Corporate Social Responsibility activities. We as a group have been doing CSR works and have recently come up with guidelines to channelize our works in a more effective manner. To integrate our business goals with social commitments has always been our endeavor and thereby contribute towards socio-economic development.



▲ Omaxe Royal Residency, Faridabad (Artist Impression)

The Company conducts its activities of Corporate Social Responsibility directly and/or through Education Trust or otherwise i.e. "Omaxe Foundation", a Not-for-profit Organization. Actively working towards contributing to the socio-economic development in and around the company's area of work, working for marginalized section of society, ensuring environmental sustainability, contribution to swachh Bharat kosh or independently taking up preventive healthcare and sanitation works, promoting education and/or vocational training of construction workers, education of girl child, rural development works, disaster management etc are some of the identifiable areas that the CSR committee has drawn. The implementation, maintenance, review and communication too shall be undertaken according to the mandate to be able to make substantial contribution and impact in the lives of our people. Some of the works that are being done by the Foundation include:

**Sambhawna:** The prime objective of this project is to take special care of the children of labor group pertaining to education, health & nutrition. Under this plan, the Omaxe Foundation takes due care of children from six months to 14 years old with basic education, healthy nutrition and organizing regular health check-ups.

**Gyanjyoti Bal Vidyalaya:** Community based schools, promoted by Omaxe Foundation, at places where people living in slum areas are not capable of providing education to their children. Community based schools of Omaxe are run in Sangam Vihar and Nehru Vihar, areas of Delhi with the objective of improving capabilities of next generation coming from such slum areas living below poverty line who demonstrate the inclination and willingness to learn.

**M.A.N.A.:** This project is designed for the social cause under which, the idea is to empower poor females by raising their status in the community. This is carried out to make them independently equipped for income generation through activities like sewing, knitting and cutting. During the year MANA helped a lot of females in upping their skills and reaping the benefits from these skill development activities.

#### OUTLOOK

The group has consolidated its position to restrict itself to 27 cities, after having exited Vizag. Our cash position remains comfortable and so does debt. The group's portfolio remains healthy with both small and large sized projects under execution. We endeavor to provide a complete destination for a family to live, work, play and entertain. Our projects have enhanced the lifestyle and changed the landscape of tier II and III cities. Going forward, we shall work on our existing project locations and speed up construction to strengthen our delivery portfolio. New launches shall continue and new acquisition will be strategic and time bound. To make shopping more lively, we endeavor to open up the entertainment space in Omaxe Connaught Place, Greater Noida for public soon. In view of the emerging concept of Smart Cities, we, too, have been studying its impact and viability and have attempted to model our project in Faridabad along those lines.

Urbanization is increasing at a fast pace and so is migration. Its high time Governments realized this challenge and worked towards bettering our cities. The role of private sector is important in fulfilling this objective. Creation of self-sustained economic zones across a State will enable widespread settlement. Opportunities in these cities are huge and with the first-mover advantage that we enjoy, consolidation and emergence as a leading and trusted name through speedy execution and delivery will be the key. And the company remains committed to enhancing the value of our stakeholders.

## Notice

NOTICE is hereby given that the Twenty Sixth Annual General Meeting of the Members of Omaxe Limited will be held on Tuesday, the 29<sup>th</sup> day of September, 2015 at CasaBella Banquet, Omaxe Celebration Mall, Sohna Road, Gurgaon – 122001, Haryana at 11.00 AM to transact the following businesses:

### ORDINARY BUSINESS:

1. To consider and adopt:
  - (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2015, the reports of the Board of Director's and Auditors' thereon; and
  - (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2015.
2. To declare Dividend on 0.1% Non-Cumulative, Redeemable Non- Convertible Preference Shares for the financial year 2014-15.
3. To declare Dividend on Equity Shares for the financial year 2014-15.
4. To appoint a Director in place of Mr. Sunil Goel (DIN 00003743), who retires by rotation and being eligible, offers himself for re-appointment.
5. To ratify the appointment of Auditors of the Company and to fix their remuneration and if deemed fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 139 of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 and based on the recommendations of the Audit Committee, the Board of Directors be and hereby recommends the ratification of the appointment of M/s Doogar & Associates, Chartered Accountants, as Statutory Auditors of the Company for the financial year 2015-16 at the remuneration fixed by the Board of Directors/Audit Committee of the Company.”

### SPECIAL BUSINESS

6. To consider and if thought fit to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** subject to the Section 149, 152, and any other applicable provisions of the Companies Act, 2013 and Rules made there under (including any amendment(s) or modification(s) thereof for the time being in force), (hereinafter referred as 'Act'), consent of the members be and is hereby accorded for the appointment of Ms. Padmaja Ruparel (DIN 01383513), who has submitted a declaration under Section 149(7) of the Act, as an Independent Director of the Company for term up to five years, not liable to retire by rotation, effective from March 31, 2015 up to March 30, 2020.

7. To consider and if thought fit to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** subject to the Section 148 and applicable provisions, if any, of the Companies Act, 2013 and Companies (Audit and Auditor) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) M/s S. K. Bhatt & Associates, Cost Accountants, Cost Auditors appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year ending March 31, 2016 be paid a remuneration as set out in the Statement Annexed to the Notice.”

**“RESOLVED FURTHER THAT** the Board of Directors of the company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution”

8. To consider and, if thought fit, to pass with or without modification(s) the following resolution as **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 42, 71 and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), (including any statutory modification(s) or re- enactment(s) thereof, for the time being in force) read with the Rules made thereunder, as may be amended from time to time, and pursuant to the provisions of SEBI (Issue and Listing of Debt Securities) Regulations, 2008, SEBI (Issue and Listing of Debt Securities) (Amendment) Notification, 2012 and 2014 and other SEBI regulations and guidelines, if applicable, the provisions of the Memorandum and Articles of Association of the Company and subject to such other applicable laws, rules and regulations and guidelines, the approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee in existence or which the Board may constitute to exercise its powers, including the powers conferred by this Resolution) for making offer(s) or invitation(s) or issue(s) to subscribe to Secured/Unsecured/Redeemable Non-Convertible/listed/unlisted and/or otherwise/Debentures/ Bonds or such other Debt Securities by whatever name called including but not limited to subordinate Debentures, Bonds, and/or other debt securities, etc., on a private placement basis, in one or more tranches or issue(s) during the period of one year from the date of passing of the Special Resolution by the Members, for an aggregate amount of ₹ 500,00,00,000/- (Rupees Five Hundred Crores only) or its equivalent in any other currency, as may be approved by the Members.”

**“RESOLVED FURTHER THAT** subject to the statutory/ regulatory compliances, the Board of Directors of the Company, be and is hereby authorized to decide, fix, finalize, alter, vary, revise and modify, from time to



time, the terms and conditions of the aforesaid issue is (Pre and Post) including without limitation, the class of investors to whom NCDs/Bonds are to be issued, time, securities to be offered/issued, currency (i.e. INR or its equivalent in any other currency, the number of NCDs/Bonds, tranches/issue(s), issue price, tenure/period, interest rate, premium/ discount, listing and/or otherwise and to do all such acts and things and deal with all such matters including pre and post issue/allotment and any variation/modification in term of such debt instruments whereof and to take all such steps as may be necessary and to sign and execute any deeds/ documents/ undertakings/ agreements/ papers/ writings, as may be required in this regard.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company, be and is hereby further authorized to make necessary appointments, including but not limited to Bankers, Merchant Bankers, Debenture Trustee(s), Intermediaries, Agent(s), Attorney(s) and such other authorities and to finalize incidental documents by whatever named called including without limitation, the private placement offer letter, debenture subscription and debenture trust deed and any other security documents for the creation of charge/mortgage on the tangible Assets of the Company, as it may in its absolute discretion deem appropriate, and to take all such actions and to settle all matters and questions arising out of or incidental thereto, to sign and execute all agreements, mortgage deeds, hypothecation deeds, Escrow Agreements, undertakings, declarations and other agreements, deeds, letters, power of attorney, writings as may be necessary or required for this purpose and to deal with regulatory authorities including but not limited to Securities and Exchange Board of India (“SEBI”), Registrar of Companies, Ministry of Corporate Affairs, Stock Exchange and such other authorities as may be required in this regard and generally to do all such acts deeds and things as may be necessary, proper, expedient and incidental, and that to sub-delegate all or any powers conferred hereinbefore to any Committee of Directors or any Executive, for the purpose of giving effect to the above Resolution.”

For and on behalf of the Board  
For **Omaxe Limited**

Sd/-  
**Rohtas Goel**  
Chairman and Managing Director  
(DIN:00003735)

Place: New Delhi  
Date: August 27, 2015

**REGISTERED OFFICE:**

Shop No.- 19-B, First Floor,  
Omaxe Celebration Mall, Sohna Road,  
Gurgaon - 122001, Haryana

**NOTES:**

1. 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 AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. INSTRUMENT OF PROXIES IN ORDER TO

BE EFFECTIVE MUST BE LODGED AT THE COMPANY'S REGISTERED OFFICE NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. BLANK PROXY FORM IS ATTACHED HEREWITH.

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHT. A MEMBER HOLDING MORE THAN TEN PERCENT OF TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHT MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDERS.

2. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the meeting is annexed hereto and forms part of this Notice.
3. Corporate Members intending to send their authorized representative to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative(s) to attend and vote on their behalf at the Meeting.
4. In terms of the Articles of Association of the Company read with Section 152 of the Companies Act, 2013, Mr. Sunil Goel, Joint Managing Director is liable to retire by rotation at the ensuing Annual General Meeting and, being eligible, offer himself for re-appointment. A brief resume of the Director, nature of his expertise in specific functional areas names of companies in which he hold Directorship and membership of Committees of the Board and his shareholding in the Company, as stipulated under Clause 49 of Listing Agreement with the Stock Exchanges in India, are provided in the Report on Corporate Governance forming part of the Annual Report. The Board of Directors of the Company recommends his re-appointment.
5. As a measure of economy, members are requested to bring their copy of Annual Report to the meeting. Members/ Proxies should bring the attendance slip duly filled in and signed for attending the meeting.
6. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID Numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the Meeting.
7. 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.
8. There are 6852 shares issued pursuant to the public issue of the Company which are remain unclaimed and are lying in the Demat Account named and styled as “OMAXE LTD UNCLAIMED SHARES DEMAT SUSPENSE ACCOUNT”. The voting rights on such shares shall remain frozen till the rightful owner claims the shares.

9. The Register of Members and Share Transfer Books of the Company will remain closed from **September 24, 2015 to September 29, 2015** (both days inclusive) for determining eligibility for payment of dividend, if declared at the meeting.
10. The dividend, declared at the meeting, will be paid on or before **Wednesday, October 28, 2015** to those Members or their mandates: (a) whose names appear as Beneficial Owners at the end of the business hours on **Wednesday, September 28, 2015** in the list of Beneficial Owners to be furnished by the Depositories (NSDL and CDSL) in respect of the shares held in electronic form; and (b) whose names appear as Members on the Company's Register of Members after giving effect to valid transfer requests in physical form lodged with the Company or its Registrar & Share Transfer Agent (RTA) on or before **Wednesday, September 23, 2015**.
11. Reserve Bank of India has initiated NECS for credit of dividend directly to the bank accounts of the Members. Members are requested to register their bank account details (Core Banking Solutions enabled account number, 9 digits MICR and 11 digits IFS Code), in respect of shares held in dematerialized form with their respective Depository Participants and in respect of shares held in physical form with Link Intime India Pvt. Ltd.
12. Under Section 72 of the Companies Act, 2013, members are entitled to make nomination in respect of shares held by them in physical mode. Members desirous of making nominations are requested to send their request in Form SH-13 as per the companies act 2013 to the Company's Register & Share Transfer Agent.
13. Members holding shares in dematerialised mode are requested to intimate all changes pertaining to their bank details, NECS & ECS mandates, nominations, power of attorney, change of address/ name/ email address etc. to their depository participant only and not to the Company or its Registrar and Share Transfer Agent. The said changes will be automatically reflected in the Company's records.
14. Members desirous of obtaining any information/ clarification(s)/ intending to raise any query concerning the annual accounts and operations of the Company, are requested to forward the same at least 7 days prior to the date of meeting to the Company Secretary at the Registered Office of the Company, so that the same may be attended appropriately.
15. Pursuant to applicable provisions of the Companies Act, 2013, the unpaid/unclaimed dividends which remains unpaid or unclaimed for a period of 7 years from the date it became due for payment will be transferred by the Company to the Investors Education and Protection Fund. Members who have not encashed dividend warrants may approach to the Registrar and Share Transfer Agent of the Company for obtaining payment thereof. The details of unpaid/unclaimed dividends for financial year 2007-08, 2012-13 and 2013-14 can be viewed on Company's website i.e. [www.omax.com](http://www.omax.com), which was uploaded in compliance to the provisions of the Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amount lying with Companies) Rules, 2012. Unclaimed dividend for the year 2007-08 will be transferred to the investor education and protection fund in November 4, 2015. Please note that no claim shall lie in respect of unpaid or unclaimed dividend after its transfer to the aforesaid Fund.
16. 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 details to the Company / Registrar and Share Transfer Agent.
17. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to Registrar, for consolidation into a single folio.
18. Non-Resident Indian Members are requested to inform Registrar, and Share Transfer Agent and their relevant DP's immediately of:
  - (a) Change in their residential status on return to India for permanent settlement.
  - (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
19. The Company is desirous to send various documents in electronic form to the email addresses provided by the members and made available by the depositories. To support the 'Green Initiative' in the Corporate Governance taken by the Ministry of Corporate Affairs, to contribute towards greener environment and to receive all documents, notices, including Annual Reports and other communications of the Company, investors should register their e-mail addresses with the Registrar and Share Transfer Agent of the Company, if shares are held in physical mode or with their DP, if the holding is in electronic mode.
20. The documents, if any, referred to in the Notice and Explanatory Statement, unless otherwise specifically stated will be available for inspection by the Members from **September 4, 2015 to September 29, 2015** at the Registered Office of the Company between 14:00 - 16:00 hrs. on all working days from the date hereof up to the date of the Meeting.
21. Voting through electronic means:
  - a. The Company is offering e-voting facility to its members enabling them to cast their vote electronically from the place other than venue of Annual General Meeting and the resolutions may be transacted through such voting. The Company has signed an agreement with the Central Depository Services (India) Limited (CDSL) for facilitating e-voting to enable the shareholders to cast their votes electronically pursuant to the provisions of

Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended and Clause 35B of the Listing Agreement.

- 1) The company is providing facility of voting through polling paper at the venue of the Meeting and members attending the meeting who have not already cast their vote by e-voting shall be able to exercise their right at the meeting.
2. Members who have cast their vote through e-voting prior to the meeting may also attend the meeting but shall not be entitle to cast their vote again.
3. Voting rights shall be reckoned on the paid up value of the shares registered in the name of the members/beneficial owner (in case of electronic shareholding) as on the cut-off date i.e September 23, 2015

**The instructions for shareholders voting electronically are as under:**

- (i) The voting period begins on September 26, 2015 at 09:00 a.m and ends on September 28, 2015 at 5:00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on cut-off date (Record Date) of September 23, 2015, may cast their vote electronically. The e-voting module shall be disable by CDSL for voting thereafter
- (ii) The shareholders should log on the e-voting website i.e. www.evotingindia.com.
- (iii) Click on “Shareholder” tab to cast your votes.
- (iv) Now Enter your user ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DPID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number Registered with the Company,
- (v) Next enter the Image Verification as displayed on Click on Login.
- (vi) If you are holding Shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.
- (vii) If you are first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field.</li> </ul>

	In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Rahul Kant with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or Company please enter the member ID/folio number in the Dividend Bank Details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN of Omaxe Limited.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the

resolution, you will not be allowed to modify your vote.

(xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to

link the account(s) for which they wish to vote on.

- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xix) Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. September 23, 2015 may follow the same instructions as mentioned above for e-Voting and may contact RTA for any query.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com). and RTA.

## EXPLANATORY STATEMENT (PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013)

### ITEM NO. 6

#### APPOINTMENT OF Ms. PADMAJA RUPAREL AS INDEPENDENT DIRECTOR

Pursuant to the provisions of Clause 49 of the Listing Agreement entered with the Stock Exchanges and pursuant to the provisions of the Companies Act, 2013 and Rules made there under (including any amendment(s) or modification(s) thereof for the time being in force), (here in after referred as LA & ‘Act’, respectively), every listed public company is required to have at least one women Director on its Board. Accordingly to align with said requirement Board had appointed Ms. Padmaja Ruperal as an additional and Independent Director on the Board at its Meeting held on March 31, 2015.

Ms. Padmaja Ruperal aged 45 years, has over 25 years of experience in finance, banking and management. She has done MBA and by profession she is an Angel Investor and President of India Angel Network (IAN), India’s first and now one of Asia’s largest groups of business angels, comprising the who’s who of successful entrepreneurs and dynamic CEO’s from India and overseas. She built IAN from inception, taking it within 7 years to nearly 350 investor across 10 countries portfolio of 100+ operations in London-making it the only angel group in the world to set up operation outside of its home country

A brief resume of Ms. Padmaja Ruperal has been given in the report of Corporate Governance annexed here with this Annual Report.

Further, in terms of LA & Act, the appointment of Independent Director is subject to such terms & conditions.

Ms. Ruperal fulfills the above conditions and the Company is proposing to the appointment, as per above requirement, as Independent Director for a term of 5 years from March 31, 2015 to March 30, 2020.

The Nominations and Remuneration Committee has recommended the appointment of the Ms. Padmaja Ruperal.

In compliance with the provisions of LA & Act, the appointment of Ms. Padmaja Ruperal, as Independent Director is now being placed before the Members for approval as item no. 6 of the Notice.

Copy of the draft letters for Independent Director, LA & Act, setting out the term and conditions are available for inspection by the Members on any working day from September 4, 2015 to September 29, 2015 between 14.00 Hours to 16.00 Hours at Registered Office of the Company.

This Statement may also be regarded as a disclosure under LA.

Except Ms. Padmaja Ruperal being appointee Director, none of the Directors, KMP(s) and their relative(s) is/are concerned or interested, financially or otherwise, in the proposed business.

**ITEM NO 7.****RATIFICATION OF REMUNERATION OF M/S S. K. BHATT & ASSOCIATES, COST ACCOUNTANTS, COST AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR 2015-16**

The Board, on the recommendation of the Audit Committee, has approved the appointment of M/s S. K. Bhatt & Associates, Cost Accountants as the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending March 31, 2016 at a remuneration of ₹ 1,50,000 (Rupees One Lacs Fifty Thousand only) plus applicable taxes and out of pocket expenses subject to the maximum of ₹ 25000 (Rupees Twenty Five Thousand only) as approved by the Board). In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be confirmed and ratified by the members of the Company. Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out in Item No. 7 of the Notice for confirmation and ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2016.

The Board recommends Item No. 7 regarding the ratification of remuneration of M/s S. K. Bhatt & Associates, Cost Accountant, Cost Auditor of the Company for the financial year 2015-16 for your approval.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed business.

**ITEM NO 8.****PRIVATE PLACEMENT OF NON CONVERTIBLE DEBENTURES AND/OR OTHER DEBT SECURITIES UNDER SECTION 42 AND 71 OF COMPANIES ACT 2013**

Pursuant to the provisions of Section 42, other applicable provisions of the Companies Act, 2013 and pursuant to the provisions of SEBI (Issue and Listing of Debt Securities) Regulations, 2008, SEBI (Issue and Listing of Debt Securities) (Amendment) Notification, 2012 and 2014 and other SEBI regulations and guidelines, if applicable, a Company offering or making an invitation to subscribe to Debentures/ Bonds or such other Debt Securities (hereinafter referred to as "Debt Instruments") on a private placement basis is required to obtain the prior approval of the Members by way of a Special Resolution.

Such approval by a Special Resolution can be obtained once a year for all the offers and an invitation for such Debt

Instruments to be made during the year. Debt Instruments including subordinated debentures, bonds, etc., issued on a private placement basis constitute a significant source of borrowings for the Company. It is proposed to offer or invite subscriptions for Debt Instruments on private placement basis, in one or more tranches, during the period of one year from the date of passing of the Special Resolution by the members, for an aggregate amount of ₹ 500,00,00,000/- (Rupees Five Hundred Crores only) or its equivalent in any other currency, as may be approved by the Members, with authority to the Board to determine the terms and conditions as referred in the resolution, including the Nominal value/ issue price of the Debt Securities, interest, repayment, redemption, utilization, security, listed and / or otherwise, as it may deem expedient and to do all such acts, deeds, matters and things in connection therewith and incidental thereto and in respect of pre and post issue/allotment and including in variation/ modification in terms of the Debt Instruments issued whereof as the Board in its absolute discretion deems fit, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this Resolution.

Accordingly, the approval of the members is being sought by way of a Special Resolution under Section 42 of the Companies Act, 2013 and the rules framed thereunder for issue of the aforesaid Debt Instruments on private placement basis.

The Board recommends item No. 8 regarding private placement of Non Convertible Debenture and/or other debt securities for your approval.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed business.

For and on behalf of the Board  
For **Omaxe Limited**

Sd/-

**Rohtas Goel**

**Chairman and Managing Director**

**(DIN: 00003735)**

Place: New Delhi

Date: August 27, 2015

**REGISTERED OFFICE:**

Shop No-19-B, First Floor,  
Omaxe Celebration Mall,  
Sohna Road, Gurgaon-122001, Haryana

# Directors' Report

## DEAR MEMBERS,

Your Directors have pleasure in presenting the Twenty Sixth Annual Report together with the Audited Financial Statements of the Company for the financial year ended March 31, 2015.

## FINANCIAL HIGHLIGHTS

A brief overview on Consolidated and Stand-Alone Financial Performance of your Company for the Financial Year ended March 31, 2015 is as follows:

### A. CONSOLIDATED FINANCIAL PERFORMANCE

(₹ in mio)

Particulars	31.03.2015 (Audited)	31.03.2014 (Audited)
Gross Revenue	14,652.42	16,534.51
<b>Profit before Interest, depreciation, exceptional items &amp; tax</b>	<b>2,681.33</b>	<b>2,559.85</b>
Less: Interest	1,435.17	1,305.77
Less: Depreciation	144.26	98.68
<b>Profit before exceptional items and tax</b>	<b>1,101.9</b>	<b>1,155.40</b>
Add: Exceptional Items	-	-
Less: Provision for tax	503.51	369.28
<b>Profit after tax before minority adjustment</b>	<b>598.39</b>	<b>786.12</b>
Less: Minority Adjustment	(2.29)	0.92
<b>Profit for the year</b>	<b>600.68</b>	<b>785.20</b>
Add: Profit brought forward from last year	8,919.53	8,351.68
Add: Adjustments on account of depreciation and reserve	(7.20)	-
<b>Profit available for appropriation</b>	<b>9,513.01</b>	<b>9,136.88</b>
<b>Appropriations</b>		
Less: Proposed Preference Dividend	2.50	0.31
Less: Tax on distribution of Distribution of proposed preference dividend	0.51	0.05
Less: Transfer to General Reserve	100.00	110.00
Less: Proposed equity dividend	91.45	91.45
Less: Tax on distribution of proposed equity dividend	18.62	15.54
Less: Transfer to Debenture Redemption Reserve	250.00	-
<b>Balance Carried to Balance Sheet</b>	<b>9,049.93</b>	<b>8,919.53</b>

### B. STAND-ALONE FINANCIAL PERFORMANCE

(₹ in mio)

Particulars	31.03.2015 (Audited)	31.03.2014 (Audited)
Gross Revenue	9,809.80	12,214.02
<b>Profit before Interest, depreciation, exceptional items &amp; tax</b>	<b>2,194.18</b>	<b>2,297.89</b>
Less: Interest	1,345.44	1,367.84
Less: Depreciation	125.75	86.14
<b>Profit before exceptional items &amp; Tax</b>	<b>722.99</b>	<b>843.91</b>
Add: Exceptional items	-	-
Less: Provision for tax	321.66	241.04
<b>Profit after Tax</b>	<b>401.33</b>	<b>602.87</b>
Add : Profit brought forward from last year	6,087.19	5,672.55
Add: Adjustments on account of depreciation	(6.21)	-
<b>Profit available for appropriation</b>	<b>6,482.31</b>	<b>6,275.42</b>
<b>Appropriations</b>		
Less: Transferred to General Reserves	100.00	100.00
Less: Transfer to Debenture Redemption Reserve	250.00	-
Less: Proposed Preference Dividend	2.50	0.31
Less: Tax on distribution of Preference Dividend	0.51	0.05
Less: Proposed equity dividend	91.45	91.45
Less: Tax on distribution of proposed equity dividend	18.62	15.54
<b>Add: Tax Adjustment on distribution of Equity Dividend for earlier year</b>	<b>-</b>	<b>19.12</b>
<b>Balance Carried to Balance Sheet</b>	<b>6,019.23</b>	<b>6,087.19</b>

### DIVIDEND

#### I) PREFERENCE SHARES

The Board has recommended a dividend of 0.1% on 0.1% Non-Cumulative, Redeemable, Non Convertible Preference Shares for the Financial Year ended March 31, 2015 amounting to ₹ 2.50 mio. for approval of members.

#### II) EQUITY SHARES

Your Board is pleased to recommend a dividend of ₹ 0.50 per equity shares (5%) on the Paid Up Equity Share

Capital of the Company for the Financial Year 2014-15 amounting to ₹ 91.45 mio for approval of the members.

## OPERATIONS

During the year under review, on consolidated basis, your Company registered a Gross Revenue of ₹ 14,652.42 mio, whereas the Profit before Tax and Net Profit stood at ₹ 1,101.90 mio and ₹ 600.68 mio respectively. On standalone basis, the Company registered Gross Revenue of ₹ 9,809.80 mio, whereas the Profit before Tax and Net Profit stood at ₹ 722.99 mio and ₹ 401.33 mio respectively.

During the period under consideration, the markets remained sluggish. In spite of new government at centre and its best efforts to kick start the economy, overall markets remained slow. In spite of slow market(s), the wide range of products and geographical spread of the Company helped it in maintaining a steady performance.

Your Company has a wide range of real estate portfolio involving developments of Integrated Hi-Tech Townships, Group Housing projects, Shopping Malls, Office Spaces, SCOs and Hotel projects with wide geographical presence across Northern and Central India operating in 8 states across 27 cities.

During the year under review, your Company further strengthened its foot print across markets like Uttar Pradesh, Punjab, Haryana and Madhya Pradesh etc. Your Company launched various projects in Lucknow, Vrindavan, Chandigarh, Bahadurgarh and Indore.

The focus of the Company, during the year, has been to complete the ongoing projects and fasten deliveries.

## OUTLOOK

With a widespread geographical coverage, a wide range of offerings across the entire real estate value chain, a healthy pipeline of inventory at various stages of development, an impressive land bank, all these put your Company in a position of promising future growth potential. Your Company is well placed to maximize from emerging socio-economic trends of rapid urbanizations, emergence of smaller cities as new centres of future economic growth, a rapid shift towards nuclear families and aspirations of an enhanced lifestyle.

Further, with the overall signs of improvement in economy, rate cuts etc., your Company is best positioned to take advantage of the same.

## ALLOTMENT OF 14% SECURED, REDEEMABLE NON-CONVERTIBLE DEBENTURE

During the year, the 'Committee for Issuance of Debt Securities' (CIDS) had issued and allotted first tranche consisting 1000, 14% Secured, Redeemable Non-Convertible Debentures "NCDs" of face value of ₹ 500,000/- (Rupees Five Lacs only) at par aggregating to ₹ 50,00,00,000 (Rupees Fifty Cores only)

Details of series mentioned below:

- Series A "consisting 480 Debentures aggregating to ₹ 240 mio", listed with BSE Limited.
- Series B "consisting 320 Debentures aggregating to

₹ 160 mio", listed with BSE Limited.

- Series C "consisting 120 Debentures aggregating to ₹ 60 mio".
- Series D "consisting 80 Debentures aggregating to ₹ 40 mio"

## PUBLIC DEPOSITS

During the year, the Company had accepted Fixed Deposits under Fixed Deposit Scheme in compliance with the provisions of Section 73 and 76 and other relevant provisions of the Companies Act, 2013 and Rules made there under.

The details of the Deposit is as follows:

- Accepted during the year: ₹ 296.44 mio
- Remained unpaid or unclaimed as at the end of the year: ₹ 741.22 mio.\*
- 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:	NIL
(ii) maximum during the year :	NIL
(iii) at the end of the year :	NIL
- The details of deposits which are not in compliance with the requirements of Chapter V of the Companies Act, 2013: NIL  
 \*(including deposit pursuant to Rule 19 of the Companies (Acceptance of Deposits) Rules, 2014)

Periodical reminders are being sent to the Deposit holders whose deposits are matured but remain unclaimed.

## AUDIT COMMITTEE

The Audit Committee has been reconstituted and the terms of reference have further modified / amended in light of the provision of Section 177 of the Companies Act, 2013 read with Clause 49 of the Listing Agreement. It consists of four Members namely Dr. Prem Singh Rana, Independent Director, Mr. Padmanabh Pundrikray Vora, Independent Director, Lt. Gen. (Retd.) Bhopinder Singh, Independent Director and Mr. Rohtas Goel, Chairman and Managing Director of the Company. Dr. Prem Singh Rana, Independent Director is the Chairman of the Audit Committee. All Members of the Audit Committee possess sufficient knowledge and experience in the field of Finance and Accounts.

The new term of reference has been mentioned in Corporate Governance segment forming part of the Annual Report.

## NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee has been reconstituted and the terms of reference have further modified / amended in light of the provision of Section 178 of the Companies Act, 2013 read with Clause 49 of the Listing Agreement. It consists of four Members namely Dr. Prem Singh Rana, Independent Director, Mr. Padmanabh Pundrikray Vora, Independent Director, Lt. Gen. (Retd.) Bhopinder Singh, Independent Director and Mr. Rohtas Goel, Chairman and Managing Director of the Company.

Lt. Gen. (Retd.) Bhopinder Singh, Independent Director is the Chairman of the Nomination and Remuneration Committee.

The new terms of reference has been mentioned in Corporate Governance segment forming part of the Annual Report.

### STATUTORY AUDITOR

The Auditors, M/s Doogar & Associates, Registration No. 000561N, Chartered Accountants, hold office until the conclusion of the Annual General Meeting to be held in the year 2017 subject to ratification at every Annual General Meeting. A Certificate from the Auditors has been received stating the ratification would be within the limits prescribed under the Companies Act, 2013. Further, the Company has also received a copy of Peer Review Certificate issued by the Institute of Chartered Accountants of India to the Auditors and declaration from the Auditors that they are not disqualified for such appointment/ reappointment under the said Act.

The Board recommends the ratification of M/s Doogar & Associates, Chartered Accountants as the Statutory Auditors of the Company for the Financial Year 2015-16.

### AUDITOR'S REPORT

The Notes on accounts and observations of the Auditors in their report on the Accounts of the Company are self-explanatory. However, your Directors have following comments on the observations in the Auditors' Report and recommendations of the Audit Committee:-

Except for delays, in some cases in depositing statutory dues on account of clerical reconciliations, there are no arrears outstanding at the end of the financial year 2014-15. Further, there are certain dues of Sales Tax, Service Tax and Income Tax which has not been deposited on account of dispute, will be settled as per the resolution of dispute.

### SECRETARIAL AUDITOR

Pursuant to the provisions of section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed P I & Associates, a firm of Company Secretaries in practice to undertake the Secretarial Audit of the Company for the financial year 2015-16.

### SECRETARIAL AUDITORS' REPORT

The observations of Secretarial Auditor of the Company in their report are self-explanatory. The Secretarial Audit report is annexed herewith as **Annexure I**.

### COST AUDITOR

Pursuant to Section 148 of The Companies Act, 2013 read with The Companies (Cost Records and Audit) Amendment Rules, 2014, the cost audit records maintained by the Company in respect of its construction activity is required to be audited.

Your Directors had, on the recommendation of the Audit Committee, appointed M/s S. K. Bhatt & Associates to audit the cost accounts of the Company for the financial year 2015-16 at a remuneration of ₹ 1,50,000 lakhs plus out of pocket expense subject to the maximum of ₹ 25000/-. As

required under the Companies Act, 2013, the remuneration payable to the Cost Auditor is required to be placed before the members for ratification.

The Board recommended the above for your approval.

### COST AUDITORS' REPORT

In terms of section 148 of Companies Act, 2013, the Company had appointed M/s S. K. Bhatt & Associates, Cost Accountants as Cost Auditors of the Company for the Audit of the cost records of the Company for the financial year 2014-15. The Cost Auditors in terms of Act, post audit shall submit their report to Board in due course.

### INTERNAL CONTROL SYSTEMS

The Company has in-house Internal Audit Department. Internal Control System of the Company has been devised through its extensive experience that ensures control over various functions of its business. The Company practises Quality Management System for Design, Planning, Construction and Marketing. Periodic audits conducted by Internal Auditors and Statutory Auditors provide means whereby any weakness, whether financial or otherwise, is identified and rectified in time.

### SUBSIDIARY COMPANIES

The Company has 94 subsidiaries as on March 31, 2015. List of Subsidiaries which have been consolidated at the year end is given in the Notes to Accounts.

During the year under review, M/s Anjaniputra Builders Private Limited, M/s Hamara Ghar Constructions & Developers Private Limited, M/s Jewel Projects Private Limited, M/s Link Infrastructure & Developers Private Limited, M/s Navratan Techbuild Private Limited, M/s Omaxe Entertainment Limited, M/s Omtech Infrastructure & Construction Limited and M/s Zodiac Housing & Infrastructure Private Limited have become Wholly Owned Subsidiary Companies and M/s Satvik Hitech Builders Private Limited and M/s Reliable Manpower Solutions Limited have become step Subsidiary Companies of the Company from the subsidiary by virtue of acquisition of shares by the other subsidiaries of the Company i.e. M/s Omaxe Buildhome Limited and M/s Omaxe Forest Spa & Hills Developers Limited, respectively. Further, during the period under review M/s Finishing Touch Properties & Developers Limited has ceased to be subsidiary of the Company.

### ACCOUNTS OF SUBSIDIARY COMPANIES

Pursuant to Accounting Standard AS-21 on Consolidated Financial Statements read with AS-27 on Financial Reporting of Interest in Joint Ventures issued by the Institute of Chartered Accountants of India and Listing Agreement as prescribed by Securities and Exchange Board of India (SEBI), Consolidated Financial Statements, which includes the financial information of the subsidiaries and Joint Venture's are enclosed and forms part of this Annual Report.

As per the provision of first proviso of Section 129(3) of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014, the Financial Statements of the subsidiary companies have not been attached to the Annual Report. However, Company is required to attach alongwith its financial statements a separate statements containing the salient features of financial statements of its subsidiary or



subsidiaries in form AOC-1.

Further, the Financial Statements of the subsidiary companies and the related detailed information will be made available to the shareholders of the holding and subsidiary companies seeking such information at any point of time and the Financial Statements of the subsidiary companies will also be kept for inspection by any member in the registered office of the holding company and of the subsidiary companies concerned. The Company will furnish a hard copy of details of accounts of subsidiaries to any shareholder on demand. Further, the Financial Statements for the Financial Year 2014-15 of all the Subsidiary Companies including Joint Venture's are available on the website of the company i.e. [www.omaxe.com](http://www.omaxe.com)

### CORPORATE SOCIAL RESPONSIBILITY

With the Corporate Social Responsibility now becoming the statutory obligation, your Directors, upon the recommendation of the CSR Committee, adopted CSR policy and initiated its implementation. During the year under consideration, the Company to spend ₹ 13.94 mio in CSR activities. However, in view of the already existing commitments, the Company spent an amount of ₹ 12.05 mio on various activities for charitable and social causes during the year fulfilling its responsibility towards society. Accordingly, it was felt appropriate, keeping in view the fund requirements, market conditions and to withhold expenditure of CSR for the year. The Company may take any suitable project(s) qualifying under CSR for the coming year(s).

The Annual Report on CSR activities is annexed herewith as **Annexure II**.

### POLICY ON SEXUAL HARASSMENT

The Company has in place a Policy on Sexual Harassment in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Complaint Committee is set up to redress complaints received regularly. All female employees are covered under the policy. There was no complaint received from any employee during the financial year 2014-15 and hence no complaint is outstanding as on March 31, 2015 for redressal.

### EMPLOYEES STOCK OPTION PLANS

The Company has two ESOP schemes viz. Omaxe ESOP Plan Alpha and Omaxe ESOP Plan Beta-2007. However, as all the options under Omaxe ESOP Plan Alpha since been lapsed, this plan is no more in existence. The detail is available under the investor segment on the website of the Company i.e. [www.omaxe.com](http://www.omaxe.com).

The details of ESOP Plan Beta - 2007 are as under:

#### OMAXE ESOP PLAN BETA-2007

The Company had adopted Omaxe ESOP Plan Beta-2007 pursuant to the special resolution passed in the Annual General Meeting held on September 27, 2007.

Pursuant to the requirements of the SEBI (ESOS and ESPS) Guidelines, 1999, given below are the requisite disclosures:

#### Options Granted

No options have been granted till date.  
(Previous Year - No options have been granted till date.)

#### Pricing formula

No options have been granted till date under this scheme. However, the pricing formula would be as per the SEBI guidelines as at the time of grant of options.

(Previous Year- No options have been granted till date under this scheme. However, the pricing formula would be as per the SEBI guidelines as at the time of grant of options.)

#### Options vested

No options have vested till date under the above mentioned Scheme.

(Previous Year - No options have vested till date under the above mentioned Scheme.)

#### Options exercised

No options have been exercised till date in the above mentioned Scheme.

(Previous Year - No options have been exercised till date in the above mentioned Scheme.)

#### Total number of shares arising due to exercise of options

No options have been granted till date and hence, no shares would arise due to exercise of options.

(Previous Year - No options have been granted till date and hence, no shares would arise due to exercise of options.)

#### Options lapsed

No options have lapsed till date as per the granted and vesting schedule of the Scheme.

(Previous Year - No options have lapsed till date as per the grant and vesting schedule of the Scheme.)

#### Variation of terms of options

No variation has been made to the terms of the scheme.

(Previous Year - No variation has been made to the terms of the scheme.)

#### Money realized by exercise of options

No money has been realized till date, as no Options have been exercised till date.

(Previous Year - No money has been realized till date, as no Options have been exercised till date.)

#### Total number of options in force

No option is in force under the scheme mentioned above.

(Previous Year - No option is in force under the scheme mentioned above.)

#### Employee wise details of options granted to: Senior managerial personnel

Nil (Previous Year- Nil)

**Any other employee with grant greater than 5% of total Options**

31.03.2015.

Nil (Previous Year- Nil)

**Employees getting options more than 1% of issued capital**

No employee of the Company has been awarded more than or equal to 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of the grant.

(Previous Year - No employee of the Company has been awarded more than or equal to 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of the grant.)

**Diluted Earnings per Share**

There has been no grant under this scheme and hence there is no impact on EPS.

(Previous Year - There has been no grant under this scheme and hence there is no impact on EPS.)

**Exercise price and fair option value**

Not applicable.

(Previous Year - Not applicable.)

**Employee Compensation Cost**

The employee compensation cost will be calculated as difference between the fair value of the shares and exercise price of the option. However the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognised 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.

Since there are no options in force, the employee compensation cost is Nil.

(Previous Year- The employee compensation cost will be calculated as difference between the fair market value of the shares and exercise price of the option)

**Weighted average exercise price and fair value of options**

Nil

(Previous Year – Nil)

**Expected life**

Expected life of options granted to the employees is ten (10) years. This is based on various schemes launched by various organizations in the country.

(Previous Year - Expected life of options granted to the employees is ten (10) years. This is based on various schemes launched by various organizations in the country.)

**BOARD MEETINGS**

During the period under review, your Directors met 7 (Seven) times. The Meetings were held on 30.05.2014, 25.07.2015, 26.09.2014, 10.11.2014, 02.12.2014, 29.01.2015 and

**DIRECTORATE**

In accordance with the provisions Section 152 of the Companies Act, 2013 and Articles of Association of the Company, Mr. Sunil Goel, Joint Managing Director of the Company who shall retire by rotation, at the ensuing Annual General Meeting, being eligible, offers himself for re-appointment.

Your Directors further inform the members that, during the period under review, Ms. Padmaja Ruparel was appointed as an additional director in the capacity of Independent Director. The proposal for confirmation of her appointment as an Independent Director for a term of 5 Years shall be put up before ensuing Annual General Meeting.

Brief resume of the Directors proposed to be appointed/ reappointed, nature of their expertise in specific functional areas and names of the companies in which they hold directorship and membership/ chairmanship of Committees of the Board, as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges are provided in the Corporate Governance Report forming part of the Annual Report.

Your Board recommended the above referred appointment/ re-appointment for your approval.

**DECLARATION BY INDEPENDENT DIRECTORS**

As per the requirement of section 134(3)(d) of the Companies Act, 2013, the Company is required to attach the statement on declaration given by the Independent Directors under Section 149(6) with the Report. Your Company has received the said declaration from all the Independent Directors.

**DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the requirement under section 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- a. in the preparation of the Financial Statements for the financial year ended March 31, 2015, the applicable Accounting Standards have been followed and there are no material departures;
- b. the Directors had selected such accounting policies and applied them consistently and made judgements 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, 2015 and of the Net Profit of the Company for the year ended on that date;
- c. the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- d. the Directors had prepared the Financial Statements of the Company for the financial year ended March 31, 2015 on a 'going concern' basis.
- e. the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively.

- f. the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

### **PARTICULARS OF EMPLOYEES**

As required by the provisions of Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the details of Employees are set out in **Annexure III**.

### **DETAILS OF DIRECTOR AND KEY MANAGERIAL PERSONNEL**

During the year under review, Mr. Mohit Goel has been appointed as Chief Executive Officer of the Company. Further, Ms. Vijayalaxmi is Chief Operating Officer, Mr. Vimal Gupta is Chief Financial Officer and Mr. Venkat Rao is the Company Secretary of the Company.

### **CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT/TECHNOLOGY ABSORPTION/ FOREIGN EXCHANGE EARNING AND OUTGO**

The information required pursuant to Section 134 (3)(m) of the Companies Act, 2013, read with Companies (Accounts) Rules, 2014 pertaining to Conservation of Energy, Research & Development, Technology Absorption are not applicable to the company.

The earning in foreign currency is ₹ 5.51 mio during the current year as against ₹ 13.87 mio in previous year and expenditure in foreign currency is ₹ 4.38 mio during the current year as compared to ₹ 4.74 mio in the previous year.

### **INVESTOR RELATIONS**

Investor Relations have been cordial during the year. As per the Circular No. CIR/OIAE/2/2011 dated June 3, 2011 issued by the Securities and Exchange Board of India, Company is timely redressing the Investor Complaints through the SEBI complaints Redress System (SCORES). As a part of compliance, the Company has an Investor Grievance cum Stakeholder Relationship Committee to redress the issues relating to investors. It consists of two members namely Lt. Gen. (Retd.) Bhopinder Singh, Independent Director and Mr. Jai Bhagwan Goel, Whole Time Director of the Company. Lt. Gen. (Retd.) Bhopinder Singh, Independent Director is the Chairman of the Investor Grievance cum Stakeholder Relationship Committee. The details of this Committee are provided in the Corporate Governance Report forming part of the Annual Report.

### **LISTING**

The equity shares continue to be listed on the BSE Ltd. (Bombay Stock Exchange) and the National Stock Exchange of India Ltd. (NSE). Both these Stock Exchanges have nationwide trading terminals and therefore, shareholders/investors are not facing any difficulty in trading the shares of the Company from any part of the Country. The Company has paid annual listing fees for the financial year 2015-16 to the BSE Ltd. and the National Stock Exchange of India Ltd. and annual custody fees to National Securities Depository Limited and Central Depository Services (India) Limited.

### **REPORT ON CORPORATE GOVERNANCE**

The Directors adhere to the requirements set out by the Securities and Exchange Board of India's Corporate Governance practices and have implemented all the stipulations prescribed. Secretarial compliances, reporting, intimations etc. under the Companies Act, 2013, Listing Agreement(s) and other applicable laws, rules and regulations are noted in the Board/ Committee Meetings from time to time.

The Report on Corporate Governance as stipulated under Clause 49 of the Listing Agreement forms part of this Report.

The requisite Certificate from the Statutory Auditors of the Company, M/s Doogar & Associates, Chartered Accountants, confirming compliance with the conditions of Corporate Governance as stipulated under the aforesaid Clause 49, is attached and forms part of the Report.

### **MANAGEMENT DISCUSSION AND ANALYSIS**

The Management Discussion and Analysis Report as required under Clause 49 of the Listing Agreement with the Stock Exchanges forms part of this Report.

### **EXTRACT OF ANNUAL RETURN**

Pursuant to section 92 of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the extract of Annual Return is attached herewith as **Annexure IV**.

### **PARTICULARS OF CONTRACTS OR ARRANGEMENT WITH RELATED PARTIES**

All contracts/arrangements/transaction entered into by the Company during the financial year with related parties were in the ordinary course of business and on arm's length basis. During the year, the Company had not entered into any contract/ arrangement/transaction with the related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. Please refer to **Annexure V**. Your Directors also draw attention of the members to Note no. 41 to the financial statement which set out related party disclosure.

### **PARTICULARS OF LOANS, GUARANTEES & INVESTMENT**

Your Company is engaged in the business of providing infrastructure facilities i.e. housing, real estate development etc. In terms of legal opinion the provision of Section 186 of the Companies Act, 2013 are exempted to the Company.

### **SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS**

During the period under review, no material order has been passed by any regulator or court excepting to the extent as may be mentioned in the Notes to Accounts attached to the Financial Statements forming part of the Annual Report.

### **BOARD EVALUATION**

Pursuant to the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Board has carried out an annual performance evaluation of its own performance and Audit, Nomination & Remuneration Committee(s).

The Company has adopted adequate policy for the evaluation of its director including Independent Director and for the evaluation of the performance of Board and its committees, the above referred evaluation has been made in accordance with the stated policy.

#### **DIRECTOR'S APPOINTMENT AND REMUNERATION POLICY**

Pursuant to the provision of section 178 of the Companies Act 2013 and Clause 49 of the Listing Agreement, the Board of Directors on the recommendation of Nomination and Remuneration Committee has framed a policy for the appointment and remuneration of Directors and Senior Management including criteria for determining qualification positive attributes, independence and other related matters. The policy is available on the website of the Company.

#### **RISK MANAGEMENT POLICY**

The Company has adopted the risk management policy which is aimed at creating and protecting shareholders value by minimizing threats and losses and identifying and maximizing opportunities. Your Directors review the risks associated with the business or threaten the prospects of the company, from time to time.

#### **WHISTLE BLOWER POLICY**

The Company has a vigil mechanism named as Whistle Blower Policy, an avenue to raise concerns and give access in good faith to the Chairman of the Audit Committee and also whistle blower provides for adequate safeguard against victimisation of person.

The Policy on Whistle Blower Policy may be accessed on the Company's website.

#### **ACKNOWLEDGEMENT**

Your Directors would like to express their sincere appreciation for assistance and co-operation received from the vendors and stakeholders including Financial Institutions, Banks, Central & State Government Authorities, other Business Associates, who have extended their valuable sustained support and encouragement during the year under review.

The relationship with the employees remained cordial during the year. Your Directors are thankful to the shareholders and customers for their continued patronage. Your Directors wish to place on record their appreciation for impressive growth achieved through the competence, hard work, solidarity, cooperation and support of employees at all levels.

#### **CAUTIONARY STATEMENT**

Statement made in the Annual Report, including this report those stated under the caption "Management Discussion and Analysis" describing the Company's plans, executions, achievements, projections and expectations may include approximations assumption estimate and may constitute "forward looking statement" within the meaning of applicable laws and regulations. Actual results may differ materially from those either expressed or implied.

For and on behalf of the Board  
For **Omaxe Limited**

Sd/-

**Rohtas Goel**

Chairman and Managing Director

**(DIN: 00003735)**

Place: New Delhi  
Date: May 28, 2015

#### **REGISTERED OFFICE:**

Shop No. 19-B, First Floor,  
Omaxe Celebration Mall, Sohna Road ,  
Gurgaon, Haryana-122001

**ANNEXURE I****FORM NO. MR-3****SECRETARIAL AUDIT REPORT****For the Financial Year ended March 31, 2015**

To,  
The Members,  
**Omaxe Limited**  
(L74899HR1989PLC051918)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Omaxe Limited (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 my opinion thereon.

Based on our verification of the Company, 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 March 31, 2015. The Company has complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent based on the management representation letter/confirmation, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other record maintained by the Company for the financial year ended on March 31, 2015, according to the provisions of:

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

(Issue and Listing of Debt Securities) Regulations, 2008;

- f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993;
- g) ~~The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and~~
- h) ~~The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998;~~
- (vi) Employee Provident Fund and Miscellaneous Provisions Act, 1952 and Provisions of Employee State Insurance Act, 1948
- (vii) Workmen's Compensation Act, 1923 Equal Remuneration Act, 1976 and all other allied labour laws, as informed/confirmed to us;
- (viii) Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
- (ix) Maternity Benefits Act, 1961;
- (x) Contract Labour (Regulation and Abolition) Act, 1970;
- (xi) Minimum Wages Act, 1948;
- (xii) Contract Labour (Regulation and Abolition) Act, 1970;
- (xiii) Minimum Wages Act, 1948;
- (xiv) Payment of Wages Act, 1936
- (xv) Payment of Bonus Act, 1965;
- (xvi) Payment of Gratuity Act, 1972;
- (xvii) Industrial Dispute Act, 1947;
- (xviii) Industrial Employment (Standing Order) Act, 1946;
- (xix) Delhi Shops and Commercial Establishment Act, 1954;
- (xx) The Bombay Labour Welfare Fund Act, 1953 (Bombay Act XL of 1953) as extended to the Union Territory of Delhi.
- (xxi) Child Labour (Prohibition and Regulation) Act, 1986.
- (xxii) Employment Exchanges (Compulsory Notification of Vacancies) Act, 1959
- (xxiii) Inter-state Migrant Workmen (Regulation of Employment & Conditions of Service) Act 1979;
- (xxiv) The Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act, 1996.
- (xxv) Apprentices Act, 1961.
- (xxvi) Forest (Conservation) Act, 1980.
- (xxvii) Regulations & Guidelines issued by Ministry of Environment, Forest & Climate Change, Government of India.
- (xxviii) Regulation and Guidelines issued by Ministry of Water Resources, Government of India,
- (xxix) Finance Act, 1994;
- (xxx) Income Tax Act, 1961
- (xxxi) The Delhi Value Added Tax Act, 2005.
- (xxxii) The Haryana Value Added Tax Act, 2003
- (xxxiii) The Uttarakhand Value Added Tax, 2005.
- (xxxiv) The Uttar Pradesh Value added Tax, 2008

- (xxxv) The Punjab Value Added Tax Act, 2005
- (xxxvi) Rajasthan Value Added Tax Act, 2003
- (xxxvii) The Himachal Pradesh (Value Added Tax) Act, 2005
- (xxxviii) National Highway Authority of India Act, 1988
- (xxxix) The Water (Prevention and Control of Pollution) Act, 1974
- (xl) The Air (Prevention and Control of Pollution) Act, 1981
- (xli) Environment (Protection) Act, 1986
- (xlii) Guideline issued by National Green Tribunal
- (xliii) Other allied laws applicable to the Company

I/We have also examined compliance with the applicable clauses of the following:

- i. Secretarial Standards issued by The Institute of Company Secretaries of India;
- ii. The Listing Agreements entered into by the Company with the Stock Exchange(s), if applicable;

During the period under review, the Company has complied with the provision of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above.

**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, 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 Meeting, 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 Agendas items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members views are captured and recorded as part of the minutes.

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 of the Company has following events give details specific events/ actions having a major bearing on the Compans' Affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above);-

1. The Company during the period under review has passed following resolutions under section 180 of the Act:
  - Special Resolution passed through Postal Ballot for approving limits of Borrowings under section 180(1) (c) of the Companies Act, 2013
  - Special resolution passed through Postal Ballot for Creation of Charge on the assets/properties of the Company under section 180(1)(a) of the Companies Act, 2013 in connection with the borrowing of the Company.
2. The Company has issued secured Redeemable Non-Convertible Debentures through Private Placement in due Compliance of the Companies Act, 2013.
3. The Company has accepted deposits in compliance of the provisions of the Companies Act, 2013.

**For PI & Associates,  
Company Secretaries**

Sd/-  
**Sakshi Seth**  
ACS No.: 20740  
CP No.: 8050

Place: New Delhi  
Date: 23.05.2015

**ANNEXURE II****ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES****1. A brief outline of the Company's CSR policy including overview of projects or programmes proposed to be undertaken and a reference to the web link to the CSR policy and projects or programmes.**

To attain its CSR objectives in a professional and integrated manner, the Company may, inter alia, undertake the activity(ies) and programme(s) identified under Schedule VII of the Companies Act, 2013, from time to time, and the following:

- a. Undertake proactive engagement with stakeholders to actively contribute to the socio-economic development of the periphery/community in which it operates.
- b. Work towards mainstreaming the marginalized segments of the society by striving towards providing equal opportunities and making meaningful difference in their lives.
- c. Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water;
- d. Eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation including contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water;
- e. Promoting education, including special education and employment enhancing vocation skills especially among children, women, construction workers, elderly, and the differently abled and livelihood enhancement projects;
- f. Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
- g. Focus on educating the girl child and the under privileged by providing appropriate infrastructure, and groom them as future value creators.
- h. Assist in skill development by providing direction and technical expertise to the vulnerable thereby empowering them towards a dignified life.
- i. Emphasize on providing basic nutrition/health care

facilities with special focus on establishing health centers for the mother and child as well as the elderly.

- j. Rural development projects;
- k. At the time of national crisis, as a company it is imperative for us to respond to emergency situations & disasters by providing timely help to affected victims and their families.
- l. Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government for socio-economic development and relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women;

**2. Composition of the CSR Committee**

- Dr. Prem Singh Rana, Independent Director (Chairman)
- Lt. Gen. (Retd.) Bhopinder Singh, Independent Director (Member)
- Mr. Rohtas Goel, Chairman & Managing Director (Member)
- Mr. Jai Bhagwan Goel, Whole Time Director (Member)

3. Average Net Profit of the Company for the Last three financial years: ₹ 696.77 mio

4. Prescribed CSR expenditure (Two percent of the amount as in item 3 above): ₹ 13.9354 mio

5. Detail of CSR spend for the financial year:

- Total amount spend for the Financial Year:
- Amount unspent, if any:

The details are given in Board Report.

6. In case the Company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board report.

The details are given in Board Report.

7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company:

The Committee shall endeavour to implement the CSR in accordance with the CSR Policy and its objectives.

**Manner in which the amount spent during the financial year is detailed below:**

Sl. No.	CSR project or activity identified	Sector in which the project is covered	Projects or programme: (i) Local area or other (ii) Specify the state or district where the projects or programmes was undertaken	Amount outlay (Budget) project or programme wise	Amount spent on project or programs: Sub head: 1. Direct expenditure on project or programme; 2.Overheads	Cumulative expenditure up to the date of reporting	Amount spent: Direct or through implementing agencies*
1	-	-	-	-	-	-	-

\*Give details of implementing agencies.

**Annexure III****PARTICULARS OF EMPLOYEES**

The information required under section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment & Remuneration) Rules, 2014 are given below:

1. Ratio of the remuneration of each Director to the median remuneration of the employees of the company for the financial year 2014-15:-

<b>Executive directors</b>	<b>Ratio to median remuneration</b>
Mr. Rohtas Goel	129.92
Mr. Sunil Goel	59.09
Mr. Jai Bhagwan Goel	31.82
Dr. Prem Singh Rana	1.89
Lt. Gen. (Retd.) Bhopinder Singh	1.89
Mr. P.P. Vora	1.89

2. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or manager, if any, in the financial year:—
3. The percentage increase in the median remuneration of employees in the Financial Year :—
4. The number of permanent employees on the roll of the company for the Financial Year:- 944
5. Explanation on the relationship between average increase in remuneration and company performance:  
The Company's performance has been steady and in line with markets. The remuneration of employees has been in line with and is consistent with the performance of the Company.
6. \*Comparison of the remuneration of Key Managerial Personnel against the performance of the Company

	(₹ in mio)
Aggregate of the remuneration of Key Managerial personnel (KMP) in FY 15	68.46
Revenue	9809.80
Remuneration of KMPs (as % of revenue)	0.7%
Profit before Tax	722.99
Remuneration of KMPs (as % of PBT)	9.47%

\*Including Managing Director / Whole Time Director.

7. Variation in the market capitalization of the Company, price earnings ratio as the closing date of the current financial year and previous financial year

<b>Particulars</b>	<b>March 31, 2015</b>	<b>March 31, 2014</b>	<b>% change</b>
Market Capitalization	2472.82	2320.09	6.55
Price Earning Ratio	62	38.44	61.29

8. Percentage increase over decrease in the market quotations of the shares of the company in comparison to the rate at which the Company came out the last public offer:

<b>Particulars</b>	<b>March 31, 2015</b>	<b>IPO date(09.08.2007)</b>	<b>% change</b>
Market Price(BSE)	135.20	310	(56.39)
Market Price(NSE)	135.05	310	(56.43)

9. Average percentile increase in salaries of employees other than managerial personnel and its comparison with the percentile increase in the remuneration of managerial person:—



## 10. Comparison of each remuneration of the Key Managerial Remuneration against the Performance of the company:-

(₹ in mio)

	Mr. Rohtas Goel (Chairman & Managing Director)	Mr. Sunil Goel (Joint Managing Director)	Mr. Jai Bhagwan Goel (Whole Time Director)	Mr. Mohit Goel (Chief Executive Officer)	Mr. Vimal Gupta (VP-Accounts & Chief Financial Officer)	Mr. Venkat Rao (Addl. Vice President & Company Secretary)	Mrs. Vijayalaxmi (Chief Operating Officer)
Remuneration in FY 15	34.30	15.60	8.40	2.77	2.26	2.55	2.58
Revenue	9809.80						
Remuneration as % of revenue FY 15	0.35%	0.16%	0.09%	0.03%	0.02%	0.03%	0.03%
Profit before Tax	722.99						
Remuneration (as % of PBT)	4.75%	2.16%	1.16%	0.39%	0.32%	0.36%	0.36%

## 11. Key parameter of any variable component of remuneration availed by the director:

The Director commissions are based on the Net Profit earned by the Company for relevant year.

## 12. Ratio of the remuneration of the highest paid Director to that of the employees who are not directors but receive remuneration in excess of the highest paid Director during the year:—

## 13. Affirmation that the remuneration as per the Remuneration Policy of the Company:

The Company affirms that the remuneration is as per the Remuneration Policy of the Company.

## 14. The statement showing the names of every employee of the company in the prescribed details as given under:-

Sr. No	Name of Employee	Age	Designation	Qualification	Experience (in years)	Remuneration (in mio)	Date of Commencement of Employment	Last Employment/ Designation
1	Mr. Rohtas Goel	53	Chairman & Managing Director	DP. in Civil	28	34.30	04.01.2007	-
2	Mr. Sunil Goel	52	Joint Managing Director	B.Sc., M.A.	23	15.60	04.01.2007	Lecturer/ Sarswati Senior Secondary School
3	Mr Jai Bhagwan Goel	56	Whole Time Director	DP. in Civil	35	8.40	04.01.2007	D.D.A./Civil Engineering
4	Mr. Daleep Moudgil	55	President	BE /B.Tech	34	4.92	11.15.2001	M/S Era Const. India Ltd.
5	Mr. Mohit Goel	26	Chief Executive Officer	B.Com	5	2.77	12.02.2014	-
6	Mr. Avneet Soni	41	President	MBA	15	6.00	01.03.2011	Self Employed

**ANNEXURE - IV**  
**FORM NO. MGT-9**  
**EXTRACT OF ANNUAL RETURN**  
**AS ON THE FINANCIAL YEAR ENDED ON MARCH 31, 2015**

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS**

i) CIN	:	L74899HR1989PLC051918
ii) Registration Date	:	08/03/1989
iii) Name of the Company	:	Omaxe Limited
iv) Category / Sub-Category of the Company	:	Public Limited Company
v) Address of the Registered office and contact details	:	Shop No-19-B, First Floor, Omaxe Celebration Mall, Sohna Road, Gurgaon-122001, Haryana
vi) Whether listed company	:	Yes / No
vii) Name, Address and Contact details of Registrar and Transfer Agent, if any	:	Link Intime India Pvt Ltd, 44, Community Centre, 2 <sup>nd</sup> Floor, Naraina Industrial Area, Phase-I, Near PVR, Naraina, New Delhi-110028 Tel Nos.: 011-41410592-94/25896893/25897309 Fax No.: 011-41410591, E-mail: delhi@linkintime.co.in

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10 % or more of the total turnover of the Company shall be stated:-

Serial No.	Name & Description of main products /Services	NIC Code of the Product/ service	% to total turnover of the company
1.	Real Estate	-	100%

**III. \*PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –**

Serial No.	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY /ASSOCIATE	% of shares held	Applicable Section
1.	Guild Builders Private Limited** FF-19B, Omaxe Celebration Mall, Gurgaon, Haryana- 122001	U45201HR2003PTC049535	Holding	63.77	2(46)
2.	Omaxe Infrastructure Limited Omaxe House, 7, L.S.C., Kalkaji, New Delhi-110019	U45203DL2002PLC116721	Subsidiary	100	2(87)
3.	Omaxe Housing And Developers Limited 7, L.S.C., Kalkaji, New Delhi-110019	U54201DL2000PLC107939	Subsidiary	100	2(87)
4.	JRS Projects Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2004PTC125214	Subsidiary	100	2(87)
5.	Monarch Villas Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2004PTC125212	Subsidiary	100	2(87)
6.	JKB Constructions Private Limited 12, L.S.C., Kalkaji, New Delhi-110019	U45201DL2004PTC123853	Subsidiary	100	2(87)
7.	Omaxe Connaught Place Mall Limited Omaxe House, 7, L.S.C., Kalkaji, New Delhi-110019	U45201DL2004PLC125048	Subsidiary	100	2(87)
8.	Green Planet Colonisers Pvt. Ltd. 12, L.S.C., kalkaji, New Delhi - 110019	U45201DL2004PTC125676	Subsidiary	100	2(87)
9.	Primordial Buildcon Private Limited 11, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2004PTC130453	Subsidiary	100	2(87)

10.	Omaxe Buildhome Limited 10, Local Shopping Center, Kalkaji, New Delhi-110019	U70109DL2006PLC151613	Subsidiary	100	2(87)
11.	Landlord Developers Private Limited 1512-1513, Nand Vihar, Dilshad Garden, New Delhi	U45201DL2006PTC145462	Subsidiary	100	2(87)
12.	Omaxe Power Private Limited 61, Basant Avenue, Amritsar, Punjab-143001	U40101PB2007PTC031395	Subsidiary	100	2(87)
13.	Omaxe Rajasthan Sez Developers Ltd. 10, Local Shopping Complex, Kalkaji	U70109DL2007PLC170818	Subsidiary	100	2(87)
14.	Eden buildcon Ltd. Omaxe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U45201RJ2006PLC022519	Subsidiary	100	2(87)
15.	Jagdamba Contractors and Builders Limited 12, Local Shopping Centre, Kalkaji, New Delhi-110019	U70109DL2006PLC149799	Subsidiary	100	2(87)
16.	Ansh Builders Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC172543	Subsidiary	100	2(87)
17.	Arman Builders Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC172574	Subsidiary	100	2(87)
18.	Omaxe Buildtech Limited 10, Local Shopping Complex, Kalkaji	U70101DL2008PLC174642	Subsidiary	100	2(87)
19.	Omaxe Hitech Infrastructure Company Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U70101DL2006PTC148788	Subsidiary	100	2(87)
20.	Golden Glades Builders Pvt. Ltd. Omaxe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U00500RJ2006PTC022377	Subsidiary	100	2(87)
21.	Volvo Properties Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2006PTC145636	Subsidiary	100	2(87)
22.	Champion Realtors Private Limited 12, Local Shopping Centre, Kalkaji, New Delhi-110019	U70101DL2006PTC145264	Subsidiary	100	2(87)
23.	Rohtas Holdings (Gulf) Limited JA'AFAR ALWAN AL JAZIRI & ASSOCIATES LAW FIRM	-	Subsidiary	100	2(87)
24.	Omaxe Chandigarh Extension Developers Private Limited Omaxe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U00500RJ2006PTC022398	Subsidiary	100	2(87)
25.	Ekansh Buildtech Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC179580	Subsidiary	100	2(87)
26.	Kavya Buildtech Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45206DL2008PTC179584	Subsidiary	100	2(87)
27.	Oasis Township Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2005PTC142426	Subsidiary	100	2(87)

28.	Omaxe Buildwell Limited 10 Local Shopping Complex, Kalkaji, New Delhi-110019	U45200DL2006PLC156564	Subsidiary	100	2(87)
29.	Omaxe Housing & Infrastructure Limited 12, Local Shopping Complex, Kalkaji, New Delhi - 110019	U45201DL2006PLC145715	Subsidiary	100	2(87)
30.	Shamba Developers Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC179559	Subsidiary	100	2(87)
31.	Panchi Developers Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45400DL2008PTC179474	Subsidiary	100	2(87)
32.	Pancham Realcon Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45400DL2008PTC179473	Subsidiary	100	2(87)
33.	Omaxe Infotechcity developers Ltd. 7, Local Shopping Centre, Kalkaji, New Delhi - 110019	U40101DL2006PLC147187	Subsidiary	100	2(87)
34.	Mehboob Builders Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45400DL2008PTC179469	Subsidiary	100	2(87)
35.	Mehtab Infratech Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45400DL2008PTC179471	Subsidiary	100	2(87)
36.	Garv Buildtech Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45400DL2008PTC179470	Subsidiary	100	2(87)
37.	Aditya Realtech Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC179581	Subsidiary	100	2(87)
38.	PAM Developers (India) Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U70100DL2011PTC214812	Subsidiary	100	2(87)
39.	Omaxe Forest Spa and Hills Developers Limited 10, L.S.C., Kalkaji, New Delhi-110019	U70102DL2006PLC149167	Subsidiary	100	2(87)
40.	National Affordable Housing & Infrastructure Limited 7, Local Shopping Centre, Kalkaji, New Delhi-110019	U45203DL1949PLC210334	Subsidiary	100	2(87)
41.	Omaxe Entertainment Ltd. 7, L.S.C., Kalkaji, New Delhi-110019	U92111DL2003PLC121194	Subsidiary	100	2(87)
42.	Omtech Infrastructure & Construction Limited 10 Local Shopping Complex, Kalakji	U45201DL2006PLC145492	Subsidiary	100	2(87)
43.	NavratanTechbuild Private Limited 58 1st FLOOR ORBIT MALL A.B.ROAD, INDORE,M.P-452003	U45203MP2005PTC017489	Subsidiary	100	2(87)
44.	Link Infrastructure & Developers Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U70101DL2006PTC145263	Subsidiary	100	2(87)
45.	Anjaniputra Builders Pvt. Ltd. 10, L.S.C., Kalkaji, New Delhi-110019	U45201DL2004PTC125238	Subsidiary	100	2(87)
46.	Zodiac Housing & Infrastructure Private Limited 1512-1513, Nand Vihar, Dilshad Garden, New Delhi- 110093	U45201DL2006PTC145465	Subsidiary	100	2(87)

47.	Hamara Ghar Constructions & Developers Private Limited 1512-1513, Nand Vihar, Dilshad Garden, New Delhi-110093	U45201DL2006PTC145466	Subsidiary	100	2(87)
48.	Jewel Projects Private Limited 1512-1513, Nand Vihar, Dilshad Garden, New Delhi-110093	U74899DL2006PTC145464	Subsidiary	100	2(87)
49.	Omaxe India Trade Centre Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U70100DL2011PTC217186	Subsidiary	90	2(87)
50.	RPS Suncity Promoters & Developers Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2007PTC158489	Subsidiary	100	2(87)
51.	Oasis Suncity Realtors Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U70109DL2007PTC158500	Subsidiary	100	2(87)
52.	Reliable Manpower Solutions Ltd. 10, Local Shopping Centre, Kalkaji-110019	U40103DL2006PLC154050	Subsidiary	99.18	2(87)
53.	Silver Peak Township Pvt. Ltd. Omaxe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U00500RJ2006PTC022399	Subsidiary	100	2(87)
54.	Ashray Infrabuild Private Limited 1512-1513, Nand Vihar, Dilshad Garden, New Delhi - 110093	U45400DL2008PTC172371	Subsidiary	100	2(87)
55.	Hiresh Builders Private Limited 1512-1513, Nand Vihar, Dilshad Garden, Delhi-110093	U45200DL2008PTC176462	Subsidiary	100	2(87)
56.	Bhanu Infrabuild Private Limited D - 8B, Gali No. 19, Madhu Vihar, New Delhi - 110092	U45400DL2008PTC172401	Subsidiary	100	2(87)
57.	Aadhira Developers Private Limited 61 Basant Avenue, Amritsar Punjab	U45202PB2006PTC030175	Subsidiary	100	2(87)
58.	Shubh Bhumi Developers Pvt. Ltd. 1512-1513, Nand Vihar, Dilshad Garden, New Delhi-110093	U45201DL2005PTC142425	Subsidiary	100	2(87)
59.	Sanvim Developers Pvt. Ltd. H. No. 6, Ward No. 24, Adarsh Nagar, Ballabgarh- 121004	U00500HR2005PTC035687	Subsidiary	100	2(87)
60.	Manit Developers Private Limited Omaxe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U45201RJ2008PTC026360	Subsidiary	100	2(87)
61.	Caspian Realtors Private Limited Omaxe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U45201RJ2008PTC026354	Subsidiary	100	2(87)
62.	Aashna Realcon Private Limited Omaxe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U45201RJ2008PTC026352	Subsidiary	100	2(87)
63.	Rupesh Infratech Private Limited 61, Basant Avenue, Aritsar, Punjab-143001	U45200PB2008PTC032013	Subsidiary	100	2(87)
64.	Damodar Infratech Private Limited 61, Basant Avenue, Aritsar, Punjab-143001	U45209PB2008PTC032048	Subsidiary	100	2(87)

65.	Daman Builders Private Limited Cyber Tower, 2nd Floor, TC-34/V2, Vibhuti Khand, Gomti Nagar, Lucknow- 226010	U45400UP2008PTC035529	Subsidiary	100	2(87)
66.	Dhanu Real Estate Private Limited Cyber Tower, 2nd Floor, TC-34/V2, Vibhuti Khand, Gomti Nagar, Lucknow- 226010	U45400UP2008PTC035530	Subsidiary	100	2(87)
67.	Ekapad Developers Private Limited. Cyber Tower, 2nd Floor, TC-34/V2, Vibhuti Khand, Gomti Nagar, Lucknow- 226010	U74999UP2008PTC035534	Subsidiary	100	2(87)
68.	Ayush Landcon Private Limited 61, Basant Avenue, Aritsar, Punjab-143001	U45209PB2008PTC032091	Subsidiary	100	2(87)
69.	Aradhya Real Estate Private Limited Cyber Tower, 2nd Floor, TC-34/V2, Vibhuti Khand, Gomti Nagar, Lucknow- 226010	U45400UP2008PTC035527	Subsidiary	100	2(87)
70.	Dinkar Realcon Private Limited 1512-1513, Nand Vihar, Dilshad Garden, Delhi-110093	U45200DL2008PTC176676	Subsidiary	100	2(87)
71.	Hemang Buildcon Private Limited 1512-1513, Nand Vihar, Dilshad Garden, Delhi-110093	U45200DL2008PTC176463	Subsidiary	100	2(87)
72.	Sarthak Landcon Private Limited 61, Basant Avenue, Aritsar, Punjab-143001	U45209PB2008PTC032070	Subsidiary	100	2(87)
73.	Davesh Technobuild Private Limited 1512-1513, Nand Vihar, Dilshad Garden, Delhi-110093	U45200DL2008PTC176679	Subsidiary	100	2(87)
74.	Sarva Buildtech Private Limited Omaxe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U45201RJ2008PTC026351	Subsidiary	100	2(87)
75.	Chapal Buildhome Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45400DL2008PTC179460	Subsidiary	100	2(87)
76.	Radiance Housing & Properties Private Limited D-8B, Gali No. 19, Madhu Vihar, Delhi - 110092	U45201DL2006PTC146416	Subsidiary	100	2(87)
77.	Aarzo Technobuild Private Limited D - 8B, Gali No. 19, Madhu Vihar, New Delhi - 110092	U45200DL2008PTC172375	Subsidiary	100	2(87)
78.	Abheek Builders Private Limited 61 Basant Avenue, Amritsar Punjab	U45202PB2006PTC030171	Subsidiary	100	2(87)
79.	Aviral Colonizers Private Limited Flat No. S-5, 2nd Floor, Chandan Vihar, 13-A, Sardar Patel Marg, Civil Lines, Allahabad-211001	U45400UP2007PTC033200	Subsidiary	100	2(87)
80.	Satkar Colonisers Private Limited Cyber Tower, 2nd Floor, TC-34/V2, Vibhuti Khand, Gomti Nagar, Lucknow- 226010	U45400UP2008PTC035736	Subsidiary	100	2(87)
81.	Utkrisht Real Estate And Associates Private Limited Cyber Tower, 2nd Floor, TC-34/V2, Vibhuti Khand, Gomti Nagar, Lucknow- 226010	U74999UP2008PTC035646	Subsidiary	100	2(87)
82.	Ashok Infrabuild Pvt. Ltd. Cyber Tower, 2nd Floor, TC-34/V2, Vibhuti Khand, Gomti Nagar, Lucknow- 226010	U45400UP2010PTC041318	Subsidiary	100	2(87)

83.	Glacier Agro Food Products Pvt. Ltd. Cyber Tower, 2nd Floor, TC-34/V2, Vibhuti Khand, Gomti Nagar, Lucknow- 226010	U15142UP1994PTC016659	Subsidiary	100	2(87)
84.	Tejpal Infra Developers Pvt. Ltd. Cyber Tower, 2nd Floor, TC-34/V2, Vibhuti Khand, Gomti Nagar, Lucknow- 226010	U45400UP2010PTC041319	Subsidiary	100	2(87)
85.	Satvik Hitech Builders Private Limited 7, Local Shopping Centre, Kalkaji, New Delhi-110019	U45400DL2007PTC167309	Subsidiary	100	2(87)
86.	Marin Sands Limited Ja'afar Alwan Al Jaziri & Associates Law Firm	-	Subsidiary	100	2(87)
87.	Rivaj Infratech Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2008PTC179552	Subsidiary	51	2(87)
88.	Sri Balaji Green Heights Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2007PTC160243	Subsidiary	75	2(87)
89.	PP Devcon Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2006PTC144849	Subsidiary	75	2(87)
90.	S N Realtors Private Limited 7 Local Shopping Complex, Kalkaji, New Delhi-110019	U45201DL2005PTC134752	Subsidiary	100	2(87)
91.	Robust Buildwell Pvt. Ltd. 632, Sector-21A, Faridabad-121001, Haryana	U74120HR2007PTC036993	Subsidiary	75	2(87)
92.	Anveshan Builders Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U70102DL2008PTC179571	Subsidiary	75	2(87)
93.	Adesh Realcon Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U70101DL2008PTC179570	Subsidiary	75	2(87)
94.	Navadip Developers Private Limited 11, Local Shopping Centre, Kalkaji, New Delhi-110019	U70102DL2007PTC167078	Subsidiary	75	2(87)
95.	Abhas Realcon Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC179583	Subsidiary	75	2(87)
96.	Hansa Properties Pvt Ltd 7, L.S.C., Kalkaji, New Delhi-110019	U74899DL1986PTC025454	Fellow Subsidiary	-	2(87)
97.	Dream Home Developers Private Limited FF-19B, Omaxe Celebration Mall, Gurgaon, Haryana- 122001	U45201HR2003PTC049834	Fellow Subsidiary	-	2(87)
98.	Buildwell Builders Private Limited 12, L.S.C., Kalkaji, New Delhi-110019	U74899DL1989PTC037231	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
99.	B.D. Agarwal Securities Pvt. Ltd. 7, L.S.C., Kalkaji, New Delhi-110019	U74899DL1994PTC062184	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
100.	NJS Developers Private Limited 10, L.S.C., Kalkaji, New Delhi-110019	U45201DL2004PTC131509	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-

101.	VSG Builders Pvt. Ltd. 11, L.S.C., Kalkaji, New Delhi - 110019	U45201DL2004PTC131456	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
102.	Annay Realtors Private Limited 10, L.S.C., Kalkaji, New Delhi-110019	U45201DL2005PTC134487	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
103.	LB Circle India Private Limited 1512-1513, Nand Vihar, Dilshad Garden, New Delhi-110093	U74140DL2007PTC169613	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
104.	Divya Buildhome Private Limited 1512-1513, Nand Vihar, Dilshad Garden, New Delhi-110093	U45300DL2007PTC167304	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
105.	Radhika Buildwell Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC179579	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
106.	Ramneesh Builders Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45400DL2008PTC179548	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
107.	Sukhversa Properties Private Limited 10, L.S.C., Kalkaji, New Delhi-110019	U45201DL2004PTC131021	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
108.	Omaxe Retail Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U52600DL2008PLC180300	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
109.	Omaxe Housing And Commercial Projects Limited 12, Local Shopping Centre, Kalkaji, New Delhi - 110019	U45201DL2006PLC145899	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
110.	Examo Estate Management Private Limited 7, L.S.C., Kalkaji, New Delhi-110019	U45201DL2003PTC119644	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
111.	Axeom Advertising Solutions Limited 10, L.S.C., Kalkaji, New Delhi-110019	U74300DL2003PLC122895	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
112.	Omaxe Global Trading Corporation P Ltd 7, Local Shopping Centre, Kalkaji, New Delhi-110019	U51109DL2010PTC209905	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-



113.	Goel Isha Colonisers Private Limited 7, L.S.C., Kalkaji, New Delhi-110019	U45201DL2004PTC125674	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
114.	Rocky Valley Resorts Pvt. Ltd. 10, L.S.C., Kalkaji, New Delhi-110019	U55101DL2002PTC116582	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
115.	PN. Buildcon Pvt. Ltd. Omaxe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U45201RJ2003PTC018566	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
116.	Bharatbhoomi Township Ltd. 11, Local Shopping Centre, Kalkaji, New Delhi - 110019	U45201DL2005PLC141778	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
117.	Jai Bhoomi Projects Limited C-104, Kaveri Apartments, Alaknanda, kalkaji, New Delhi - 110019	U74899DL2005PLC142119	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
118.	Omaxe Hotels Limited 11, Local Shopping Centre, Kalkaji, New Delhi - 110019	U74899DL2005PLC143665	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
119.	Omaxe Pragati Maidan Exhibition Limited 11, Local Shopping Centre, Kalkaji, New Delhi - 110019	U74996DL2006PLC150396	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
120.	The International Omaxe Construction Limited 3rd Floor, Discovery House, St. Jean Road, Quatre Bornes	-	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
121.	Omaxe Orissa Developers Limited 10 Local Shopping Complex, Kalkaji, New Delhi-110019	U45200DL2007PLC159668	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
122.	Sunshine Buildtech Pvt. Ltd. Omaxe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U45201RJ2004PTC019388	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
123.	Ramniya Estate Developers Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2004PTC125239	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
124.	Neegar Developers Private Limited 12, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2005PTC134483	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-

125.	Green Earth Promoters Pvt. Ltd. 11, L.S.C., Kalkaji, New Delhi-110019	U45201DL2004PTC125678	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
126.	M.I.J. Infrastructure Pvt. Ltd. 10, L.S.C., Kalkaji, New Delhi-110019	U45201DL2004PTC125213	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
127.	Sumedha Builders Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2004PTC125263	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
128.	SNJ Builders Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2005PTC132100	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
129.	Mangla Villas Private Limited D-8B, Gali No. 19, Madhu Vihar, Delhi - 110092	U45201DL2004PTC131440	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
130.	Vimsan Realtors Pvt. Ltd. 7, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2005PTC132099	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
131.	PSJ Developers Private Limited 11, L.S.C., Kalkaji, New Delhi - 110019	U45201DL2004PTC131464	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
132.	DVM Realtors Pvt. Ltd. A-1/ 343B, Lawrence Road, New Delhi - 110035	U45201DL2004PTC131488	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
133.	True Dreams Developers Private Limited D-8B, Gali No. 19, Madhu Vihar, Delhi - 110092	U45201DL2004PTC130655	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
134.	Dream Technobuild Pvt. Ltd. 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2004PTC130652	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
135.	Starex Projects Private Limited 1512-1513, Nand Vihar, Dilshad Garden, New Delhi -110093	U45201DL2004PTC130658	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
136.	True Gem Tech Developers Private Limited 7, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2004PTC130653	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-

137.	NaptuneTechnobuild Projects Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2004PTC130656	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
138.	True Estate Build Developers Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2004PTC130660	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
139.	Dream Towers Private Limited 1512-1513, Nand Vihar, Dilshad Garden, New Delhi -110093	U45201DL2004PTC130657	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
140.	Ananddeep Realtors Private Limited D-8B, Gali No. 19, Madhu Vihar, Delhi - 110092	U70101DL2005PTC134110	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
141.	Vineera Colonisers Private Limited D-8B, Gali No. 19, Madhu Vihar, Delhi - 110092	U70101DL2005PTC134112	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
142.	Deepaalay Realtors Private Limited D-8B, Gali No. 19, Madhu Vihar, Delhi - 110092	U70101DL2005PTC134197	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
143.	Deepsan Realtors Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U70101DL2005PTC134108	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
144.	Naveenraj Realtors Private Limited 12, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2005PTC134014	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
145.	Jivish Colonisers Private Limited 12, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2005PTC134476	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
146.	Sangupt Developers Private Limited D-8B, Gali No. 19, Madhu Vihar, Delhi - 110092	U45201DL2005PTC134486	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
147.	Veenish Realtors Private Limited 7, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2005PTC134484	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
148.	Singdeep Estate Developers Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U13447DL2005PTC134475	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-

149.	Deepsing Realtors Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2005PTC134670	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
150.	Deejit Developers Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U70101DL2005PTC134728	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
151.	Parjit Realtors Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U70101DL2005PTC134730	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
152.	Garg & Goel Estate Developers Private Limited D-8B, Gali No. 19, Madhu Vihar, Delhi - 110092	U70101DL2005PTC134729	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
153.	VGSG Realtors Private Limited 7, Local Shopping Centre, Kalkaji, New Delhi-110019	U70101DL2005PTC134776	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
154.	Vingar Developers Private Limited D-8B, Gali No. 19, Madhu Vihar, Delhi - 110092	U70101DL2005PTC134727	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
155.	Garg Realtors Private Limited 1512-1513, Nand Vihar, Dilshad Garden, New Delhi	U70101DL2005PTC134775	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
156.	Manprav Developers Private Limited 1512-1513, Nand Vihar, Dilshad Garden, New Delhi	U70101DL2005PTC134778	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
157.	Raveendeeep Colonisers Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U70101DL2005PTC134779	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
158.	Devgar Estate Developers Private Limited 11, Local Shopping Centre, Kalkaji, New Delhi-110019	U70101DL2005PTC134870	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
159.	Jitenjay Realtors Private Limited 12, Local Shopping Centre, Kalkaji, New Delhi-110019	U70101DL2005PTC135083	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-

160.	Derwal Realtors Private Limited D-8B, Gali No. 19, Madhu Vihar, Delhi - 110092	U70101DL2005PTC135101	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
161.	Manwal Colonisers Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U74999DL2005PTC135353	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
162.	Saamit Realtors Private Limited D-8B, Gali No. 19, Madhu Vihar, Delhi - 110092	U74999DL2005PTC135330	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
163.	Savin Realtors Private Limited 12, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2005PTC135318	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
164.	Mankish Colonisers Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2005PTC135309	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
165.	Gaamit Realtors Private Limited D-8B, Gali No. 19, Madhu Vihar, Delhi - 110092	U45201DL2005PTC135313	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
166.	Jaidev Colonisers Private Limited 12, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2005PTC135316	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
167.	Sanya Realtors Private Limited 1512-1513, Nand Vihar, Dilshad Garden, New Delhi	U70101DL2005PTC135262	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
168.	Kishordeep Realtors Private Limited 11, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2005PTC135289	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
169.	Indrasan Developers Private Limited 12, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2005PTC135401	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
170.	Avindra Estate Developers Private Limited 1512-1513, Nand Vihar, Dilshad Garden, New Delhi	U45201DL2005PTC135402	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
171.	Garvish Realtors Private Limited 11, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2005PTC135398	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-

172.	Laldeep Realtors Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2005PTC135416	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
173.	Sanjit Realtors Private Limited H. No. 6, Ward No. 24, Adarsh Nagar, Ballabhgarh	U70101HR2005PTC035688	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
174.	Sankalp Realtors Pvt. Ltd. H. No. 6, Ward No. 24, Adarsh Nagar, Ballabhgarh	U00082HR2005PTC035706	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
175.	Source Developers Private Limited H. No. 6, Ward No. 24, Adarsh Nagar, Ballabhgarh	U70101HR2005PTC035705	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
176.	Sandeep Township Private Limited Omexe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U70101RJ2005PTC020233	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
177.	Sandeep Landcon Pvt. Ltd. Omexe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U70101RJ2005PTC020232	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
178.	Praveen Mehta Builders Pvt. Ltd. Omexe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U70101RJ2005PTC020237	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
179.	Amit Jain Builders Pvt. Ltd. Omexe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U70101RJ2005PTC020236	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
180.	Shivkripa Buildhome Pvt. Ltd. Omexe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U70101RJ2005PTC020375	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
181.	Krishan Kripa Buildcon Private Limited Omexe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U70101RJ2005PTC020376	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
182.	Praveen Buildcon Pvt. Ltd. Omexe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U70101RJ2005PTC020374	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
183.	Motto Developers Pvt. Ltd. 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U74899DL2005PTC141545	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-

184.	New Horizons Township Developers Pvt. Ltd 7, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2005PTC141513	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
185.	Spike Developers Private Limited 11, Local Shopping Centre, Kalkaji, New Delhi-110019	U74899DL2005PTC141543	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
186.	Shantiniwas Developers Pvt. Ltd. 12, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2005PTC141542	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
187.	Starshine Realtors Pvt. Ltd. D-8B, Gali No. 19, Madhu Vihar, Delhi - 110092	U45201DL2005PTC141514	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
188.	Deepal Township Pvt. Ltd. D-8B, Gali No. 19, Madhu Vihar, Delhi - 110092	U45201DL2005PTC142427	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
189.	Sunview Township Pvt. Ltd. 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2005PTC141791	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
190.	Swapam Sunder Township Developers Pvt. Ltd. 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U74899DL2005PTC141793	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
191.	Mangal Bhumi Properties Private Limited 11, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2005PTC141544	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
192.	Renown Estate Developers Private Limited 11, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2006PTC145307	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
193.	Milestone Township Private Limited 11, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2006PTC145305	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
194.	Luxury Township Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U70101DL2006PTC145306	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
195.	Udal Properties Private Limited 7, Local Shopping Centre, Kalkaji, New Delhi-110019	U45201DL2006PTC145461	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-

196.	Lavanya Builders Private Limited 7, L.S.C., Kalkaji, New Delhi - 110019	U45201DL2005PTC134749	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
197.	Amod Builders Private Limited 61 Basant Avenue, Amritsar Punjab	U70100PB2006PTC030170	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
198.	Agasthya Properties Private Limited 61 Basant Avenue, Amritsar Punjab	U45202PB2006PTC030176	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
199.	Advay Properties Private Limited 61 Basant Avenue, Amritsar Punjab	U45202PB2006PTC030172	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
200.	Advaita Properties Private Limited 61 Basant Avenue, Amritsar Punjab	U45202PB2006PTC030174	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
201.	Alpesh Builders Private Limited 61 Basant Avenue, Amritsar Punjab	U45202PB2006PTC030173	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
202.	Daksh Township Pvt. Ltd Omexe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U00500RJ2006PTC022374	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
203.	Fragrance Housing and Properties Private Limited D-8B, Gali No.19, Madhu Vihar, Delhi - 110092	U70101DL2006PTC148924	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
204.	Sentinent Properties Private Limited 7, Lsc, Kalkaji, New Delhi - 110019	U70109DL2006PTC149282	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
205.	Beautiful Landbase Pvt. Ltd. Omexe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U45201RJ2006PTC022582	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
206.	Sapphire Township & Developers Pvt. Ltd. 1512-1513, Nand Vihar, Dilshad Garden, New Delhi - 110093	U70109DL2006PTC149798	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
207.	Forever Housing & Properties Pvt. Ltd. 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U70109DL2006PTC149816	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-



208.	Paradise On Earth Properties Pvt. Ltd. 11, Local Shopping Centre, Kalkaji, New Delhi-110019	U70109DL2006PTC149805	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
209.	Shining Home Infrastructure Private Limited 12, Local Shopping Centre, Kalkaji, New Delhi-110019	U70109DL2006PTC150102	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
210.	Sunlife Properties Private Limited 11, Local Shopping Centre, Kalkaji, New Delhi-110019	U70109DL2006PTC150177	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
211.	Interactive Buildtech Private Limited 11, Local Shopping Centre, Kalkaji, New Delhi-110019	U70109DL2006PTC150103	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
212.	Rockyard Properties Private Limited 11, Local Shopping Centre, Kalkaji, New Delhi-110019	U70109DL2006PTC150266	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
213.	Stronghold Properties Private Limited D-8B, Gali No. 19. Madhu Vihar, New Delhi-110092	U70109DL2006PTC150298	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
214.	Sunrise Township Private Limited 11, Local Shopping Centre, Kalkaji, New Delhi-110019	U70109DL2006PTC150083	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
215.	Absolute Infrastructure Private Limited 11, Local Shopping Centre, Kalkaji, New Delhi-110019	U70109DL2006PTC150170	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
216.	Distinctive Infrastructure And Construction Private Limited 7, Local Shopping Centre, Kalkaji, New Delhi-110019	U70109DL2006PTC150267	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
217.	Miniature Township and Properties Private Limited D - 8B, Gali No. 19, Madhu Vihar, New Delhi - 110092	U70109DL2006PTC150085	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
218.	Desire Housing & Construction Private Limited 1512-1513, Nand Vihar, Dilshad Garden, New Delhi - 110093	U70109DL2006PTC149542	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
219.	J.S.M. Enterprises Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi - 110019	U51909DL1998PTC097284	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-

220.	Lifestyle Township Private Limited Omaxe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U45201RJ2006PTC022604	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
221.	Stepping Stone Buildhome Pvt. Ltd. Omaxe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U45201RJ2006PTC022835	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
222.	Smart Buildhome Private Limited Omaxe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U45201RJ2006PTC022787	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
223.	SwarnBhumiBuildhome Private Limited Omaxe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U45201RJ2006PTC022789	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
224.	Versatile Buildhome Private Limited Omaxe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U45201RJ2006PTC022788	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
225.	SwargSukhBuildhome Private Limited Omaxe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U45201RJ2006PTC022837	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
226.	Fast Track BuildconPvt Ltd Omaxe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U45201RJ2006PTC022720	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
227.	Blossom Buildhome Private Limited Omaxe City, 111th Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U45201RJ2006PTC022834	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
228.	KBM Constructions Private Limited 10 L.S.C Kalkaji, New Delhi-110019	U70109DL2006PTC151970	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
229.	Omaxe Realtors Private Limited 10 Local Shopping Complex, Kalkaji, New Delhi-110019	U45200DL2007PLC158383	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
230.	Hitech Hotels Private Limited 1512, GTB Enclave, Janta Flats, Nand Nagari, Delhi-110092	U55101DL2007PTC162547	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
231.	Glamour Hotels Private Limited 11, L.S.C., Kalkaji, New Delhi-110019	U55204DL2007PTC162383	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-

232.	Starshine Hotels Private Limited 1512, GTB Enclave, Janta Flats, Nand Nagari, Delhi-110092	U55204DL2007PTC162359	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
233.	Puru Builders Private Limited D-8B, Gali No. 19. Madhu Vihar, New Delhi-110092	U45400DL2007PTC167170	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
234.	Hriday Hitech Builders Private Limited 10, L.S.C Kalkaji New Delhi-110019	U45300DL2007PTC167142	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
235.	Prabal Developers Private Limited D-8B, Gali No. 19. Madhu Vihar, New Delhi-110092	U45400DL2007PTC167154	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
236.	Vaibhav Technobuild Private Limited 1512-1513, Nand Vihar, Dilshad Garden, New Delhi-110093	U45400DL2007PTC167126	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
237.	Nikunj Infrabuild Private Limited D-8B, Gali No. 19. Madhu Vihar, New Delhi-110092	U45400DL2007PTC168021	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
238.	Aanchal Infrabuild Private Limited D-8B, Gali No. 19. Madhu Vihar, New Delhi-110092	U45300DL2007PTC169612	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
239.	Fragrance Information and Communication Technologies P Ltd D-8B, Gali No. 19. Madhu Vihar, New Delhi-110092	U72900DL2007PTC169788	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
240.	Omaxe Affordable Homes Private Ltd 7, L.S.C Kalkaji New Delhi-110019	U70102DL2008PTC172373	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
241.	Bhargav Builders Private Limited D - 8B, Gali No. 19, Madhu Vihar, New Delhi - 110092	U45400DL2008PTC172399	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
242.	Arhant Infrabuild Private Limited 1512-1513, Nand Vihar, Dilshad Garden, New Delhi - 110093	U45200DL2008PTC172377	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
243.	Bandhu Buildtech Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC172545	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-

244.	Basant Infrabuild Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC172544	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
245.	Bhuvan Buildtech Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC172564	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
246.	Avtar Infrabuild Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC172566	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
247.	Badal Developers Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC172563	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
248.	Banke Builders Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC172576	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
249.	Aviral Buildtech Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC172565	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
250.	Arjit Builders Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC172925	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
251.	Omaxe Infrastructure Development Private Limited 10 Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC173263	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
252.	Omaxe Punjab Affordable Housing Pvt. Ltd. 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC176091	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
253.	Omaxe Uttar Pradesh Affordable Housing Pvt. Ltd. 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC176090	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
254.	Omaxe Rajasthan Affordable Housing Pvt. Ltd. 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC176087	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
255.	Omaxe Bihar Affordable Housing Pvt. Ltd. 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC176098	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-

256.	Omaxe Madhya Pradesh Affordable Housing Pvt. Ltd. 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC176088	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
257.	Daksh Airport Developers Private Limited 1512, GTB Enclave, Janta Flats, Nand Nagari, Delhi-110092	U62100DL2008PTC176093	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
258.	Megh Airways Private Limited 1512, GTB Enclave, Janta Flats, Nand Nagari, Delhi-110092	U62200DL2008PTC176092	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
259.	Mohak Tours And Travels Private Limited 1512, GTB Enclave, Janta Flats, Nand Nagari, Delhi-110092	U55101DL2008PTC176086	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
260.	Rahi Transport Private Limited 1512, GTB Enclave, Janta Flats, Nand Nagari, Delhi-110092	U63090DL2008PTC176089	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
261.	Caleen Hotels Private Limited 1512, GTB Enclave, Janta Flats, Nand Nagari, Delhi-110092	U55101DL2008PTC176152	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
262.	Omaxe Chhattisgarh Affordable Housing Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC176101	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
263.	Manik Buildcon Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC176411	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
264.	Kartik Buildhome Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45400DL2008PTC176406	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
265.	Lohith Developers Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC176399	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
266.	Jishnu Buildcon Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45300DL2008PTC176401	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
267.	Bhavesh Buildcon Private Limited D-8B, Gali No. 19. Madhu Vihar, New Delhi-110092	U45300DL2008PTC176396	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-

268.	Aric Infrabuild Private Limited D-8B, Gali No. 19. Madhu Vihar, New Delhi-110092	U45300DL2008PTC176397	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
269.	Apoorva Infrabuild Private Limited D-8B, Gali No. 19. Madhu Vihar, New Delhi-110092	U45200DL2008PTC176398	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
270.	Kanak Buildhome Private Limited D-8B, Gali No. 19. Madhu Vihar, New Delhi-110092	U45400DL2008PTC176413	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
271.	Jayant Buildhome Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC176421	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
272.	AbhayTechnobuild Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45400DL2008PTC176416	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
273.	ChiragBuildhome Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45400DL2008PTC176488	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
274.	Gaurang Buildcon Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC176486	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
275.	Girish Buildwell Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC176466	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
276.	Gurmeet Builders Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC176464	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
277.	Inesh Buildcon Private Limited 1512-1513, Nand Vihar, Dilshad Garden, Delhi-110093	U45200DL2008PTC176458	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
278.	Anant Realcon Private Limited 1512-1513, Nand Vihar, Dilshad Garden, Delhi-110093	U45400DL2008PTC176494	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
279.	Geet Buildhome Private Limited 1512-1513, Nand Vihar, Dilshad Garden, Delhi-110093	U45300DL2008PTC176468	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-

280.	Mihir Buildwell Private Limited 1512-1513, Nand Vihar, Dilshad Garden, Delhi-110093	U45400DL2008PTC176684	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
281.	Sakal Agrotech Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45400DL2008PTC176686	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
282.	Chetan Infrabuild Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45400DL2008PTC176725	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
283.	Shashank Buildhome Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45400DL2008PTC176726	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
284.	Shardul Builders Private Limited FF-19B, Omaxe Celebration Mall, Gurgaon, Haryana- 122001	U45300HR2008PTC049555	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
285.	Devang Builders Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC176739	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
286.	Rohak Builders Private Limited Omaxe City, 111 <sup>th</sup> Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U45201RJ2008PTC026371	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
287.	Adil Developers Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC176848	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
288.	Amber Infrabuild Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45400DL2008PTC176949	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
289.	Kanha Logistics Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U63090DL2008PTC178430	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
290.	Kirti Hotels Private Limited 1512, GTB Enclave, Janta Flats, Nand Nagari, Delhi-110092	U55101DL2008PTC178792	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
291.	Umang Buildcon Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC178726	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-

292.	Tushar Landcon Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC178722	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
293.	Taru Buildcon Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC178725	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
294.	Swapnil Buildhome Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC178727	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
295.	Snehal Buildcon Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC178723	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
296.	Shreyas Buildhome Private Limited D-8B, Gali No. 19. Madhu Vihar, New Delhi-110092	U45200DL2008PTC178728	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
297.	Nakul Technobuild Private Limited D-8B, Gali No. 19. Madhu Vihar, New Delhi-110092	U45200DL2008PTC178740	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
298.	Shalin Buildwell Private Limited D-8B, Gali No. 19. Madhu Vihar, New Delhi-110092	U45200DL2008PTC178741	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
299.	Subodh Buildwell Private Limited D-8B, Gali No. 19. Madhu Vihar, New Delhi-110092	U45200DL2008PTC178744	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
300.	Shikhar Landcon Private Limited Omexe City, 111 <sup>th</sup> Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U45201RJ2008PTC026693	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
301.	Vaman Buildhome Private Limited Omexe City, 111 <sup>th</sup> Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U45201RJ2008PTC026694	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
302.	Veer Buildhome Private Limited Omexe City, 111 <sup>th</sup> Milestone, Near Bad Ke Balaji Bus Stand, Jaipur-Ajmer Expressway, Jaipur- 302026	U45201RJ2008PTC026692	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
303.	Amani Realcon Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45400DL2008PTC179450	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-



304.	Ashtam Builders Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45400DL2008PTC179452	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
305.	Avval Builders Private Limited D-8B, Gali No. 19. Madhu Vihar, New Delhi-110092	U45400DL2008PTC179453	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
306.	Balesh Technobuild Private Limited D-8B, Gali No. 19. Madhu Vihar, New Delhi-110092	U45400DL2008PTC179455	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
307.	Bali Buildtech Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45400DL2008PTC179456	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
308.	Chaitanya Realcon Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45400DL2008PTC179458	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
309.	Hina Technobuild Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45400DL2008PTC179459	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
310.	Istuti RealconPrivate Limited D-8B, Gali No. 19. Madhu Vihar, New Delhi-110092	U45400DL2008PTC179483	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
311.	Damini Infratech Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45400DL2008PTC179461	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
312.	Inqalab Builders Private Limited 1512-1513, Nand Vihar, Dishad Garden, New Delhi-110062	U45400DL2008PTC179462	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
313.	Darpan Buildtech Private Limited 1512-1513, Nand Vihar, Dishad Garden, New Delhi-110062	U45400DL2008PTC179463	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
314.	Jagat Buildtech Private Limited 1512-1513, Nand Vihar, Dishad Garden, New Delhi-110062	U45400DL2008PTC179464	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
315.	Darsh Buildtech Private Limited 1512-1513, Nand Vihar, Dishad Garden, New Delhi-110062	U45400DL2008PTC179465	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-

316.	Kalp Buildtech Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45400DL2008PTC179466	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
317.	Kashish Buildtech Private Limited D-8B, Gali No. 19. Madhu Vihar, New Delhi-110092	U45400DL2008PTC179467	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
318.	Gagan Realcon Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC179481	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
319.	Abhiman Buildtech Private Limited D-8B, Gali No. 19. Madhu Vihar, New Delhi-110092	U45200DL2008PTC179505	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
320.	Adhar Buildtech Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U70102DL2008PTC179572	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
321.	Aftab Developers Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U70102DL2008PTC179573	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
322.	Aneesh Buildtech Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC179561	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
323.	Meghmala Builders Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC179575	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
324.	Tariq Infrabuild Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45200DL2008PTC179578	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
325.	Vishishth Buildhome Private Limited FF-19B, Omaxe Celebration Mall, Gurgaon, Haryana- 122001	U45400HR2008PTC049833	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
326.	Arhan Builders Private Limited Cyber Tower, 2nd Floor, TC-34/V2, Vibhuti Khand, Gomti Nagar, Lucknow- 226010	U45400UP2008PTC035528	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
327.	Bhanu Retail Private Limited Cyber Tower, 2nd Floor, TC-34/V2, Vibhuti Khand, Gomti Nagar, Lucknow- 226010	U45400UP2008PTC035531	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-

328.	Kamini Builders And Promoters Private Limited Cyber Tower, 2nd Floor, TC-34/V2, Vibhuti Khand, Gomti Nagar, Lucknow- 226010	U45400UP2008PTC035533	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
329.	Havish Buildcon Private Limited Cyber Tower, 2nd Floor, TC-34/V2, Vibhuti Khand, Gomti Nagar, Lucknow- 226010	U74999UP2008PTC035535	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
330.	Inesh Developers Private Limited Cyber Tower, 2nd Floor, TC-34/V2, Vibhuti Khand, Gomti Nagar, Lucknow- 226010	U74999UP2008PTC035536	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
331.	Obalesh Buildcon Private Limited Cyber Tower, 2nd Floor, TC-34/V2, Vibhuti Khand, Gomti Nagar, Lucknow- 226010	U74999UP2008PTC035540	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
332.	Jalesh Builders And Developers Private Limited Cyber Tower, 2nd Floor, TC-34/V2, Vibhuti Khand, Gomti Nagar, Lucknow- 226010	U45200UP2008PTC035532	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
333.	Keshto Buildcon Private Limited Cyber Tower, 2nd Floor, TC-34/V2, Vibhuti Khand, Gomti Nagar, Lucknow- 226010	U93000UP2008PTC035537	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
334.	Badal Impex Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U51395DL2008PTC180316	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
335.	Rishit Buildcon Private Limited 61, Basant Avenue, Aritsar, Punjab-143001	U45209PB2008PTC032092	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
336.	Excellent Apartments P Ltd. 1-C BELI ROAD, ALLAHABAD, UP	U45201UP2005PTC030374	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
337.	Natraj Colonisers Pvt. Ltd. 1-C BELI ROAD, ALLAHABAD, UP	U45201UP2005PTC030386	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
338.	Nafhil Gujrat Homes Ltd 10, L.S.C., Kalkaji, New Delhi-110019	U45400DL2008PLC184792	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
339.	Affordable Home Loan Advisors Private Limited 10, Local Shopping Centre., Kalkaji, New Delhi-110019	U65922DL2008PTC184990	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-

340.	Cress Propbuild Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45400DL2007PTC165806	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
341.	Ryhme Propbuild Private Limited 10, Local Shopping Centre, Kalkaji, New Delhi-110019	U45400DL2007PTC165804	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
342.	Asian Fast Food Services Private Limited A-1/343-B, Lawrence Road, New Delhi-110035	U55101DL2014PTC270113	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-
343.	Dwarkadish Land & Farms Private Ltd 10, L.S.C Kalkaji New Delhi-110019	U74899DL1991PTC044623	Entities over which Key Managerial Personal or their relative exercise significant influence	-	-

\* However, included entities over which Key Managerial Personal or their relative exercise significant influence.

\*\*Constellation Capital Ltd., Kautilya Monetary Services Pvt. Ltd., S A Finvest Limited, J B Realcon Pvt. Ltd. (transferor company) amalgamated with M/s Guild Builders Private Limited (transferee company) vide order of Hon'ble High Court of Punjab and Haryana dated September 20, 2013, accordingly the shares held by transferor companies have since been included in shareholding of transferee company. Pursuant to it, the Company has become subsidiary company of M/s Guild Builders Private Limited.

## 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				No. of Shares held at the end of the year				% Change during the year			
	Physical	Demat	Total	% Total Shareholding	Physical	Demat	Total	% Total Shareholding	Physical	Demat	Total	% Total Shareholding
<b>(I) Indian</b>												
Individuals/HUF	0	27,000	27,000	0.01	0	27,000	27,000	0.01	-	-	-	-
Central Govt/State Govt	-	-	-	-	-	-	-	-	-	-	-	-
Bodies Corporates	0	12,55,57,814	12,55,57,814	68.65	0	12,55,57,814	12,55,57,814	68.65	-	-	-	-
Bank/FI	-	-	-	-	-	-	-	-	-	-	-	-
Any Other	0	1,15,81,380	1,15,81,380	6.33	0	1,15,81,380	1,15,81,380	6.33	-	-	-	-
<b>Sub Total(A)(I)</b>	<b>0</b>	<b>13,71,66,194</b>	<b>13,71,66,194</b>	<b>74.99</b>	<b>0</b>	<b>13,71,66,194</b>	<b>13,71,66,194</b>	<b>74.99</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>II Foreign</b>												
NRI-Individuals	-	-	-	-	-	-	-	-	-	-	-	-
Other-Individuals	-	-	-	-	-	-	-	-	-	-	-	-
-Bodies Corporates	-	-	-	-	-	-	-	-	-	-	-	-
Bank/FI	-	-	-	-	-	-	-	-	-	-	-	-
Any Other	-	-	-	-	-	-	-	-	-	-	-	-
<b>Sub Total (A)(II)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total Shareholding of PromoterA</b>	<b>0</b>	<b>13,71,66,194</b>	<b>13,71,66,194</b>	<b>74.99</b>	<b>0</b>	<b>13,71,66,194</b>	<b>13,71,66,194</b>	<b>74.99</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>B. Public</b>												
<b>(I) Institution</b>												
Mutual Funds/ UTI	0	885	885	0.00	0	691	691	0	0	194	194	0.00
Financial Institutions' Bank	0	43,97,795	43,97,795	2.40	0	44,41,335	44,41,335	2.43	0	43,540	43,540	0.02
Central Government	0	0	0	0	0	30	30	0	0	30	30	0.00
State Government												
Venture Capital Funds	-	-	-	-	-	-	-	-	-	-	-	-
Insurance Companies	-	-	-	-	-	-	-	-	-	-	-	-
Foreign Institutional Investors	0	1,95,33,846	1,95,33,846	10.68	0	2,01,95,859	2,01,95,859	11.04	0	6,62,013	6,62,013	0.36
Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-	-	-	-
Qualified Foreign Investor	-	-	-	-	-	-	-	-	-	-	-	-
Any Other	-	-	-	-	-	-	-	-	-	-	-	-
<b>Sub Total B(1)</b>	<b>0</b>	<b>2,39,32,526</b>	<b>2,39,32,526</b>	<b>13.08</b>	<b>0</b>	<b>2,46,37,915</b>	<b>2,46,37,915</b>	<b>13.47</b>	<b>0</b>	<b>7,05,389</b>	<b>7,05,389</b>	<b>0.39</b>
<b>(II) Non Institution</b>												
Body Corporates	157	1,57,13,879	1,57,14,036	8.59	157	1,39,87,519	1,39,87,676	7.65	0	17,26,360	17,26,360	0.94
Individuals												
Individual Shareholding holding nominal share capital upto ₹ 1 lakh	2,324	47,40,868	47,43,192	2.59	1,307	43,64,107	43,65,414	2.39	1,017	3,76,761	3,77,778	-0.2
Individual Shareholding holding nominal share capital in excess of ₹ 1 lakh	0	5,32,115	5,32,115	0.29	0	10,64,554	10,64,554	0.58	0	5,32,439	5,32,439	0.29

Trust	0	399	399	00	0	494	494	0	0	95	95	0
Non Resident Indian	10	77,408	77,418	0.04	10	66,592	66,602	0.04	0	10,816	10,816	0
Overseas Corporate Bodies	0	1	1		0	1	1	0	0	0	0	0
Any Other	-	-	-	-	-	-	-	-	-	-	-	-
Clearing Members	0	2,84,633	2,84,633	0.16	0	1,52,764	1,52,764	0.08	0	1,31,869	1,31,869	-0.08
Hindu Undivided Families	0	4,50,026	4,50,026	0.25	0	6,03,736	6,03,736	0.33	0	1,53,710	1,53,710	0.08
Foreign Corporate Bodies	0	0	0	0	0	8,55,190	8,55,190	0.47	0	0	0	0
<b>Sub Total (2)</b>	<b>2,491</b>	<b>2,17,99,329</b>	<b>2,18,01,820</b>	<b>11.92</b>	<b>1,474</b>	<b>2,10,94,957</b>	<b>2,10,96,431</b>	<b>11.53</b>	<b>1,017</b>	<b>7,04,372</b>	<b>7,06,863</b>	<b>-0.39</b>
<b>Total Public</b>	<b>2,491</b>	<b>4,57,31,855</b>	<b>4,57,34,346</b>	<b>25.01</b>	<b>1,474</b>	<b>4,57,32,872</b>	<b>4,57,34,346</b>	<b>25.01</b>	<b>1,017</b>	<b>1,017</b>	<b>0</b>	<b>0</b>
<b>Total A+B</b>	<b>2,491</b>	<b>18,28,98,049</b>	<b>18,29,00,540</b>	<b>100</b>	<b>1,474</b>	<b>18,28,99,066</b>	<b>18,29,00,540</b>	<b>100</b>	<b>1,017</b>	<b>1,017</b>	<b>0</b>	<b>0</b>
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>2,491</b>	<b>18,28,98,049</b>	<b>18,29,00,540</b>	<b>100</b>	<b>1,474</b>	<b>18,28,99,066</b>	<b>18,29,00,540</b>	<b>100</b>	<b>1,017</b>	<b>1,017</b>	<b>0</b>	<b>0</b>

**(ii) SHAREHOLDING OF PROMOTERS**

Sl. No.	Shareholder's name	Shareholding at the beginning of the year as at April 1, 2014			Shareholding at the end of the year as at March 31, 2015			% 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	Rohtas Goel (HUF)	13,500	0.01	0	13,500	0.01	0	Nil
2	Sunil Goel (HUF)	13,500	0.01	0	13,500	0.01	0	Nil
3	Guild Builders Private Limited	2,65,14,039	14.50	10.87	7,75,76,297	42.41	35.52	27.91
4	Dream Home Developers Private Limited	89,25,117	4.88	0	89,25,117	4.88	0	Nil
5	Constellation Capital Limited*	2,62,90,397	14.37	10.88	1,38,61,400	7.58	5.55	(6.79)
6	S A Finvest Limited*	2,71,01,115	14.82	6.53	80,00,000	4.37	0.82	(10.45)
7	Kautilya Monetary Services Private Limited*	3,19,75,896	17.48	12.57	1,56,95,000	8.58	6.24	(8.90)
8	J B Realcon Private Limited*	41,51,250	2.27	0.82	15,00,000	0.82	0.60	(1.45)
9	Green Tech Tower Builders Private Limited*	6,00,000	0.33	0	0	0	0	(0.33)
10	Rohtas Goel	27,47,250	1.50	0	27,47,250	1.50	0	Nil
11	Sushma Goel	23,77,810	1.30	0	23,77,810	1.30	0	Nil
12	Sunil Goel	33,36,120	1.82	1.80	33,36,120	1.82	1.80	Nil
13	Seema Goel	21,550	0.01	0	21,550	0.01	0	Nil
14	Jai Bhagwan Goel	30,98,650	1.69	1.37	30,98,650	1.69	1.37	Nil
	<b>Total</b>	<b>13,71,66,194</b>	<b>74.99</b>	<b>44.84</b>	<b>13,71,66,194</b>	<b>74.99</b>	<b>51.90</b>	

\*Companies merged with Guild Builders Private Limited vide order of the Hon'ble High Court of Punjab & Haryana at Chandigarh dated 20.09.2013 w.e.f Appointed Date i.e. 01/01/2013 and the fructification process is underway.

**(iii) Change in Promoters' Shareholding**

Sl. No.	Shareholder's name		Dates	Shareholding at the beginning of the year as at April 1, 2014		Cumulative Shareholding during the year as at March 31, 2015		Remarks
				No. of shares	% of total shares of the Company	No. of Shares	% of total Shares of the Company	
1	Rohtas Goel (HUF)	At the beginning	01.04.2014	13,500	0.01	13,500	0.01	No Change
		Increase/Decrease	-	-	-	-	-	
		At the end of the year	31.03.2015	13,500	0.01	13,500	0.01	
2	Sunil Goel (HUF)	At the beginning	01.04.2014	13,500	0.01	13,500	0.01	No Change
		Increase/Decrease	-	-	-	-	-	
		At the end of the year	31.03.2015	13,500	0.01	13,500	0.01	
3	Guild Builders Private Limited	At the beginning	01.04.2014	2,65,14,039	14.50	2,65,14,039	14.50	Transfer on account of Merger/ amalgamation of promoter companies
		Increase/Decrease	04.04.2014	63,93,997	3.50	3,29,08,036	17.99	
			04.04.2014	6,00,000	0.33	3,35,08,036	18.32	
			04.04.2014	26,51,250	1.45	3,61,59,286	19.77	
			31.05.2014	89,80,896	4.91	4,51,40,182	24.68	
			31.05.2014	20,00,000	1.10	4,71,40,182	25.77	
			31.05.2014	1,51,54,115	8.29	6,22,94,297	34.06	
			30.07.2014	35,00,000	1.91	6,57,94,297	35.97	
			23.08.2014	38,00,000	2.08	6,95,94,297	38.05	
			25.08.2014	8,25,000	0.45	7,04,19,297	38.50	
			25.08.2014	3,00,000	0.16	7,07,19,297	38.67	
			07.11.2014	27,00,000	1.48	7,34,19,297	40.14	
		12.11.2014	5,10,000	0.28	7,39,29,297	40.42		
12.11.2014	36,47,000	1.99	7,75,76,297	42.41				
At the end of the year	31.03.2015	7,75,76,297	42.41	7,75,76,297	42.41			
4	Dream Home Developers Private Limited	At the beginning	01.04.2014	89,25,117	4.88	89,25,117	4.88	No Change
		Increase/Decrease	-	-	-	-	-	
		At the end of the year	31.03.2015	89,25,117	4.88	89,25,117	4.88	
5	Constellation Capital Limited*	At the beginning	01.04.2014	2,62,90,397	14.37	2,62,90,397	14.37	Transfer on account of Merger/ amalgamation of promoter companies
		Increase/Decrease	04.04.2014	(63,93,997)	3.50	1,98,96,400	10.88%	
			31.05.2014	(20,00,000)	1.09	1,78,96,400	9.79%	
			25.08.2014	(8,25,000)	0.45	1,70,71,400	9.33	
			07.11.2014	(27,00,000)	1.48	1,43,71,400	7.86	
			12.11.2014	(5,10,000)	0.28	1,38,61,400	7.58	
At the end of the year	31.03.2015	1,38,61,400	7.58%	1,38,61,400	7.58			
6	S A Finvest Limited*	At the beginning	01.04.2014	2,71,01,115	14.82	80,00,000	4.37	Transfer on account of Merger/ amalgamation of promoter companies
		Increase/Decrease	31.05.2014	(1,51,54,115)	8.29	1,19,47,000	6.53	
			25.08.2014	(3,00,000)	0.16	1,16,47,000	6.37	
			12.11.2014	(36,47,000)	1.99	80,00,000	4.37	
			At the end of the year	31.03.2015	80,00,000	4.37	80,00,000	

7	Kautilya Monetary Services Private Limited*	At the beginning	01.04.2014	3,19,75,896	17.48	3,19,75,896	17.48	Transfer on account of Merger/ amalgamation of promoter companies
		Increase/ Decrease	31.05.2014	(89,80,896)	4.91	2,29,95,000	12.57	
			30.07.2014	(35,00,000)	1.91	1,94,95,000	10.66	
			23.08.2014	(38,00,000)	2.08	1,56,95,000	8.58	
	At the end of the year	31.03.2015	1,56,95,000	8.58	1,56,95,000	8.58		
8	J B Realcon Private Limited*	At the beginning	01.04.2014	41,51,250	2.27	41,51,250	2.27	Transfer on account of Merger/ amalgamation of promoter companies
		Increase/ Decrease	04.04.2014	(26,51,250)	1.45	15,00,000	0.82	
			31.03.2015	15,00,000	0.82	15,00,000	0.82	
	At the end of the year	31.03.2015	15,00,000	0.82	15,00,000	0.82		
9	Green Tech Tower Builders Private Limited*	At the beginning	01.04.2014	6,00,000	0.33	6,00,000	0.33	Transfer on account of Merger/ amalgamation of promoter companies
		Increase/ Decrease	04.04.2014	(6,00,000)	0.33	0	0	
			31.03.2015	0	0	0	0	
	At the end of the year	31.03.2015	0	0	0	0		
10	Rohtas Goel	At the beginning	01.04.2014	27,47,250	1.50	27,47,250	1.50	No Change
		Increase/ Decrease		-	-	-	-	
			31.03.2015	27,47,250	1.50	27,47,250	1.50	
	At the end of the year	31.03.2015	27,47,250	1.50	27,47,250	1.50		
11	Sushma Goel	At the beginning	01.04.2014	23,77,810	1.30	23,77,810	1.30	No Change
		Increase/ Decrease		-	-	-	-	
			31.03.2015	23,77,810	1.30	23,77,810	1.30	
	At the end of the year	31.03.2015	23,77,810	1.30	23,77,810	1.30		
12	Sunil Goel	At the beginning	01.04.2014	33,36,120	1.82	33,36,120	1.82	No Change
		Increase/ Decrease		-	-	-	-	
			31.03.2015	33,36,120	1.82	33,36,120	1.82	
	At the end of the year	31.03.2015	33,36,120	1.82	33,36,120	1.82		
13	Seema Goel	At the beginning	01.04.2014	21,550	0.01	21,550	0.01	No Change
		Increase/ Decrease		-	-	-	-	
			31.03.2015	21,550	0.01	21,550	0.01	
	At the end of the year	31.03.2015	21,550	0.01	21,550	0.01		
14	Jai Bhagwan Goel	At the beginning	01.04.2014	30,98,650	1.69	30,98,650	1.69	No Change
		Increase/ Decrease		-	-	-	-	
			31.03.2015	30,98,650	1.69	30,98,650	1.69	
	At the end of the year	31.03.2015	30,98,650	1.69	30,98,650	1.69		

\*Companies merged with Guild Builders Private Limited vide order of the Hon'ble High Court of Punjab & Haryana at Chandigarh dated 20.09.2013 w.e.f Appointed Date i.e. 01/01/2013 and the fructification process is underway.



**(iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):**

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year as at April 1, 2014		Shareholding at the end of the year as at March 31, 2015	
		No of Shares	% of total Shares of the Company	No. of shares	% of total shares of the company
1	HSBC Bank (Mauritius) Limited	65,74,871	3.59	65,74,871	3.59
2	Life Insurance Corporation Of India	36,85,983	2.01	36,85,983	2.01
3	Elara India Opportunities Fund Limited	28,31,538	1.54	46,52,538	2.54
4	Marshal Global Capital Fund Ltd	26,38,461	1.44	26,38,461	1.44
5	ELM Park Fund Limited	17,58,974	0.96	17,58,974	0.96
6	R. K. Stockholding Private Limited	10,60,785	0.57	13,44,877	0.73
7	Dimensional Emerging Markets Value Fund	10,09,895	0.55	6,84,457	0.37
8	Antara India Evergreen Fund Ltd	9,42,307	0.51	NIL	0
9	HSBC Bank (Mauritius) Limited A/C Plutus Terr	9,29,743	0.50	8,91,037	0.48
10	Reliable Township And Realtors Private Limite	9,28,668	0.50	NIL	0

**(v) Shareholding of Directors and Key Managerial Personnel:**

SL. No.	For Each of the Directors and KMPs	Shareholding at the beginning of the year as at April 1, 2014		Date wise Increase/ decrease in shareholding during the year		Shareholding at the end of the year as at March 31, 2015	
		No of Shares	% of total Shares of the Company	No of Shares	% of total Shares of the Company	No. of shares	% of total shares of the company
1	Mr. Rohtas Goel, Chairman & Managing Director	27,47,250	1.50	No change		27,47,250	1.50
2	Mr. Sunil Goel, Joint Managing Director	33,36,120	1.82	No change		33,36,120	1.82
3	Mr. Jai Bhagwan Goel Whole Time Director	30,98,650	1.69	No change		30,98,650	1.69
4	Mr. Padmanabh Pundrikray Vora, Independent Director	-	-	-	-	-	-
5	Lt. Gen. (Retd.) Bhopinder Singh, Independent Director	-	-	-	-	-	-
6	Dr. Prem Singh Rana, Independent Director	-	-	-	-	-	-
7	Ms. Padmaja Ruparel, Independent Director	-	-	-	-	-	-
8	Mr. Mohit Goel, CEO	-	-	-	-	-	-
9	Mrs. Vijayalaxmi, COO	-	-	-	-	-	-
10	Mr. Vimal Gupta, Vice President & CFO	32	0.00	No Change	-	32	0.00
11	Mr. Venkat Rao, Addl. Vice President & Company Secretary	115	0.00	No Change	-	115	0.00

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

(₹ in mio)

SL No	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	7,588.47	1,919.45	1,036.59	<b>10,544.51</b>
ii) Interest due but not paid	10.98	-	-	<b>10.98</b>
iii) Interest accrued but not due	19.41	10.76	46.52	<b>76.69</b>
<b>Total (i+ii+iii)</b>	<b>7,618.86</b>	<b>1,930.21</b>	<b>1,083.11</b>	<b>10,632.18</b>
<b>Change in Indebtedness during the financial year</b>				
- Addition	5,603.03	535.90	296.45	6,435.38
- Reduction	4,657.35	1,198.89	592.08	6,448.32
<b>Net Change</b>	<b>945.68</b>	<b>(662.99)</b>	<b>(295.63)</b>	<b>(12.94)</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	8,534.15	1,256.46	740.96	<b>10,531.57</b>
ii) Interest due but not paid	3.91	-	-	<b>3.91</b>
iii) Interest accrued but not due	33.42	5.18	58.70	<b>97.30</b>
<b>Total (i+ii+iii)</b>	<b>8,571.48</b>	<b>1,261.64</b>	<b>799.66</b>	<b>10,632.78</b>

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

(₹ in mio)

Sl. No.	Particulars of Remuneration	Mr. Rohtas Goel	Mr. Sunil Goel	Mr. Jai Bhagwan Goel	Total Amount
1.	Gross salary	24.00	14.40	8.40	46.80
	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	24.00	14.40	8.40	46.80
2.	Value of perquisites u/s 17(2) Income-tax Act, 1961	2.80	1.20	-	4.00
3.	Profits in lieu of salary under section 17(3) Incometax Act, 1961	-	-	-	-
4.	Stock Option	-	-	-	-
5.	Sweat Equity	-	-	-	-
6.	Commission - as % of profit - others, specify...	7.50	-	-	7.50
7.	Others, please specify	-	-	-	-
8.	Total (A)	34.30	15.60	8.40	58.30
	Ceiling as per the Act	38.26	38.26	38.26	114.78

**B. Remuneration to other/Independent Directors:**

(₹ in mio)

Sl. No.	Particulars of Remuneration				
	Name of Directors	Mr. P.P. Vora	Lt. Gen. (Retd.) Bhopinder Singh	Dr. Prem Singh Rana	Ms. Padmja Ruparel
1.	Fee for attending Board & Committee Meetings	0.52	0.48	0.49	NIL
2.	Commission	0.50	0.50	0.50	NIL
3.	Others, please specify	NIL	NIL	NIL	NIL
	Total Amount	1.02	0.98	0.99	NIL

## C. Remuneration to Key Managerial Personnel:

(₹ in mio)

Sl. No.	Particulars of Remuneration	Mr. Mohit Goel, CEO	Mr. Vimal Gupta, Vice President & CFO	Mr. Venkat Rao, Addl. vice President & Company Secretary	Mrs. Vijayalaxmi COO	Total Amount
	Gross salary	2.77	2.26	2.55	2.58	10.16
1.	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-	-
2.	Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-	-
3.	Profits in lieu of salary under section 17(3) Incometax Act, 1961	-	-	-	-	-
4.	Stock Option	-	-	-	-	-
5.	Sweat Equity	-	-	-	-	-
6.	Commission - as % of profit - others, specify...	-	-	-	-	-
7.	Others, please specify	-	-	-	-	-
8.	Total (A)	2.77	2.26	2.55	2.58	10.16

## viii. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties, punishment or compounding of offences during the year ended March 31, 2015.

## Annexure V

### AOC 2

Form for disclosure of particulars of contracts/arrangements entered into by the Company with Related Parties referred to in sub section(1) of section 188 of the Companies Act.

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

1. Details of Contracts or Arrangements or Transactions not at Arm's Length basis: NA

2. Details of Contracts or Arrangements or Transactions at Arm's Length basis: -

Name(s) of the Related Party and Nature of relationship	Nature of Contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	Date(s) of approval by the board	Amount Paid as advance, if any	Date on which the Special resolution was passed in general meeting as required under first proviso to section 188
a	b	c	d	e	f	g	h
Rohtas Goel (Director)	Royalty Agreement for use of Trademark/ Copyright	10 Years	Use of Trademark/ Copyright "Omaxe" at a nominal amount of ₹ 1.00 mio p.a.	"Omaxe" Trademark/ Copyright is owned by Mr. Goel, company avails services referred Agreement.	May 30, 2014	Nil	August 4, 2014 through Postal Ballot
Mohit Goel (Relative of Director)	Appointment of CEO	As per the appointment resolution and terms of Appointment Letter.	Appointment effective from December 2, 2014.	In the light of the experience and overall contribution at various levels in the organization.	September 26, 2014	Nil	November 29, 2014 through Postal ballot
MAA Omwati Trust (Related to Directors)	Transfer of land	The purpose to transfer the land.	Omaxe is settlor and transfer the land to said trust for developing a religious sites	The company in the course of its development of various projects involving development of Township(s)/ Group Housing(s) requires earmark religious sites within the projects. Accordingly, these sites are handed over as social responsibility/ donations towards the residents/ society/ trust to meet the said purpose.	March 31, 2015	Nil	NA

## Certificate on Corporate Governance

To the Members of Omaxe Limited

We have examined the compliance of corporate governance by Omaxe Limited for the year ended March 31, 2015, as stipulated in Clause 49 of the Listing Agreement of the said Company with the Stock Exchange(s).

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementations thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statement of the company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

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

**For M/s Doogar & Associates  
Chartered Accountants**

**Sd/-  
M. K. Doogar  
Partner  
M. No. 80077**

Place : New Delhi  
Date : May 28, 2015

# REPORT ON CORPORATE GOVERNANCE

Your Directors present the Company's Report on Corporate Governance in compliance with Clause 49 of the Listing Agreement with the Stock Exchange(s).

## 1. THE COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Transparency, integrity and ethical standards are foundations for the conduct of business at 'Omaxe'. This translates into the philosophy on 'Corporate Governance' of the Company. At 'Omaxe' it is believed that adoption of best practices of Corporate Governance ensures long term relations with the investors and customers of the Company.

Further, the Company firmly believes in good Corporate Governance and at 'Omaxe' Corporate Governance has been a high priority both in letter and in spirit. The Company believes that good Corporate Governance strengthens the investors' trust and ensures a long-term partnership that helps in Company's objectives. The company's philosophy on Corporate Governance lays strong emphasis on transparency and accountability in the functioning of the Company and conduct of business and places due emphasis on regulatory compliances. The philosophy is manifested in its operations through exemplary standards of ethical behaviour, both within the organisation as well as in external relationships.

The Company is committed to enhance shareholders value in the fair and transparent manner and has been in the forefront for bench marking itself with the best business practices globally.

## 2. BOARD OF DIRECTORS

### a) Composition

The Board of Directors is comprised of Seven Directors out of whom three are Executive Directors viz. Mr. Rohtas Goel, Mr. Sunil Goel and Mr. Jai Bhagwan Goel and four are Non-Executive and Independent Directors viz., Mr. Padmanabh Pundrikay Vora, Lt. Gen. (Retd.) Bhopinder Singh, Dr. Prem Singh Rana and Ms. Padmaja Ruparel.

### b) BOARD MEETINGS

During the financial year ended March 31, 2015, 7 (Seven) meetings of the Board of Directors were held. The Meetings were held on 30.05.2014, 25.07.2014, 26.09.2014, 10.11.2014, 02.12.2014, 29.01.2015 and 31.03.2015. The maximum time gap between two Board Meetings was 62 days.

c) The names of the Director, their attendance at Board Meeting during the year, attendance at the last AGM and number of the other Directorships and Board/Committee memberships held by them, at March, 31, 2015 are set out in the following table:

S. No.	Name of Director	Category	Board Meeting Attended during the year 2014-15	Attendance at the last AGM held on 26.09.2014	No. of Directorship of Companies (Including Omaxe Limited) as on March 31, 2015			No. of Membership of Committees (Including Omaxe Limited) as on adoption of Corporate Governance Report	
					Public	Private	Sec 8 Co.	Member	Chairman
1	Mr. Rohtas Goel (00003735)	Promoter/ Executive Director	7	Not Present	7	11	NIL	7	3
2	Mr. Sunil Goel (00003743)	Promoter/ Executive Director	3	Present	9	9	NIL	2	-
3	Mr. Jai Bhagwan Goel (00075886)	Promoter/ Executive Director	7	Present	5	4	NIL	3	-
4	Mr. Padmanabh Pundrikay Vora (00003192)	Independent Non-Executive Director	7	Present	7	4	NIL	3	-
5	Lt. Gen. (Retd.) Bhopinder Singh(01404280)	Independent Non-Executive Director	6	Present	2	NIL	NIL	3	3
6	Dr. Prem Singh Rana (00129300)	Independent Non-Executive Director	6	Present	8	10	NIL	7	3
7	Ms. Padmaja Ruparel* (01383513)	Independent Non-Executive Additional Director	NA	NA	1	8	1	-	-

**Notes:**

1. The directorship/committee membership is based on the disclosures received from the directors and excludes foreign companies. Further, membership of audit and investors' grievance cum stakeholder relationship committee are indicated.
2. None of the directors is a member of the Board of more than 10 public companies in terms of section 165 of the Companies Act, 2013 nor is a member of more than 10 committees and Chairman of more than 5 committees as specified in Clause. 49(I)(c)(ii) of the Listing Agreement.
3. Appointment of Ms. Ruparel was effective on March 31, 2015 accordingly the attendance clause shall not be applicable

**d) Brief profile of the Directors proposed for appointment/ re-appointment**

- i) **Ms. Padmaja Ruparel** is an Angel investor and President of India Angel Network (IAN), India's first and now one of Asia's largest group of business angels, comprising the who's who of successful entrepreneurs and dynamic CEOs from India and overseas. She build IAN from inception, taking it within 7 years to nearly 350 investors across 10 countries and a portfolio of 100+ companies across multiple sectors in 7 countries. She has now operationalized IAN's international operations in London – making it the only angel group in the world to set up operations outside of its home country.

Padmaja established a unique model of an incubator, in partnership with the Indian Government which leverages 400 mentors to provide mentoring & domain expertise to around 50 young fledgling incubate companies. Till date, many of these have exited raising seed money within 6 months of incubation.

Padmaja has been a key player in the Indian entrepreneurial eco system over the last 25 years. She set up and operationalized the TIE Delhi chapter, setting it on a sound footing for it to be rated as number one amongst 60 chapters around the world, for the last 4 years. She played a key role as Executive Director in building the Indian Venture Capital Association, India's oldest and largest association of VC and PE firms. In addition she helped the creation of Lankan Angel Network in Sri Lanka. She contributed actively in the Planning Commission's Committee on "Angel & Early Stage investing in India" which resulted in a seminal report: "Creating a Vibrant Entrepreneurial Eco system in India", She is actively engaged with the various committees of Ministry of Finance, SEBI, etc.

In her corporate avatar at Xansa India, an US\$800mn company listed on LSE (before being acquired by Steria) she managed the recruitment operations,

build and successfully executed an innovative brand and communication strategy and led the corporate social responsibility initiative which engaged the government, employees as well as the clients. She was a key member of the corporate strategy and M&A team as the Company went public, forged joint ventures and the final acquisition of the Indian company.

**Directorship of Companies (as on 31.03.2015)**

Sl. No.	Name of the Company	Position
1	Omaxe Limited	Additional Director
2	Audasis Techno Services Private Limited	Director
3	Advantica India Consultancy Private Limited	Director
4	Indian Innovation Holding Msme Private Limited.	Director
5	Ian Mentoring And Incubation Services	Director
6	Kushan Advisors Private Limited	Director
7	Kushan Management Private Limited	Director
8	Infinity Technology Investments Private Limited	Director
9	Infinity Technology Trustee Private Limited	Director
10	Velvetleaf Consultants LLP	Designated Partner
11	Audasis Techno Services LLP	Designated Partner

- ii. **Mr. Sunil Goel**, aged 52 years, Director, has overall experience of 23 years and is responsible for day to day affairs of the Company under the overall supervision of Chairman and Managing Director and Board of Directors. He is a Bachelor of Science from Maharishi Dayanand University, Rohtak and Master of Arts (Maths) from RSA, Uttar Pradesh. He is a brother of Mr. Rohtas Goel, Chairman and Managing Director and Mr. Jai Bhagwan Goel, Whole Time Director of the Company.

**Directorship of Companies (as on 31.03.2015)**

Sl. No.	Name of the Company	Position
1	Omaxe Limited	Joint Managing Director
2	B D Agarwal Securities Private Limited	Director
3	Examo Estate Management Private Limited	Director

4	Hansa Properties Private Limited	Director
5	Buildwell Builders Private Limited	Director
6	Omaxe Connaught Place Mall Limited	Director
7	Rocky Valley Resorts Private Limited	Director
8	P N Buildcon Private Limited	Director
9	Annay Realtors Private Limited	Director
10	Bharatbhoomi Township Limited	Director
11	Jai Bhoomi Projects Limited	Director
12	Omtech Infrastructure And Construction Limited	Director
13	Omaxe Housing And Commercial Projects Limited	Director
14	Omaxe Infotech City Developers Limited	Director
15	Omaxe Pragati Maidan Exhibition Limited	Director
16	Omaxe Realtors Private Limited	Director
17	Omaxe Power Private Limited	Director
18	Omaxe Rajasthan Sez Developers Limited	Director

He is a member of Executive Committee & Share/Debtenture Transfer Committee of the Company.

Mr. Sunil Goel is a Joint Managing Director of the company and he holds 33,36,120 equity share in the Company in his name as on March 31, 2015.

### 3. SEPARATE MEETING OF INDEPENDENT DIRECTORS

During the year under review, the Independent Directors met on March 30, 2015, inter alia, to discuss:

1. Evaluation of the performance of Non Independent Directors and the Board of Directors as a whole;
2. Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors.
3. Evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties

**All the Independent Directors were present at the meeting.**

Further, Independent Directors met on May 6, 2015 inter alia to discuss:

1. Assessment of Performance of Non-Independent directors and the board as a whole

for the evaluation period from April 1, 2014 to March 31, 2015

2. Assessment of performance of the chairperson of the Company, taking into account the views of executive directors and non-executive director

**Mr. Padmanabh Pundrikray Vora, Independent Director of the meeting was not present in the meeting.**

### 4. FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

Your Company had familiarize the Independent Directors with Company, their roles, rights, responsibilities in the company nature of industry, business model etc. through various instructions of the Board and Executive level.

### 5. AUDIT COMMITTEE ('AC') OF BOARD OF DIRECTORS OF THE COMPANY - TERMS OF REFERENCE

The Audit committee ('AC') is a Committee of the Board of Directors of the Company.

#### A. Composition

The Committee comprises of one Executive Director and three Non-Executive and Independent Directors viz. Dr. Prem Singh Rana (Non-Executive and Independent), Mr. Rohtas Goel, Chairman and Managing Director of the Company., Lt. Gen. (Retd.) Bhopinder Singh. (Non-Executive and Independent) and Mr. Padmanabh Pundrikray Vora (Non-Executive and Independent). Dr. Prem Singh Rana is the Chairman of the Committee.

The Company Secretary acts as a Secretary for the Committee.

#### B. Powers of Audit Committee

- i) To investigate any activity within its terms of reference;
- ii) To seek any information form any employee;
- iii) To obtain outside legal and other professional advise;
- iv) To secure the attendance of outsider(s) with relevant expertise, if required.

#### C. Terms of reference

- i. Oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
- ii. Recommending the appointment (including the terms of appointment) and removal of statutory and internal Auditors (whenever required), fixation of audit fee and also approval for payment for any other services;
- iii. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- iv. Review and Monitor the auditor's independence and performance, and effectiveness of audit



- process;
- v. Examination of the financial statement and the auditor's report thereon;
  - vi. Approval or subsequent modification of transactions of the Company with related parties;
  - vii. Scrutiny of inter corporate loan and investments;
  - viii. Valuation of undertaking or assets of the company, wherever it is necessary;
  - ix. Evaluation of internal financial controls and risk management system;
  - x. Reviewing with Management the quarterly / half yearly and the annual financial statements before submission to the Board, focusing primarily on:
    - xi. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (2AA) of section 217 of the Companies Act, 1956 including amendment and/or enactment thereof.
    - xii. Any Change in accounting policies and practices.
    - xiii. Major accounting entries based on exercise of judgment by management.
      - The going concern assumption.
      - Compliance with accounting standards.
      - Compliance of listing and other legal requirements concerning financial statements.
      - Significant adjustment made in the financial statements arising out of the audit finding.
      - Disclosure of any related party transactions.
      - Qualifications in the draft audit report
    - xiv. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
    - xv. Reviewing with the management, performance of statutory and internal Auditors, the adequacy and compliance of internal control system;
    - xvi. Reviewing the adequacy of internal audit function, including the structure of internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
    - xvii. Discussion on internal Auditors significant findings and follow up there on;
    - xviii. 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;
    - xix. Discussion with statutory Auditors before the audit commence about nature and the scope of audit as well as have post audit discussion to ascertain any area of concern;
    - xx. Reviewing the Company's financial and risk management policies;
    - xxi. 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;
    - xxii. Monitoring the end use of funds raised through public offer and related matters;
    - xxiii. Management discussion and analysis of financial condition and results of operations;
    - xxiv. Statement of significant related party transactions (as defined by the audit committee), submitted by management;
    - xxv. Management letters / letters of internal control weaknesses issued by the statutory auditors;
    - xxvi. Internal audit reports relating to internal control weaknesses; and
    - xxvii. The appointment, removal and terms of remuneration of the Chief Internal Auditor shall be subject to review by the Audit Committee;
    - xxviii. To establish and review the Vigil Mechanism/ whistle Blower as prescribed by section 177 (9) & 177(10) of the Companies act, 2013 and any amendment thereof read with rules thereon and ensure its proper functioning. Further to ensure that, in exceptional cases, whistle blower has direct access to the chairman of the audit committee.
    - xxix. To approve the appointment of CFO (i.e. whole time finance director or any other person heading the finance function or discharging that function) after assessing the qualification, experience and background etc of the candidate;
    - xxx. To investigate in to any aforesaid matter with power to obtain professional advice from external sources;
    - xxxi. To distribute the profit under Corporate Social Responsibility in compliance to the section 13 of the Companies Act, 2013 and rules made thereon or any amendment thereof.
    - xxxii. To review the financial statements, in particular, the investments made by the unlisted subsidiary Company (effective from 01/10/2014).
    - xxxiii. Review and recommend to the Board strategy about major plan of action, risk policy, annual budget and business plan, setting performance objectives, monitoring implementation and overseeing capital expenditure, acquisition and divestments (effective from 01/10/2014).
    - xxxiv. in exercise the aforesaid committee may, investigate any activity within its terms of reference, to seek any information form any employee, to obtain outside legal and other professional advice and to secure the attendance of outsider(s) with relevant expertise, if required.

#### **D. Meeting and attendance during the year**

During the financial year ended March 31, 2015, 7

(Seven) meetings of the Committee were held on 30.05.2014, 25.07.2014, 26.09.2014, 10.11.2014, 02.12.2014, 29.01.2015 and 31.03.2015. Details of attendance of members at these meetings are as given below:

S. No.	Member	Number of Meeting Attended
1	Dr. Prem Singh Rana	6
2	Mr. Rohtas Goel	6
3	Mr. Padmanabh Pundrikray Vora	7
4	Lt. Gen. (Retd.) Bhopinder Singh	6

#### E. Self-Assessment by the Audit Committee

The Audit Committee has set in place a process to measure and benchmark its performance each year. The assessment broadly covers composition, structure and committee meetings; overview of the financial reporting process; internal control systems and overview of internal and external audits. The results of the self-assessment are presented to the Audit Committee along with action plan in the areas of requiring improvement.

#### 6. NOMINATION AND REMUNERATION COMMITTEE ('NRC') OF BOARD OF DIRECTORS OF THE COMPANY

The Nomination and Remuneration Committee ('NRC') is a Committee of the Board of Directors of the Company.

##### A. Composition

The NCR comprises of one Executive Director viz. Mr. Rohtas Goel and three Independent Non-Executive Directors viz. Lt. Gen. (Retd.) Bhopinder Singh, Mr. Padmanabh Pundrikray Vora and Dr. Prem Singh Rana.

Lt. Gen. (Retd.) Bhopinder Singh is the Chairman of the Committee.

The Company Secretary acts as Secretary for the Committee.

##### B. Terms of reference

- To determine the criteria for the appointment of Director of the Company who may be appointed in senior management of the Company;
- To consider and identify the person, for the appointment of Director of the Company and who may be appointed in senior management, who qualify on the basis of criteria, and recommends the same to Board for appointment or removal;
- To consider and recommend the appointment of any director in senior management;
- To consider and evaluate the performance of every director of the Company;
- To lay down the evaluation criteria for performance evaluation of independent directors and the Board;
- Ensure that all provisions regarding disclosure

of remuneration, including pensions, are fulfilled;

- Obtain reliable, up-to-date information about remuneration in other Companies;
- To formulate the framework/criteria to determine qualifications, positive attributes and independence of a director and recommend the Board a policy like:
  - Terms of employment and any changes including service contracts, remuneration policy,
  - Review the ongoing appropriateness and relevance of the remuneration policy, with respect to remuneration of Directors, Key Managerial personnel and other employee;
- NRC shall ensure following while forming the framework in clause 6:
  - The level and composition of remuneration is reasonable to attract, motivate and retain directors. However, remuneration shall link with performance;
- To devise a policy on Board diversity;
- To work under the control & supervision of the Board of Directors.

#### C. Meeting and attendance during the year

During the financial year ended March 31, 2015, 5 (Five) meetings of the Committees were held on 30.05.2014, 25.07.2014, 26.09.2014, 10.11.2014 and 31.03.2015. Details of attendance of members at the meeting are as given below:

S. No.	Member	Number of Meetings Attended
1	Lt. Gen. (Retd.) Bhopinder Singh	4
2	Mr. Rohtas Goel	4
3	Mr. Padmanabh Pundrikray Vora	5
4	Mr. Prem Singh Rana	4

#### D. Remuneration Policy for Directors

The remuneration policy of the Company is directed towards rewarding performance, based on review of achievements on periodical basis. The remuneration policy is in consonance with the existing Industry norms. The tenure of office of the Chairman Managing Director, Joint Managing Director and Whole Time Director is for certain period from their respective dates of appointments and can be terminated by either party by giving proper notice in writing.

#### E. Performance Evaluation

Pursuant to Companies Act, 2013 and Clause 49 of the Listing Agreement, the Board has carried out the annual performance evaluation of its own

performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration and Compliance Committees. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committee, Board Culture, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate

the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgement, safeguard the interest of the Company and minority shareholders etc. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors who also reviewed the performance of Secretarial Department. The Directors expressed their satisfaction with the evaluation process.

#### F. Details of Remuneration of Directors (For Year Ended 31.03.2015)

(₹ in mio)

Sl. No.	Name of the Director	Salary	PF	Medical	Leave Encashment	Bonus	Sitting Fees	Total
1	Mr. Rohtas Goel*	24.00	-	-	-	-	-	24.00
2	Mr. Sunil Goel**	14.40	-	-	-	-	-	14.40
3	Mr. Jai Bhagwan Goel	8.40	-	-	-	-	-	8.40
4	Lt. Gen. (Retd.) Bhopinder Singh***	-	-	-	-	-	0.49	0.49
5	Dr. Prem Singh Rana***	-	-	-	-	-	0.49	0.49
6	Mr. Padmanabh Pundrikray Vora***	-	-	-	-	-	0.53	0.53
7	Ms. Padmaja Ruparel****	-	-	-	-	-	-	-

\* In addition to above Mr. Rohtas Goel was paid/ provided with a rent free accommodation (having rent of ₹1.20 mio p.a.), insurance premium of ₹1.60 mio, Commission of ₹ 7.50 mio and royalty of ₹ 1.00 mio during the fiscal 2014-15.

\*\* In addition to above Mr. Sunil Goel was provided with a rent free accommodation (having rent of ₹ 1.20 mio p.a. during the fiscal 2014-15.

\*\*\* In addition to above Mr. Padmanabh Pundrikray Vora, Dr. Prem Singh Rana and Lt. Gen. (Retd.) Bhopinder Singh were paid commission of ₹ 0.50 mio each during the fiscal 2014-15.

\*\*\*\*Ms. Padmaja Ruparel was appointed as Independent & Additional Director w.e.f. March 31, 2015.

#### Criteria of making payments to Non-Executive Director

The Non-Executive and Independent Directors are paid sitting fee within the limit permissible under the Companies Act, 2013 and rules made there under from time to time. Presently the sitting fee for Independent Director is Rs. 40,000/- for attending each meeting of the Board and Audit Committee and Rs. 25,000/- for other Committee meeting thereof excluding travelling/hotel/accommodation/conveyance charges.

Further, Non-Executive Independent Directors are entitled, within the overall limit approved by the shareholders, commission not exceeding 1% of the net profits of the Company. Currently, the Non-Executive Independent Directors is paid for a commission of ₹ 0.5 mio per annum.

#### Service Contract, Severance Fees and Notice Period

Directors of the Company are ultimately appointed by the Shareholders upon recommendation of the Board of Directors within the framework of the Companies Act, 2013 as well as the Articles of Association of the Company and Listing Agreement as entered with the Stock Exchange(s).

Resolutions passed by these two governing bodies together with the service rules of the Company covers the terms, conditions and remuneration of such appointment. There is no service contract separately entered into by the Company with the Directors. Further, the resolutions appointing these Directors do not prescribe for the payment of any separate Severance Fees to them. However, the requirement of notice period is as per the service rules of the Company.

#### Shareholding of Non-executive Directors in the Company

As per the declarations received from the non-executive directors, none of the non-executive directors hold any shares or convertible instruments in the Company.

## 7. INVESTOR GRIEVANCE CUM STAKEHOLDER RELATIONSHIP COMMITTEE (IGCSRC)

IGCSRC is a committee of the Board of Directors of the Company.

### Composition

The Committee comprises of one Non-executive Director viz. Lt. Gen. (Retd.) Bhopinder Singh and one Executive Director viz. Mr. Jai Bhagwan Goel, Whole Time Director of the Company. Lt. Gen. (Retd.) Bhopinder Singh is the Chairman of the Committee.

The Company Secretary acts as the Secretary of the Committee.

### Terms of reference

- To consider and resolve the grievance of Security Holder of the Company (whereas security holder can be Shareholder, Debenture Holder, Deposit Holder and any other security holder for that matter);
- To consider and review the queries/complaint received from Share/ Debenture Holders;
- To take steps to redress queries/ complaints and ensure speedy satisfaction to shareholders/ investors;
- To perform such acts and assignments as may be assigned to the committee by the Board of Directors from time to time; and
- To work under the control & supervision of the Board of Directors.

### Meeting and attendance during the year

During the financial year ended March 31, 2015, 2 (Two) meetings of the Committee were held on 30.05.2014 and 10.11.2014. Details of attendance of members at these meetings are as given below:

S. No.	Member	Number of Meeting Attended
1	Lt. Gen (Retd.) Bhopinder Singh	2
2	Mr. Jai Bhagwan Goel	2

### Shareholders' Complaints received

During the year ended March 31, 2015 opening balance of the complaints was 1 and 2 complaints were received from the shareholders, during the financial year 2014-2015. Two complaints were resolved and 1 complaint pending at the end of the year which was related to the Consumer Court case. Further, No valid transfer/ transmission of shares were pending as on March 31, 2015.

## 8. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE (CSRC)

The Corporate Social Responsibility Committee ('CSRC') is a Committee of the Board of Directors of the Company.

## Composition

The Committee comprises of two Non-Executive Director viz. Lt. Gen. (Retd.) Bhopinder Singh, Dr. Prem Singh Rana and two Executive Director viz. Mr. Rohtas Goel, Chairman and Managing Director, Mr. Jai Bhagwan Goel, Whole Time Director of the Company. Dr. Prem Singh Rana is the Chairman of the Committee.

### Terms of Reference:

- To formulate the CSR Policy and recommend the same to the Board
- To recommend to the Board about the activity to be undertaken by the Company in accordance with Schedule VII.
- To recommend amount of expenditure to be incurred on amount of activities specified in Schedule VII.
- To monitor the CSR Policy on time to time basis.
- To review, report and ensure the utilization of CSR amount on CSR activity(ies) and report the same to the Board.
- Recommend to the Board about transparent monitoring mechanism for implementation of CSR activities(s).

### Meeting and attendance during the year

During the financial year ended March 31, 2015, 1 (One) meeting of the Committee were held on 31.03.2015. Details of attendance of members at these meetings are as given below:

S. No.	Member	Number of Meeting Attended
1	Dr. Prem Singh Rana	1
2	Lt. Gen. (Retd.) Bhopinder Singh	1
3	Mr. Rohtas Goel	1
4	Mr. Jai Bhagwan Goel	1

## 9. RISK MANAGEMENT

The Company has adopted the risk management policy which is aimed at creating and protecting shareholders value by minimizing threats and losses and identifying and maximizing opportunities. Your Directors review the risks associated with the business or threaten the prospects of the company, from time to time.

However, Business Risk Evaluation and Management is an ongoing process within the Organisation. The Company has a robust risk management framework to identify, monitor and minimize risks as also identify business opportunities.

This policy is part of enterprise-wide risk management framework and sets out the principles, objectives and approach that have been established to maintain Company commitment to integrated risk management. The policy shall applies to all directors

and employees in all legal entities in the Company or in Group Company and, to the maximum extent possible, to the agents and contractors that act for or on behalf of the Company and legal entities.

#### Objective of the policy

- Raising the cultural awareness of risk
- Ensuring the ownership of risks and controls at all levels of the business
- Prioritizing key risks to enable the business to make informed decisions and take appropriate action
- Supporting the business to validate the effectiveness of key controls
- Promoting the adoption of Omaxe risk management practices by associated entities and business partners.

#### Composition

The Board in order to have a continuous mechanism of Risk Management has also formed a committee.

The composition of the Risk Management Committee comprises of 7 (Seven) Members are as follows:

a) Mr. Mohit Goel	Chairman
b) Mr. Sudhangshu S Biswal	Member
c) Mr. Vimal Gupta	Member
d) Ms. Vijayalaxmi	Member
e) Mr. Madan Mohan Aggarwal	Member
f) Mr. Amit Mehta	Member
g) Mr. Devender Vishnoi	Member

#### Terms of reference

1. Lay down the procedure to inform Board members about the risk assessment and minimization procedures;
2. To identify the element of risk which may threaten the existence of the Company;
3. To formulate, in consultation of the Board, the risk management policy for the Company;
4. To prepare the statement indicating development and implementation of a risk management policy;
5. To suggest/recommend to the Board the remedial measures to minimize the risk;
6. The monitor and review the risk management plan and to do such other function/delegation by Board time to time.

## 10. OTHER COMMITTEES

The Company is having following other Committees formed to speed up the routine matters and to comply other statutory formalities:

### i) Executive Committee of Board of Directors

The Committee comprises of four members viz. Mr. Rohtas Goel, Mr. Sunil Goel, Mr. Jai Bhagwan Goel and Mr. Mohit Goel. Mr. Rohtas Goel is the Chairman of the Committee.

The Company Secretary acts as Secretary of the Committee.

The Committee meets as and when required.

### ii) Share/ Debenture Transfer Committee

The Committee comprises of three members viz. Mr. Rohtas Goel, Mr. Sunil Goel, and Mr. Vimal Gupta. Mr. Rohtas Goel is the Chairman of the Committee. The Company Secretary acts as the Secretary of the Committee. The Committee meets as and when required.

The Company Secretary acts as Secretary of the Committee.

The Committee meets as and when required.

### iii) ESOP Grant Committee

The Committee comprises of three members viz. Mr. Rohtas Goel, Dr. Prem Singh Rana and Lt. Gen. (Retd.) Bhopinder Singh. Lt. Gen. (Retd.) Bhopinder Singh is the Chairman of the Committee.

### iv) Committee for Further Issuance

The Committee comprises of two members viz. Mr. Rohtas Goel and Mr. Padmanabh Pundrikray Vora. Mr. Rohtas Goel is the Chairman of the Committee. The Company Secretary of the company shall act as Secretary of the Committee. The Committee meets as and when required.

### v) Committee for Issuance of Debt Securities

The Committee comprises of three members viz. Mr. Rohtas Goel, Mr. Jai Bhagwan Goel. and Lt. Gen. (Retd.) Bhopinder Singh. Lt. Gen. (Retd.) Bhopinder Singh is the Chairman of the Committee.

The Company Secretary acts as Secretary of the Committee.

The Committee meets as and when required.

### vi) Registration Committee

The Committee comprises of three members viz. Mr. Alok Kumar Pandey, Ms. Kanika Kalra and Ms. Shalini Barathi. Mr. Alok Kumar Pandey is the Chairman of the Committee. The Committee meets as and when required.

### vii) Allotment Committee

The Allotment Committee is a Committee of the Board of Directors of the Company. The Committee comprises of three members viz. Dr. Prem Singh Rana, Lt. Gen. (Retd.) Bhopinder Singh, Mr. Jai Bhagwan Goel. Dr. Prem Singh Rana is the Chairman of the Committee. The Committee meets as and when required.

## 11. GENERAL BODY MEETINGS

### i) Particulars of past three Annual General Meeting

Year	Venue	Date, Day & Time	Special Resolution Passed	Section reference
2013-14	CasaBella Banquet, Omaxe Celebration Mall, Sohna Road, Gurgaon-122001, Haryana	26.09.2014 (Friday) At 11.00 AM	Re-appointment of Jai Bhagwan Goel as a Whole Time Director for a period of five years.	196, 197 and 198
			Adoption of New Set of Articles.	5 and 14
			Contribution in Charitable and other funds	181
			Place of Keeping and Inspection of registers, returns, etc. other than Registered Office of the Company	88 and 94
2012-13	Sri Sathya Sai International Centre, Institutional Area, Pragati Vihar, Lodhi Road, New Delhi-110003	26.09.2013 (Thursday) at 11.00 AM	Raising of Additional Long Term Funds through Further Issuance of Securities in the Company	81 and 81 (1A)
			Reappointment of Mr. Rohtas Goel as Chairman and Managing Director of the Company for a period of Five years	198,269 and 309
			Reappointment of Mr. Sunil Goel as Joint Managing Director of the Company for a period of Five years	198,269 and 309
			Payment of Commission upto 1%(one percent) of the Net profits of the Company to the Non-Executive Directors of the Company	Section 309,310
2011-12	Sri Sathya Sai International Centre, Institutional Area, Pragati Vihar, Lodhi Road, New Delhi-110003	27.09.2012 (Thursday) at 3.00 P.M.	Raising of Additional Long Term Funds through Further Issuance of Securities in the Company	81 and 81 (1A)

### ii. EXTRA ORDINARY GENERAL MEETING

No Extra Ordinary General Meeting was held during the financial year ended March 31, 2015.

## 12. POSTAL BALLOT

During the year the Company has conducted postal ballot two times, pursuant to Section 110 of the Companies Act, 2013.

### I. Details of Postal Ballot:

Item No.	Description (nature of resolution)	Date of Notice	Date of Dispatch of Postal Ballot forms to Members	Last Date for receiving the Postal Ballot forms including e-voting	Date of passing of Resolution
1.	Special Resolution under section 180 (1) ( c ) of the Companies Act, 2013, regarding Limits of Borrowing.	30.05.2014	29.06.2014	29.07.2014	04.08.2014
2.	Special Resolution under Section 180 (1) (a) of the Companies Act, 2013 for creation of charge on the Assets/Properties of the Company.	30.05.2014	29.06.2014	29.07.2014	04.08.2014
3.	Special Resolution under Section 188 of the Companies Act, 2013 for Approval of Royalty Agreement.	30.05.2014	29.06.2014	29.07.2014	04.08.2014
4.	Special Resolution under section 62 of the Companies Act, 2013, for further issue of Securities.	30.05.2014	29.06.2014	29.07.2014	04.08.2014
5.	Special Resolution under Section 73 and 76 of the Companies Act, 2013 for Acceptance of Deposits from Members and/or Public	30.05.2014	29.06.2014	29.07.2014	04.08.2014

**Voting Results:**

Particulars	Resolution No. 1 passed on 04.08.2014	Resolution No. 2 passed on 04.08.2014	Resolution No. 3 passed on 04.08.2014	Resolution No. 4 passed on 04.08.2014	Resolution No. 5 passed on 04.08.2014
Number of share for which valid votes received	12, 41,88,053	12,41,88,048	2,20,234	12,41,88,046	12,41,88,045
Votes in favour of the Resolution as mentioned above	12,41,86,770	12,41,86,501	2,18,653	12,41,86,727	12,41,86,899
Votes against the Resolution as mentioned above	1,283	1,547	1,581	1,319	1,146
Number of invalid postal ballot forms received	1,030	1,035	1,035	1,037	1,038

**II. Details of Postal Ballot:**

Item No.	Description (nature of resolution)	Date of Notice	Date of Dispatch of Postal Ballot forms to Members	Last Date for receiving the Postal Ballot forms including e-voting	Date of passing of Resolution
1.	Special Resolution under section 188 of the Companies Act, 2013, for appointment of Mr. Mohit Goel, Relative of Directors as Chief Executive Officer (CEO) of the Company.	26.09.2014	29.10.2014	28.11.2014	29.11.2014
2.	Special Resolution under Section 42 and 71 of the Companies Act, 2013 for Issue of Non Convertible Debentures and/or Other debt Securities through Private Placement	26.09.2014	29.10.2014	28.11.2014	29.11.2014
3.	Ordinary Resolution under Section 148 of the Companies Act, 2013 for Ratification of Remuneration of M/s S. K. Bhatt & Associates, Cost Accountants, Cost Auditors of the Company for the Financial Year 2014-15 .	26.09.2014	29.10.2014	28.11.2014	29.11.2014

**VOTING RESULTS:**

Particulars	Resolution No. 1 passed on 29.11.2014	Resolution No. 2 passed on 29.11.2014	Resolution No. 3 passed on 29.11.2014
Number of share for which valid votes received	24,66,830	13,77,07,024	13,77,07,024
Votes in favour of the Resolution as mentioned above	24,66,316	13,77,06,461	13,77,06,955
Votes against the Resolution as mentioned above	514	563	69
Number of invalid postal ballot forms received	2,68,179	2,68,179	2,68,179

**SCRUTINIZER:**

Mr. Sanjay Grover, Practicing Company Secretary was the Scrutinizer for conducting both the Postal Ballot Procedure.

**PROCEDURE OF POSTAL BALLOT**

During the year the Company has conducted Postal Ballot two times. Postal Ballot Forms were dispatched to the members on June 29, 2014 and October 29, 2014 after fixing the cut-off date as June 20, 2014 and October 26, 2014, respectively i.e. the date on which the voting rights of the members were reckoned. The last date of receiving duly completed and signed Postal Ballot Forms including the Voting through Electronic form was July 29, 2014 and November 28, 2014, respectively. Postal Ballot Forms received after the said date were treated as reply was not received from such shareholders. The Result of Postal Ballot was declared on August 4, 2014 and November 29, 2014 respectively.

**13. DISCLOSURES**

- i) List of related parties and materially significant related-party transactions have been given in Note no. 41 of Significant Accounting Policies and Notes on financial statements. However, there is no related party transaction which has potential conflict with the interests of Company at large.

- ii) The Company has complied with various rules and regulations prescribed by the Stock Exchanges, Securities and Exchange Board of India or other Statutory Authorities relating to the capital markets as and when and to the extent it become applicable to the Company. However, SEBI vide its interim order dated June 4, 2013, inter alia, froze voting rights/corporate benefits/dealing etc. in securities/restrain to hold a new position as director in any listed company etc. as detailed in the said order, on the Company/Promoter/Promoter Group/Directors for failing in complying with minimum public shareholding norms as required under the notification of Securities Contracts (Regulations) (Amendment) Rules, 2010 and SEBI circular CIR/CFD/ DIL/10/2010. As explained in detail in the Directors' Report in regard to compliance of Minimum Public Shareholding, Company duly complied with the same. Upon compliance of the same SEBI vide its order WTH/PS/69/CED/JAN/2014 dated January 10, 2014 revoked the direction/restriction placed on the Company/Promoter/Promoter Group/Directors..
- iii) As per the Whistle Blower Policy of the Company every employee of the Company has an open access to the Chairman of Audit Committee so as to ensure ethical and fair conduct of the business of the Company. Further no personnel have been denied access to the Audit Committee during the Financial Year ended March 31, 2015.
- iv) During the financial year, the Company has complied with all the mandatory requirements of the Listing Agreement including Clause 49 of the agreement and also adopted the non-mandatory requirements of this Clause wherever required.

#### 14. MEANS OF COMMUNICATION

The quarterly and annual financial results of the Company are normally published in the leading newspapers like The Financial Express (English), Business Standard (English & Hindi) and Jansatta (Hindi). The financial results are also furnished to stock exchange(s). The results are also posted on the Company's website www.omaxe.com from time to time. Further, the Company also displays the official news releases and presentations made to the Institutional Investors and to the Analysts on its website.

#### 15. SEBI COMPLAINTS REDRESS SYSTEM (SCORES)

The investor complaints are processed in centralized web based complaints redress system. The salient features of this system are Centralised database of all complaints, online upload of Action Taken Reports (ATRs) by the concerned companies and online viewing by investors of actions taken on the complaints and its

current status.

#### 16. GENERAL INFORMATION FOR SHAREHOLDERS

##### a. Annual General Meeting

The Annual General Meeting of the Company is scheduled to be held on Tuesday, the 29<sup>th</sup> day of September, 2015 at 11:00 am at CasaBella Banquet, Omaxe Celebration Mall, Sohna Road, Gurgaon - 122001, Haryana.

##### b. Financial Calendar 2015-16 (Tentative and Subject to change)

First Quarterly Results	- on or before August 14, 2015
Second Quarterly Results	- on or before end of November 14, 2015
Third Quarterly Results	- on or before end of February 14, 2016
Annual results	- on or before end of May 30, 2016

##### c. Date of Book Closure: 24<sup>th</sup> September, 2015 to 29<sup>th</sup> September, 2015 (Both days inclusive) for payment of dividend, if declared.

##### d. Dividend Payment Date, if declared

On or before 28<sup>th</sup> October, 2015.

##### e. Listing on Stock Exchange

Equity Shares of the Company are listed on:

- BSE Limited (Bombay Stock Exchange) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001
- National Stock Exchange of India Limited Exchange Plaza, BandraKurla Complex, Bandra East, Mumbai-400051

Annual listing fees for the financial year 2014-2015 has been paid to the above Stock Exchanges. The Company has also paid annual all fees to National Securities Depository Limited (NSDL) & Central Depository Services (India) Limited (CDSL).

##### f. Equity Code:

i. Bombay Stock Exchange	532880
ii. National Stock Exchange	OMAXE
iii. International Securities Identification Number (ISIN) of Equity Shares	INE800H01010

##### g. Market Price Data:

Monthly high and low market price data of equity shares traded on Stock Exchange:

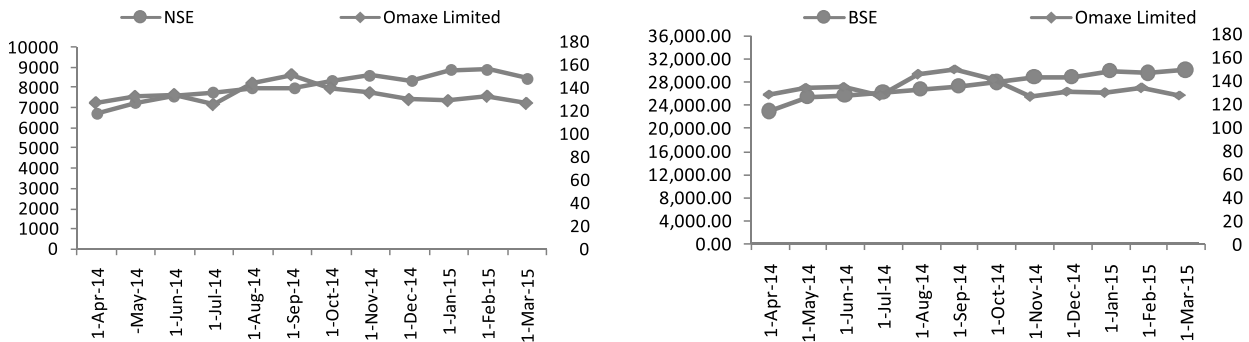


Month	NSE		BSE	
	High Price (Rs.)	Low Price (Rs.)	High Price (Rs.)	Low Price (Rs.)
Apr-14	128.60	122.95	128.85	123.00
May-14	147.50	125.55	147.60	125.80
Jun-14	155.00	139.00	152.30	139.50
Jul-14	143.03	126.00	143.40	126.45
Aug-14	139.00	119.95	128.15	120.05
Sep-14	133.00	125.00	133.00	125.35
Oct-14	132.00	125.00	131.50	126.10
Nov-14	135.95	124.35	135.75	124.50
Dec-14	129.60	122.30	129.40	122.95
Jan-15	130.20	124.20	130.10	124.60
Feb-15	135.75	125.00	136.10	125.00
Mar-15	137.40	127.00	137.20	127.00

#### h. Performance of the Company's Share price as compared to BSE Sensex and S & P CNX Nifty

i. Company's share price as compared to BSE Sensex

ii. Company's share price as compared to Nifty



#### i. Unclaimed Dividend

The Dividend for the under noted year remaining unclaimed for 7 years will be transferred to the Investors Education and Protection Fund (IEPF) by the Company in accordance with the schedule given below. Once unclaimed dividend is transferred to IEPF, no claim shall lie in respect thereof.

Financial year	Date of declaration of Dividend	Due date for transfer to IEPF
2007-2008	September 29, 2008	November 4, 2015
2012-2013	September 26, 2013	November 1, 2020
2013-2014	September 26, 2014	November 1, 2021

Shareholders who have not so far encashed their dividend warrant(s) or have not received the same are requested to seek issue of Demand Draft/Pay order by writing to the Company or to the Registrar & Share Transfer Agent of the Company confirming non-encashment/ non-receipt of dividend warrant(s).

#### j. Unclaimed Shares & IPO Refund

As per Clause 5A of the Listing Agreements with the Stock Exchanges, the details of shares in the "OMAXE LTD UNCLAIMED SHARES DEMAT SUSPENSE ACCOUNT" of Link Intime India Pvt. Ltd., Registrars to the Issues are given below:

Issues	Securities	As on April 1, 2014		Shareholders who approached the Registrar/issuer and shares transferred in their favour from suspense account during the year		Balance as on March 31, 2015	
		No. of Shareholders	No. of Shares	No. of Shareholders	No. of Shares	No. of Shareholders	No. of Shares
Initial Public Offer (IPO)-July 2007	Ordinary Equity Shares	247	7044	6	192	241	6852

The Voting rights on the shares outstanding in the suspense account as on March 31, 2015 shall remain frozen till the rightful owner of such shares claim the shares.

**k. Transfer of unclaimed and unpaid Share Application Money to Investor Education and Protection Fund**

Pursuant to the provisions of Sections 125 of the Companies Act, 2013, the application money received by the Company for allotment which remain unclaimed and unpaid for a period of seven years is required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government and thereafter cannot be claimed by the Investors. To ensure maximum disbursement of unclaimed share application money, the Company sends reminders to the concerned investors, before transfer of unclaimed/unpaid share application money.

The unpaid/unclaimed share application money pursuant to public issue in July 2007 due for refund on 01<sup>st</sup> August, 2014 had been transferred to the Investor Education and Protection Fund (IEPF).

**l. Registrar & Share Transfer Agent**

M/s Link Intime India Private Limited is the Registrar and Transfer Agent (RTA) of the Company in respect of the Equity shares held in demat and physical mode. Its address is as follows:

M/s Link Intime India Private Limited  
44, Community Centre 2nd Floor  
Naraina Industrial Area PHASE I  
Near PVR Naraina, New Delhi-110028  
TEL NOS: 011-41410592-94/25896893-25897309  
FAX NO: 011-41410591  
E-mail: delhi@linkintime.co.in

**m. Share Transfer System:**

M/s Link Intime India Private Limited processes the share transfer/transmission requests received in physical form on an interval of every 10 days and the same are approved by Share/ Debenture Transfer Committee constituted by Board of Directors.

**n. Distribution of Shareholding by size as on March 31, 2015**

Range of Equity Shares	No. of Share-holders	Percent-age	No. of Shares	Percent-age
Upto 2,500	69,634	95.048%	28,232,640	1.544%
2,501 - 5,000	2,222	3.033%	6,796,670	0.372%
5,001 - 10,000	769	1.050%	5,101,000	0.279%
10,001 - 20,000	291	0.397%	4,022,770	0.220%
20,001 - 30,000	55	0.075%	1,393,130	0.076%
30,001 - 40,000	30	0.041%	1,030,750	0.056%
40,001 - 50,000	12	0.016%	548,250	0.030%
50,001 - 1,00,000	34	0.046%	2,508,040	0.137%
1,00,001 & Above	215	0.293%	1,779,372,150	97.286%
<b>Total</b>	<b>73,262</b>	<b>100.00%</b>	<b>1,829,005,400</b>	<b>100.00%</b>

**o. Shareholding Pattern as on March 31, 2015**

Code	Category of Shareholders	Number of shares	Percentage of Shares
<b>(A)</b>	<b>Shareholding of Promoter and Promoter Group</b>		
1	Indian	13,71,66,194	74.99%
	<b>Total</b>	<b>13,71,66,194</b>	<b>74.99%</b>
<b>(B)</b>	<b>Public Shareholding</b>		
<b>1</b>	<b>Institutions</b>		
(a)	Mutual Funds/UTI	691	0.00%
(b)	Financial Institutions / Banks	44,41,335	2.43%
(c)	Central Government/ State Government (s)	30	0.00%
(d)	Foreign Institutional Investors	2,01,95,859	11.04%
	<b>Sub-Total</b>	<b>2,46,37,915</b>	<b>13.47%</b>
<b>2</b>	<b>Non-institutions</b>		
(a)	Bodies Corporate	1,39,87,676	7.65%
(b)	Individuals	0	0.00%
I	Individual shareholders holding nominal share capital up to Rs.1 lakh	43,65,414	2.39%
II	Individual shareholders holding nominal share capital in excess of Rs.1 lakh.	10,64,554	0.58%
(c)	Any Other (specify)		
(1)	Trusts	494	0.00%

(2) Non Resident Indians	66,602	0.04%
(3) Overseas Corporate Bodies	1	0.00%
(4) Clearing Members	1,52,764	0.08%
(5) Hindu Undivided Families	6,03,736	0.33%
(6) Foreign Corporate Bodies	8,55,190	0.47%
<b>Sub-Total</b>	<b>2,10,96,431</b>	<b>11.53%</b>
<b>Total</b>	<b>4,57,34,346</b>	<b>25.01%</b>
<b>GRAND TOTAL (A) + (B)</b>	<b>18,29,00,540</b>	<b>100.00%</b>

**p. Dematerialisation of shares and liquidity**

The shares of the Company are tradable compulsorily in demat form and are available for trading in the depository systems of both National Securities Depository Ltd. (NSDL) & Central Depository Services (India) Ltd. (CDSL). As on March 31, 2015, 99.99% of the Company's total share capital was held in dematerialized form.

The International Security Identification Number (ISIN) allotted to the Company's Equity Shares is INE800H01010. The Company's shares are actively traded on both the exchanges i.e. BSE and NSE.

**q. Outstanding GDRs /ADRs /Warrants or any Convertible instruments, conversion date and likely impact on equity**

The Company has not issued any ADRs, GDRs or any other convertible instruments.

**r. Plant Locations:**

The Company is in Real Estate and Construction business and have the projects all over India. However, the Company does not have any manufacturing or processing plants. The Registered Office of the Company is located at:

Shop No.19-B, First Floor, Omaxe Celebration Mall, Sohna Road, Gurgaon, Haryana-122001

**s. Address for Correspondence by investors:**

i) All work related to Shares Registry, both in physical and electronic form, is handled by the Company's Registrar & Share Transfer Agent at the following address:

M/s Link Intime India Private Limited  
44, Community Centre 2nd Floor, Naraina Industrial Area PHASE I, Near PVR Naraina, New Delhi-110028

Tel Nos.: 011-41410592-94/25896893/25897309

Fax No.: 011-41410591

E-mail: delhi@linkintime.co.in

ii) Mr. Venkat Rao, Company Secretary is the Compliance Officer as per Clause 47 of the Listing Agreement with stock exchange(s) and Investors' complaint may also be addressed to him at the following address:

Company Secretary  
Omaxe Limited  
Corporate Office: 'Omaxe House', 7, Local Shopping Centre, Kalkaji, New Delhi-110019  
Telephone: 011-41896757 | Fax: 011-41893227  
|Email: vrr@omaxe.com

**t. Nomination Facility:**

Members are allowed to nominate any person to whom they desire to have the shares transmitted in the event of death. Members desirous of availing this facility may submit the prescribed Form 2B to the Company.

**u. Debenture Trustee**

Axis trustee Services Limited, Axis House, 2nd Floor, Wadia International Centre, Bombay Dyeing Mills Compound, Pandurang Budhkar Marg, Worli, Mumbai- 400025.

**17. CEO/COO/ CFO CERTIFICATION**

As required by Clause 49 of the Listing Agreement, the Certificate duly signed by Mr. Rohtas Goel, Chairman and Managing Director, Ms. Vijayalaxmi, Chief Operating Officer and Mr. Vimal Gupta, VP (Accounts) & Chief Financial Officer of the Company, was placed before the Board of Directors at its meeting held on May 28, 2015. Copy of the Certificate is enclosed with the report.

**18. PROMOTERS AND CONTROLLING GROUP**

The promoters/ promoter group(s) of the company are as follows:

S. No.	Name
1	Rohtas Goel
2	Rohtas Goel (HUF)
3	Sunil Goel
4	Sunil Goel (HUF)
5	Jai Bhagwan Goel
6	Dream Home Developers Private Limited
7	Guild Builders Private Limited
8	Sushma Goel
9	Seema Goel

**19. OTHER NON MANDATORY REQUIREMENTS UNDER CLAUSE 49 OF THE LISTING AGREEMENT**

The Company has complied with all the mandatory requirements of Clause 49 of the Listing Agreements entered with the Stock Exchange(s). Further, compliance of other requirements of the said clause is provided below:

**I. Non-Executive Chairman's Office:**

The Chairman of the Company is an Executive Chairman and hence this provision is not applicable.

All Independent Directors are appointed/ re-appointed in accordance with guidelines determined by the Board from time to time. Further, all the

independent directors of the Company possesses good qualifications and experience which is very useful to the Company and they contribute effectively to the Company in their capacity as independent directors of the Company.

## II. Nomination and Remuneration Committee:

The same has been detailed in Directors Report and earlier section of this report.

## III. Shareholders' Rights:

The Quarterly, Half-yearly and Annual financial results of the Company are duly published in English language in newspapers having nationwide circulation and also in regional language newspapers of the registered office of the Company. Further, these results are also posted on the website of the Company [www.omaxe.com](http://www.omaxe.com). Annual Report containing the detailed Balance Sheet and Profit & Loss Account is also sent to every shareholder of the Company.

## IV. Audit Qualifications/ Remarks:

As explained in Directors' Report.

## V. Separate post of Chairman and Chief Executive Officer :

The Company currently has an executive chairman who is also the managing director. The Company also has a separate person as a Chief Executive Officer.

## VI. Reporting of Internal Auditor:

The Company has appointed Mr. Nitin Hans as Internal Auditor who report to the Audit Committee.

## 20. COMPLIANCE CERTIFICATE FROM THE AUDITORS OF THE COMPANY

Certificate from M/s Doogar & Associates, Chartered Accountants, confirming compliance with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement, is annexed to the Directors' Report forming part of the Annual Report.

## 21. POLICY ON SUBSIDIARY

The Company has in place a Policy on Subsidiary(ies). The same may be found at investors segment of the Company's website i.e. [www.omaxe.com](http://www.omaxe.com). Further, in terms of the Policy, the Company identifies the material subsidiary and any transaction thereof with such material subsidiary will be as per the said Policy. Brief highlights thereof are as follows:

1. A subsidiary shall be a Material Subsidiary, if any of the following conditions are satisfied:
  - a. In which the Investment of the Company/ Proposed Investment, exceeds 20% of its consolidated net worth as per the audited balance sheet of the previous financial year; or
  - b. Which have generated twenty per cent of the

consolidated income of the Company during the previous financial year.

- c. Such other criteria as may be defined under the Companies Act, 2013 and the Listing Agreement with the Stock Exchanges amended from time to time.

2. One Independent Director of the Company shall be a director on the Board of the Material Non-Listed Indian Subsidiary Company.
3. The Audit Committee of Board of the Company shall review the financial statements, in particular, the investments made by the unlisted subsidiary Company on an annual basis.
4. The minutes of the Board Meetings of the Unlisted Subsidiary Companies shall be placed before the Board of the Company on an half yearly basis.
5. The management shall on a quarterly basis bring to the attention of the Board of Directors of the Company, a statement of all Significant Transactions and Arrangements entered into by the unlisted subsidiary company.
6. Audit Committee shall periodically review any Significant/material transaction/event including any show cause notice, litigations, procedures, orders, claims etc. affecting the business of the Company or material impact on the performance of the Company.
7. The management shall present to the Audit Committee annually the list of such subsidiaries together with the details of the materiality defined herein. The Audit Committee shall review the same and make suitable recommendations to the Board including recommendation for appointment of Independent Director in the Material Non-Listed Indian Subsidiary.

### Disposal of Material Subsidiary

The Company, without the prior approval of the members by Special Resolution, shall not:

- a. dispose shares in Material Subsidiaries that reduces its shareholding (either on its own or together with other subsidiaries) to less than 50%; or ceases the exercise of control over the Subsidiary, except in cases where such divestment is made under a scheme of arrangement duly approved by Court/ Tribunal;
- b. sell, dispose or lease the assets amounting to more than twenty percent of the assets of the material subsidiary except in cases where such sell, dispose or lease is made under a scheme of arrangement duly approved by Court/ Tribunal;

## 22. POLICY ON RISK MANAGEMENT

The same has been detailed in Directors Report and earlier section of this report.

### 23. POLICY ON APPOINTMENT AND REMUNERATION OF DIRECTOR (ARD Policy)

This Policy is in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Clause 49 under the Listing Agreement.

#### Purpose

The primary objective of the ARD Policy is to provide a framework and set standards for the nomination, remuneration of the Director. The Company aims to achieve a balance of merit, experience and skills amongst its Directors for overall growth of the organization.

#### Appointment policy for Directors

When recommending a candidate for appointment, the Nomination and Remuneration Committee shall consider the following:

- The Candidate meets the criteria/ qualifications as specified under the Companies Act, 2013 and Listing Agreement.
- assessing the appointee a range of criteria which includes but not be limited to qualifications, skills, regional and industry experience, background and other qualities required to operate successfully in the position.
- the extent to which the appointee is likely to contribute to the overall effectiveness, work constructively and enhance the efficiencies of the Company;
- the nature of existing positions held by the appointee and the impact they may have on the appointee's ability to exercise independent judgment;

#### Personal specifications:

- Experience of management in a diverse organization;
- Excellent interpersonal, communication and representational skills;
- Demonstrable leadership skills;
- Commitment to high standards of ethics, personal integrity and probity;
- Commitment to the promotion of equal opportunities, community cohesion and health and safety in the work place;
- Having continuous professional development to refresh knowledge and skills.

#### Letters of Appointment

Each Director shall be issued a letter of appointment with the Company containing the terms of appointment and the role assigned in the Company.

#### Remuneration policy for Director

The remuneration policy of the Company is directed towards rewarding performance, based on review of achievements on periodical basis. The remuneration policy is in consonance with the existing Industry norms. The tenure of office of the Managing Director, Joint Managing Director and Whole Time Director is for certain

period from their respective dates of appointments and can be terminated by either party by giving proper notice in writing.

#### Criteria of making payments to Non-Executive Director

The Non-Executive and Independent Directors are paid sitting fee within the limit permissible under the Companies Act, 2013 and rules made there under from time to time. Presently the sitting fee for Independent Director is Rs. 40,000/- for attending each meeting of the Board and Audit Committee and Rs. 25,000/- for other Committee meeting thereof excluding travelling/hotel/accommodation/conveyance charges.

Further, Non-Executive Independent Directors are entitled, within the overall limit approved by the shareholders, commission not exceeding 1% of the net profits of the Company. Currently, the Non-Executive Independent Directors is paid for a commission of Rs. 5,00,000/- per annum..

#### Service Contract, Severance Fees and Notice Period

Directors of the Company are ultimately appointed by the Shareholders upon recommendation of the Board of Directors within the framework of the Companies Act, 2013 as well as the Articles of Association of the Company and Listing Agreement as entered with the Stock Exchange(s).

Resolutions passed by these two governing bodies together with the service rules of the Company covers the terms, conditions and remuneration of such appointment. There is no service contract separately entered into by the Company with the Directors. Further, the resolutions appointing these Directors do not prescribe for the payment of any separate Severance Fees to them. However, the requirement of notice period is as per the service rules of the Company.

### 24. POLICY/CRITERIA/PROCEDURE FOR APPOINTMENT AND EVALUATION OF PERFORMANCE OF SENIOR MANAGEMENT PERSONNEL(S) OF THE COMPANY

This Performance Evaluation Policy of Senior Management (the "AEP SM Policy") applies to the Key Managerial Personnel (the "KMP") and the Senior Management Personnel of Omaxe Limited (the "Company").

"Key Managerial Personnel (KMP) means—

- (i) Chairman & Managing Director;
- (ii) Company Secretary,
- (iii) Whole-time Director;
- (iv) Chief Financial Officer; and
- (v) Such other Officer as may be prescribed.

The term "Senior Management Personnel" means to include all members other than the Directors and KMPs of the Company, who are the functional heads of the departments/divisions/branches of the Company.

This Policy is in compliance with Section 178 of the Companies Act, 2013 read along with the applicable

rules thereto and Clause 49 under the Listing Agreement.

### 1. Purpose

The primary objective of the APESM Policy is to provide a framework and set standards for the nomination, remuneration and evaluation of the Key Managerial Personnel and officials comprising the senior management. The Company aims to achieve a balance of merit, experience and skills amongst its Key Managerial Personnel and Senior Management.

### 2. Accountabilities

2.1 The Board is ultimately responsible for the appointment of Key Managerial Personnel.

2.2 The Board has delegated responsibility for assessing and selecting the candidates for the role of Key Managerial Personnel and the Senior Management of the Company to the Nomination and Remuneration Committee/HR Department which makes recommendations & nominations to the Board.

### 3. Appointment of KMPs/Senior Officials

3.1 Enhancing the competencies and attracting as well as retaining talented employees for role of KMP/a level below KMP are the basis for the Nomination and Remuneration Committee/HR Department to select a candidate for appointment of KMP/Senior Officials. When recommending a candidate for appointment, the Nomination and Remuneration Committee has regard to:

- assessing the appointee against a range of criteria which includes but not be limited to qualifications, skills, regional and industry experience, background and other qualities required to operate successfully in the position.
- the extent to which the appointee is likely to contribute to the overall effectiveness, work constructively and enhance the efficiencies of the Company;
- the skills and experience that the appointee brings to the role of KMP/Senior Official and how an appointee will enhance the skill sets and experience of the KMP/Senior Official as a whole;
- the nature of existing positions held by the appointee and the impact they may have on the appointee's ability to exercise independent judgment;

3.2 Personal specifications:

- Degree holder in relevant disciplines;
- Experience of management in a diverse organization;
- Excellent interpersonal, communication and representational skills;

- Demonstrable leadership skills;
- Commitment to high standards of ethics, personal integrity and probity;
- Commitment to the promotion of equal opportunities, community cohesion and health and safety in the workplace;
- Having continuous professional development to refresh knowledge and skills.

### 4. Letters of Appointment

Each KMP/Senior Officials is required to sign the letter of appointment with the Company containing the terms of appointment and the role assigned in the Company.

### 5. Remuneration of Key Managerial Personnel and Senior Management

The guiding principle is that the level and composition of remuneration shall be reasonable and sufficient to attract, retain and motivate Key Management Personnel and other senior officials.

The Key Management Personnel and other senior official's salary shall be based "& determined on the individual person's responsibilities and performance and in accordance with the limits as prescribed statutorily, if any.

The Nominations & Remuneration Committee determines individual remuneration packages for KMPs and Senior Officials of the Company taking into account factors it deems relevant, including but not limited to market, business performance and practices in comparable companies, having due regard to financial and commercial health of the Company as well as prevailing laws and government/ other guidelines. The Committee consults with the Chairman of the Board as it deems appropriate.

(i) Remuneration:

- a) Base Compensation (fixed salaries) including all perks, receipts

Must be competitive and reflective of the individual's role, responsibility and experience in relation to performance of day-to-day activities, usually reviewed on an annual basis; (includes salary, allowances and other statutory/non-statutory benefits which are normal part of remuneration package in line with market practices).

- b) Variable salary:

The RNC may in its discretion structure any portion of remuneration to link rewards to corporate and individual performance, fulfillment of specified improvement targets or the attainment of certain financial or other objectives set by the Board. The amount payable is determined by the Committee/HR Department, based on performance

against pre-determined financial and non-financial metrics.

The remuneration payable to the Key Managerial Personnel and the Senior Management shall be as may be decided by the Board/HR Department having regard to their experience, leadership abilities, initiative taking abilities and knowledge base.

#### 6. Evaluation/ Assessment of KMPs/Senior Officials of the Company –

The evaluation/assessment of the KMPs and the senior officials of the Company is to be conducted on an annual basis and to satisfy the requirements of the Companies Act, 2013 and Listing Agreement.

The following criteria may assist in determining how effective the performances of the KMPs/Senior officials have been:

- Leadership & stewardship abilities
- contributing to clearly define corporate objectives & plans
- Communication of expectations & concerns clearly with subordinates
- obtain adequate, relevant & timely information from external sources.
- review & approval achievement of strategic and operational plans, objectives, budgets
- regular monitoring of corporate results against projections
- identify, monitor & mitigate significant corporate risks
- assess policies, structures & procedures
- direct, monitor & evaluate KMPs, senior officials
- review management's succession plan
- effective meetings
- assuring appropriate board size, composition, independence, structure
- clearly defining roles & monitoring activities of committees
- review of corporation's ethical conduct

#### 25. POLICY ON RELATED PARTY TRANSACTIONS

This policy is framed as per requirement of Clause 49 of the Listing Agreement entered by the Company with the Stock Exchanges, also enshrines the requirement under Companies Act, 2013 and intended to ensure the proper approval and reporting of transactions between the Company and its Related Parties. Such transactions are appropriate only if they are in the best interest of the Company and its shareholders. The Company is required to disclose each year in the Financial Statements certain transactions between the Company and Related Parties as well as policies concerning transactions with Related Parties.

##### Policy

1. All Related Party Transactions must be reported to the Audit Committee and referred for approval by the Committee in accordance with this Policy.

However, the Audit may grant omnibus approval for the related party transaction proposed to be entered by the Company on the basis of criteria to be laid down by the Audit Committee in line with clause 49 of the Listing Agreement, as may be applicable from time to time.

Such omnibus approvals shall be valid for a period not exceeding one year and shall require fresh approvals after the expiry of one year.

2. All Related Party Transactions as mentioned under clause (H)(ii) also require approval of the Board.
3. All Material Related Party Transactions shall further also require the approval of the Shareholders.

#### Identification of Potential Related Party Transactions

Each director and Key Managerial Personnel is responsible for providing notice to the Board or Audit Committee of any potential Related Party Transaction involving related party, including any additional information about the transaction that the Board/Audit Committee may reasonably request. Board/Audit Committee will determine whether the transaction does, in fact, constitute a Related Party Transaction requiring compliance with this policy.

The Company strongly prefers to receive such notice of any potential Related Party Transaction in advance so that the Audit Committee/Board has adequate time to obtain and review information about the proposed transaction.

#### Prohibitions related to Related Party Transactions

1. All Related Party Transactions shall require prior approval of Audit Committee. However, the Audit Committee may grant omnibus approval for the related party transaction proposed to be entered by the Company on the basis of criteria to be laid down by the Audit Committee in line with clause 49 of the Listing Agreement, as may be applicable from time to time.  
Such omnibus approvals shall be valid for a period not exceeding one year and shall require fresh approvals after the expiry of one year.
2. Further, all Related Party Transactions as mentioned under clause (H)(ii) shall also require consent of the Board.
3. All Material Related Party Transactions shall further also require approval of shareholders through special resolution and the Related Parties shall abstain from voting on such resolutions.

#### Review and Approval of Related Party Transactions

Related Party Transactions will be referred to the meeting of Audit Committee for review and approval. Any member of the Committee who has a potential interest in any Related Party Transaction will recuse himself or herself and abstain from discussion and voting on the approval of the Related Party Transaction.

To review a Related Party Transaction, the Committee will be provided with all relevant material information of the Related Party Transaction, including the terms of the

transaction, the business purpose of the transaction, the benefits to the Company and to the Related Party, and any other relevant matters. In determining whether to approve a Related Party Transaction, the Committee will consider the following factors, among others, to the extent relevant to the Related Party Transaction:

1. Whether the terms of the Related Party Transaction are fair and on arms length basis to the Company and would apply on the same basis if the transaction did not involve a Related Party;
2. Whether there are any compelling business reasons for the Company to enter into the Related Party Transaction and the nature of alternative transactions, if any;
3. Whether the Related Party Transaction would affect the independence of an independent director;
4. Whether the proposed transaction includes any potential reputational risk issues that may arise as a result of or in connection with the proposed transaction;
5. Whether the Company was notified about the Related Party Transaction before its commencement and if not, why pre-approval was not sought and whether subsequent ratification is allowed and would be detrimental to the Company; and
6. Whether the Related Party Transaction would present an improper conflict of interest for any director or Key Managerial Personnel of the Company, taking into account the size of the transaction, the overall financial position of the director, Executive Officer or other Related Party, the direct or indirect nature of the director's, Key Managerial Personnel's or other Related Party's interest in the transaction and the ongoing nature of any proposed relationship and any other factors the Board/Committee deems relevant.

If the Committee determines that a Related Party Transaction should be brought before the Board, or if the Board in any case elects to review any such matter or it is mandatory under any law for Board to approve the Related Party Transaction, then the considerations set forth above shall apply to the Board's review and approval of the matter, with such modification as may be necessary or appropriate under the circumstances.

Notwithstanding the foregoing, the following Related Party Transactions shall not require approval of Audit Committee or Shareholders:

- i. Any transaction that involves the providing of compensation to a director or Key Managerial Personnel in connection with his or her duties to the Company or any of its subsidiaries or associates, including the reimbursement of reasonable business and travel expenses incurred in the ordinary course of business.
- ii. Any transaction in which the Related Party's interest arises solely from ownership of securities issued by the Company and all holders of such securities receive the same benefits pro rata as the Related Party.

### **Related Party Transactions not approved under this Policy**

In the event the Company becomes aware of a Related Party Transaction with a Related Party that has not been approved under this Policy prior to its consummation, the matter shall be reviewed by the Committee. The Committee shall consider all of the relevant facts and circumstances regarding the Related Party Transaction, and shall evaluate all options available to the Company, including ratification, revision or termination of the Related Party Transaction. The Committee shall also examine the facts and circumstances pertaining to the failure of reporting such Related Party Transaction to the Committee under this Policy, and shall take any such action it deems appropriate.

In any case, where the Committee determines not to ratify a Related Party Transaction that has been commenced without approval, the Committee, as appropriate, may direct additional actions including, but not limited to, immediate discontinuation or rescission of the transaction. In connection with any review of a Related Party Transaction, the Committee has authority to modify or waive any procedural requirements of this Policy.

This afresh Policy will be communicated to all operational employees and other concerned persons of the Company.

## **26. COMPLIANCE OF CODE OF CONDUCT**

Your Company has laid down a Code of Conduct for all the Board Members and Senior Management personnel of the Company. The Code of Conduct has been posted on the website of the Company. All Board Members and the Senior Management personnel have affirmed their compliance with the said Code of Conduct for the financial year ended March 31, 2015. The declaration to this effect duly signed by Mr. Mohit Goel, Chief Executive Officer, is given hereunder:

### **Declaration under Clause 49 I (D)**

#### ***For compliance with the Code of Conduct***

As per the requirements of Clause 49 of the Listing Agreement entered into between the Company and the Stock Exchanges, the Company has laid down a Code of Conduct for its Board of Directors and Senior Management.

The Code of Conduct has been posted on the website of the Company. All board members and senior management personnel have affirmed their compliance with the said Code of Conduct for the Financial Year 2014-15. The declaration to this effect duly signed by Mr. Mohit Goel, Chief Executive Officer, is given hereunder:

I, Mr. Mohit Goel, Chief Executive Officer of the Company confirm the compliance of this Code of Conduct by myself and other members of the Board of Directors and Senior Managerial personnel as affirmed by them individually.

For **Omaxe Limited**

Sd/-

**Mohit Goel**

Chief Executive Officer

Place: New Delhi  
Date: May 28, 2015



## CEO/COO/CFO CERTIFICATE

Date: 28.05.2015

**The Board of Directors**

**Omaxe Limited**

**Shop No-19-B, First Floor, Omaxe Celebration Mall,**

**Sohna Road, Gurgaon-122001**

**Haryana**

Dear Sir,

We hereby certify the following that:

- (a) We have reviewed financial results for the Quarter and Financial Year ended March 31, 2015 and the financial statements and the cash flow statement Quarter and Financial Year ended March 31, 2015 and that to the best of our knowledge and belief:
  - i. these results and statements do not contain any false and misleading statement or figures or any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - ii. these results and statements together are true and fair and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and have disclosed, from time to time, to the auditors and the Audit Committee, of operation of such internal controls and that such further improvement in design & structure are being made to meet the growing requirements of business
- (d) We have indicated to the auditors and the Audit committee
  - i. significant changes in internal control over financial reporting during the Financial Year ended March 31, 2015, if any;
  - ii. significant changes in accounting policies during the Financial Year ended March 31, 2015 and that the same have been disclosed in the notes to the financial statements, if any;

and

  - iii. no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

**For Omaxe Ltd.**

Sd/-  
**Rohtas Goel**  
 Chairman & Managing Director  
 (DIN: 00003735)

**For Omaxe Ltd.**

Sd/-  
**Vijayalaxmi**  
 Chief Operating Officer

**For Omaxe Ltd.**

Sd/-  
**Vimal Gupta**  
 Vice President- Accounts  
 Chief Financial Officer

# Independent Auditor's Report

## To the Members of Omaxe Limited

### Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **Omaxe Limited** ("the Company"), which comprise the Balance Sheet as at 31 March 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

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

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a

true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

### Opinion

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 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 2015, and its profit and its cash flows for the year ended on that date.

### Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2015 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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 the law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement 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 Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on March 31, 2015, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note No. 25, 30, 31 to the 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.

For **Doogar & Associates**  
Chartered Accountants  
Firm's Reg. No. 000561N

Sd/-

**M. K. Doogar**  
Partner

M. No. 80077

Place of Signature: New Delhi

Date: 28<sup>th</sup> May, 2015

### Annexure to the Auditor's Report

(Referred to in paragraph 1 under report on Other Legal and Regulatory Requirements of our report of even date to the members of Omaxe Limited on Standalone Financial Statements for the year ended March 31<sup>st</sup>, 2015)

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - (b) The fixed assets have been physically verified by the management at the reasonable intervals, which in our opinion, is considered reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
- (ii) (a) The inventory includes land, completed real estate projects, projects in progress, construction material, development and other rights in identified land. Physically verification of inventory have been conducted at reasonable intervals by the management.
  - (b) The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and nature of its business.
  - (c) The Company has maintained proper records of inventory. As explained to us, there were no material discrepancies noticed on physical verification of inventory as compared to the book records.
- (iii) (a) The Company has granted loans to five companies covered in the register maintained under section 189 of the Companies Act, 2013 and the company is regular in receipt of interest and principal amount as stipulated.
  - (b) There are no overdue amounts of more than rupees one lakh in respect of the loans granted to the companies listed in the register maintained under section 189 of the Act.
- (iv) In our opinion and according to the information and explanation given to us, there is adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchase of inventory, fixed assets and with regards to the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal controls.
- (v) In our opinion and according to the information and explanations given to us, the company has accepted deposits, in respect of which, directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and rules framed there under, to the extent applicable, have been complied with.
- (vi) According to the information and explanations given to us, the cost records have been maintained by the company pursuant to section 148 (1) of the Companies Act 2013 and are of the opinion that, prima facie, the prescribed cost records have been made and maintained, however, we have not made a detailed examination of such cost records.
- (vii) (a) According to the records of the Company, provident fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, value added tax, duty of customs, cess and other applicable material undisputed statutory dues have generally been deposited regularly during the year with the appropriate authorities except for delays in certain cases and there are no arrears of outstanding statutory dues as at the last day of the financial year concerned, 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 provident fund, employees' state insurance, income tax, sales tax, work contract tax, wealth tax, service tax, cess and other applicable material statutory dues which have not been deposited as on March 31, 2015 on account of any dispute except the followings:-

Name of Statutes	Nature of Dues	Financial Year to which the matter pertains	Forum where dispute is pending	Amount Outstanding (₹ in mio)
Income Tax Act, 1961	Income Tax	2006-07	Income Tax Appellate Tribunal, New Delhi	114.45
Income Tax Act, 1961	Income Tax	2008-09	Commissioner of Income Tax(A), New Delhi	145.42
Income Tax Act, 1961	Income Tax	2009-10	Commissioner of Income Tax(A), New Delhi	129.39
Income Tax Act, 1961	Tax Deduction at Source	2012-13	Commissioner of Income Tax(A), New Delhi	0.77
Income Tax Act, 1961	Income Tax	2007-08	Commissioner of Income Tax(A), New Delhi	320.96
U.P. VAT Act, 2008	Sales Tax	Jan 2007-March 2008	Commercial Tax Tribunal, Noida	0.63
U.P. VAT Act, 2008	Sales Tax	2010-11	Commercial Tax Tribunal, Noida	0.38
UTT Vat Act, 2005	Sales Tax	2009-10	Deputy Commissioner, Rudrapur	0.49
Delhi VAT ACT, 2005	Sales Tax	2005-06	Joint/ Deputy Commissioner of Trade & Taxes, Delhi	43.94
Jammu & Kashmir General Sales Tax Act, 1962	Sales Tax	2003-04	Appellate Authority of the Jammu & Kashmir General Sales Tax Act, 1962	0.09
Jammu & Kashmir General Sales Tax Act, 1962	Sales Tax	2004-05	Appellate Authority of the Jammu & Kashmir General Sales Tax Act, 1962	0.29
Finance Act, 1994	Service Tax	2003-04 to 2007-08	Customs, Excise and Service Tax Appellate Tribunal, New Delhi	29.17

- (c) According to the information and explanation given to us, the amount required to be transferred to investor education and protection fund in accordance with the relevant provisions of Companies Act, 1956 and rules made there under has been transferred to such fund within time.
- (viii) The Company does not have any accumulated losses as at March 31, 2015 and has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (ix) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to Bank, Financial Institution and debenture holders as at the balance sheet date.
- (x) According to the information and explanations given to us, the Company has given guarantees on behalf of subsidiaries, the terms and conditions whereof are not, prima-facie, prejudicial to the interest of the company.
- (xi) According to the information and explanation given to us and records examined by us, the term loans have generally been applied for the purpose for which they were raised.
- (xii) During the course of audit carried out and according to the information and explanations given to us, no material fraud on or by the Company has been noticed or reported during the year.

For **Doogar & Associates**  
Chartered Accountants  
Firm's Reg. No. 000561N

Sd/-  
**M.K. Doogar**  
Partner  
M. No. 80077

Place of signature: New Delhi  
Date: 28<sup>th</sup> May, 2015

**Balance Sheet** as at March 31, 2015

(₹ in mio)

Particulars	Note No.	As at March 31, 2015	As at March 31, 2014
<b>I EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
Share capital	1	4,329.01	4,329.01
Reserves and surplus	2	14,787.10	14,500.46
		19,116.11	18,829.47
<b>Non-current liabilities</b>			
Long term borrowings	3	4,200.89	3,260.26
Other long term liabilities	4	1,525.74	1,295.29
Long term provisions	5	110.08	115.48
		5,836.71	4,671.03
<b>Current liabilities</b>			
Short term borrowings	6	2,247.66	3,270.22
Trade payables	7	4,203.93	3,850.05
Other current liabilities	8	18,083.17	17,518.35
Short term provisions	5	115.67	119.80
		24,650.43	24,758.42
<b>TOTAL</b>		<b>49,603.25</b>	<b>48,258.92</b>
<b>II ASSETS</b>			
<b>Non-current assets</b>			
Fixed assets	9		
Tangible assets		276.04	362.71
Intangible assets		18.33	22.77
Capital work in progress		0.19	1.29
Intangible assets under development		1.45	0.88
		296.01	387.65
Non-current investments	10	2,707.48	3,834.53
Deferred tax assets (net)	11	111.72	76.97
Long term loans and advances	15	1,966.61	2,099.79
Other non-current assets	16	204.79	170.91
		5,286.61	6,569.85
<b>Current assets</b>			
Current investments	10	-	0.99
Inventories	12	24,108.45	19,077.43
Trade receivables	13	5,494.43	7,563.20
Cash and bank balances	14	1,941.23	2,009.93
Short term loans and advances	15	9,454.50	9,459.44
Other current assets	16	3,318.03	3,578.08
		44,316.64	41,689.07
<b>TOTAL</b>		<b>49,603.25</b>	<b>48,258.92</b>
Significant accounting policies	A		
Notes on financial statements	1-42		

The notes referred to above form an integral part of financial statements.

As per our audit report of even date attached

For and on behalf of **Doogar & Associates**  
(Regn. No. -000561N)  
Chartered Accountants

For and on behalf of board of directors

Sd/-  
**M.K. Doogar**  
Partner  
M. No. 80077

Sd/-  
**Rohtas Goel**  
DIN: 00003735  
Chairman and Managing Director

Sd/-  
**Jai Bhagwan Goel**  
DIN: 00075886  
Director

Sd/-  
**Vijayalaxmi**  
Chief Operating Officer

Place: New Delhi  
Date: 28<sup>th</sup> May, 2015

Sd/-  
**Vimal Gupta**  
Chief Financial Officer

Sd/-  
**Venkat Rao**  
Company Secretary

## Statement of Profit and Loss for the year ended March 31, 2015

(₹ in mio)

Particulars	Note No.	Year ended March 31, 2015	Year ended March 31, 2014
<b>Revenue</b>			
Revenue from operations	17	9,423.70	11,846.90
Other income	18	386.10	367.12
<b>Total Revenue</b>		<b>9,809.80</b>	<b>12,214.02</b>
<b>Expenses</b>			
Cost of material consumed, construction & other related project cost	19	12,619.85	9,502.50
Changes in inventories of finished stock & projects in progress	20	(6,263.74)	(1,182.66)
Employee benefits expense	21	551.05	617.82
Finance costs	22	1,345.44	1,367.84
Depreciation and amortization expense	9	125.75	86.14
Other expenses	23	708.46	978.47
<b>Total Expenses</b>		<b>9,086.81</b>	<b>11,370.11</b>
<b>Profit before tax</b>		<b>722.99</b>	<b>843.91</b>
Tax expense:			
Current tax		270.00	260.00
Tax/Mat adjustments for earlier years		83.13	-
Deferred tax charge/(credit)		(31.47)	(18.96)
		321.66	241.04
<b>Profit for the year</b>		<b>401.33</b>	<b>602.87</b>
Earnings per equity share-Basic & diluted (in ₹) (Face value of ₹ 10 each)	24	2.18	3.30
Significant accounting policies Notes on financial statements	A 1-42		

The notes referred to above form an integral part of financial statements.

As per our audit report of even date attached

For and on behalf of **Doogar & Associates**  
(Regn. No. -000561N)  
Chartered Accountants

For and on behalf of board of directors

Sd/-  
**M.K. Doogar**  
Partner  
M. No. 80077

Sd/-  
**Rohtas Goel**  
DIN: 00003735  
Chairman and Managing Director

Sd/-  
**Jai Bhagwan Goel**  
DIN: 00075886  
Director

Sd/-  
**Vijayalaxmi**  
Chief Operating Officer

Place: New Delhi  
Date: 28<sup>th</sup> May, 2015

Sd/-  
**Vimal Gupta**  
Chief Financial Officer

Sd/-  
**Venkat Rao**  
Company Secretary

## Cash Flow Statement for the year ended March 31, 2015

(₹ in mio)

Particulars	Year Ended March 31, 2015	Year Ended March 31, 2014
<b>A. <u>Cash flow from operating activities</u></b>		
Profit for the year before tax	722.99	843.91
Adjustments for :		
Depreciation and amortization expense	145.96	98.67
Interest income	(296.37)	(169.53)
Dividend received	(3.10)	(112.50)
Interest and finance charges	2,932.45	2,912.27
Employee compensation expense	(6.74)	22.65
Bad debts	0.64	3.30
Provision for doubtful trade receivables, deposits and advances	16.16	13.80
Liabilities no longer required written back	(4.57)	(43.43)
Loss/(profit) on sale/ discard of fixed assets	(2.28)	5.21
Profit on sale of investment	(31.18)	-
Decrease in value of current investment	-	0.01
<b>Operating profit before working capital changes</b>	<b>3,473.96</b>	<b>3,574.36</b>
<b>Adjustments for working capital</b>		
Inventories	(5,031.02)	(880.46)
Trade receivables	2,066.96	(3,097.65)
Loans and advances	17.85	(1,557.55)
Other assets	57.77	388.54
Trade payable and other liabilities	797.67	2,439.12
	<b>(2,090.77)</b>	<b>(2,708.00)</b>
<b>Net cash flow from operating activities</b>	<b>1,383.19</b>	<b>866.36</b>
Direct tax paid	251.75	305.27
<b>Net cash generated from operating activities (A)</b>	<b>1,131.44</b>	<b>561.09</b>
<b>B. <u>Cash flow from investing activities</u></b>		
Purchase of fixed assets (including capital work in progress)	(65.44)	(123.90)
Sale of fixed assets	3.91	6.86
Purchase of investments	(394.87)	(134.87)
Sale of investments	1,764.30	165.00
Movement in bank deposits (net)	(320.60)	(51.11)
Dividend received	3.10	112.50
Interest received	285.42	176.69
<b>Net cash generated from / (used in) investing activities (B)</b>	<b>1,275.82</b>	<b>151.17</b>

## Cash Flow Statement for the year ended March 31, 2015

Particulars	Year Ended March 31, 2015	Year Ended March 31, 2014
<b>C. <u>Cash flow from financing activities</u></b>		
Proceeds from issue of preference share capital	-	2,500.00
Dividend and dividend distribution tax paid	(107.08)	(123.03)
Interest and finance charges paid	(2,645.66)	(2,642.02)
Repayment of borrowings	(6,448.32)	(7,665.41)
Proceeds from borrowings	6,435.38	7,158.00
<b>Net cash (used in)/generated from financing activities (C )</b>	<b>(2,765.68)</b>	<b>(772.46)</b>
Net increase/(decrease) in cash and cash equivalents (A+B+C)	(358.42)	(60.20)
<b>Opening balance of cash and cash equivalents</b>	<b>987.73</b>	<b>1,047.93</b>
<b>Closing balance of cash and cash equivalents</b>	<b>629.31</b>	<b>987.73</b>

Note: 1 - The above cash flow statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard-3 'Cash Flow Statements'.

Note: 2 - Depreciation includes amount charged to cost of material consumed, construction & other related project cost.

As per our audit report of even date attached

For and on behalf of **Doogar & Associates**  
(Regn. No. -000561N)  
Chartered Accountants

For and on behalf of board of directors

Sd/-  
**M.K. Doogar**  
Partner  
M. No. 80077

Sd/-  
**Rohtas Goel**  
DIN: 00003735  
Chairman and Managing Director

Sd/-  
**Jai Bhagwan Goel**  
DIN: 00075886  
Director

Sd/-  
**Vijayalaxmi**  
Chief Operating Officer

Place: New Delhi  
Date: 28<sup>th</sup> May, 2015

Sd/-  
**Vimal Gupta**  
Chief Financial Officer

Sd/-  
**Venkat Rao**  
Company Secretary



## Notes to the financial statements for the year ended March 31, 2015

### A. Significant Accounting Policies

#### a. Basis of preparation of financial statements

The financial statements are prepared under historical cost convention, in accordance with the Accounting Principles Generally Accepted in India ('Indian GAAP') and the provisions of the Companies Act, 2013 read with Rule 7 of Companies (Accounts) Rules, 2014 to the extent applicable.

#### b. Use of estimates

The preparation of financial statements in conformity with the Generally Accepted Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

#### c. Fixed assets

Fixed assets are stated at historical cost less accumulated depreciation. Cost includes purchase price and all other attributable cost to bring the assets to its working condition for the intended use.

#### d. Depreciation

Depreciation on fixed assets is provided on written down value method based on the useful life of the asset as specified in Schedule II to the Companies Act, 2013. The management estimates the useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 except in the case of steel shuttering and scaffolding material, whose life is estimated as five years.

Cost of building constructed on land owned by third party under 'Build Own Transfer' agreement is amortized over the period of the agreement.

#### e. Intangible assets

Intangible assets comprising of ERP & other computer software are stated at cost of acquisition less accumulated amortization and are amortised over a period of four years on straight line method.

#### f. Borrowing costs

Borrowing cost that are directly attributable to the acquisition or construction of a qualifying asset (including real estate projects) are considered as part of the cost of the asset/project. All other borrowing costs are treated as period cost and charged to the statement of profit and loss in the year in which incurred.

#### g. Impairment of assets

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable

amount of the cash-generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss.

#### h. Investments

Long-term investments are stated at cost. Provision for diminution, if any, in the value of each long-term investment is made to recognize a decline, other than of a temporary nature.

Current investments are stated at lower of cost or market value.

#### i. Inventories

i. Building material and consumable stores are valued at cost, which is determined on the basis of the 'First in First out' method.

ii. Land is valued at cost, which is determined on average method. Cost includes cost of acquisition and all related costs.

iii. Construction work in progress is valued at cost. Cost includes cost of materials, services and other related overheads related to project under construction.

iv. Completed real estate project for sale and trading stock are valued at lower of cost or net realizable value. Cost includes cost of land, materials, construction, services and other related overheads.

#### j. Projects in progress

Projects in progress are valued at cost. Cost includes cost of land, materials, construction, services, borrowing costs and other overheads relating to projects.

#### k. Revenue recognition

i. Real estate projects

Revenue from real estate projects is recognized on the 'Percentage of Completion method' (POC) of accounting.

Revenue under the POC method is recognized on the basis of percentage of actual costs incurred, including land, construction and development cost of projects under execution subject, to such actual cost being 30 percent or more of the total estimated cost of projects.

The stage of completion under the POC method is measured on the basis of percentage that actual costs incurred on real estate projects including land, construction and development cost bears to the total estimated cost of the project.

Effective from 1st April 2012, in accordance with the "Guidance Note on Accounting for Real Estate

Transactions (Revised) 2012” (referred to as “Guidance Note”), all projects commencing on or after the said date or projects where revenue is recognised for the first time on or after the said date, Revenue from real estate projects has been recognised on Percentage of Completion (POC) method provided the following conditions are met:

1. All critical approvals necessary for commencement of the project have been obtained.
2. The expenditure incurred on construction and development is not less than 25% of the total estimated construction and development cost.
3. At least 25% of the saleable project area is secured by way of contracts or agreements with buyers.
4. At least 10% of the total revenue as per the agreement of sale or any other legally enforceable documents are realised at the reporting date in respect of each of the contracts and it is reasonable to expect that the parties to such contracts will comply with the payment terms as defined in the respective contracts.

The estimates of the projected revenues, projected profits, projected costs, cost to completion and the foreseeable losses are reviewed periodically by the management and any effect of changes in estimates is recognized in the period in which such changes are determined.

Unbilled revenue disclosed under other assets represents revenue recognized based on percentage of completion method over and above amount due as per payment plan agreed with the customers. Amount received from customers which exceeds the cost and recognized profits to date on projects in progress, is disclosed as advance received from customers under other current liabilities. Any billed amount against which revenue is recognised but amount not collected is disclosed under trade receivable.

- ii. Interest due on delayed payments by customers is accounted on receipts basis due to uncertainty of recovery of the same and is treated as part of operating income.
- iii. Revenue from sale of completed real estate projects, land, development rights and sale/transfer of rights in agreements are recognised in the financial year in which agreements of such sales are executed and there is no uncertainty about ultimate collections.
- iv. Income from construction contracts

Revenue from construction contracts is recognized on the ‘Percentage of Completion method’ of accounting.

Income from construction contracts is recognized by reference to the stage of completion of the contract activity as certified by the client.

Revenue on account of contract variations, claims and incentives are recognized upon determination or settlement of the contract.

- v. Income from trading sales.  
Revenue from trading activities is accounted for on accrual basis.
- vi. Dividend income is recognized when the right to receive the payment is established.

#### **I. Foreign currency transactions**

- i. Foreign currency transactions are recorded at exchange rates prevailing on the date of respective transactions.
- ii. Current assets and current liabilities in foreign currencies existing at balance sheet date are translated at year-end rates.
- iii. Foreign currency translation differences related to acquisition of imported fixed assets are adjusted in the carrying amount of the related fixed assets. All other foreign currency gains and losses are recognized in the statement of profit and loss.
- iv. Foreign Exchange difference arising as a monetary item that, in substance, form part of company’s net investment is a non-integral foreign operation and is accumulated in a Foreign Currency Translation Reserve in the financial statement and at the time of disposal of net investment, it is recognized as income or expense.

#### **m. Accounting for taxes on income**

- i. Provision for current tax is made based on the tax payable under the Income Tax Act, 1961.
- ii. Deferred tax on timing differences between taxable and accounting income is accounted for, using the tax rates and the tax laws enacted or substantially enacted as on the balance sheet date. Deferred tax assets are recognized only when there is a reasonable certainty of their realization. Wherever there are unabsorbed depreciation or carry forward losses under Tax laws, Deferred tax assets are recognized only to the extent that there is a virtual certainty of their realization.

#### **n. Retirement benefits**

- i. Contributions payable by the Company to the concerned government authorities in respect of provident fund, family pension fund and employee state insurance are charged to the statement of profit and loss.
- ii. The Company is having Group Gratuity Scheme with Life Insurance Corporation of India. Provision for gratuity is made based on actuarial valuation in

accordance with Revised AS-15.

- iii. Provision for leave encashment in respect of unavailed leave standing to the credit of employees is made on actuarial basis in accordance with Revised AS-15.

**o. Provisions, contingent liabilities and contingent assets**

A provision is recognized when:

- the Company has a present obligation as a result of a past event;
- it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- a reliable estimate can be made of the amount of the obligation.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made.

**p. Operating lease**

Lease arrangements where the risk and rewards incident

to ownership of an assets substantially vest with the lessor are recognized as operating lease. Lease rent under operating lease are charged to statement of profit and loss on a straight line basis over the lease term.

**q. Employee stock compensation cost**

In respect of stock options granted by the Company, the intrinsic value of the options (excess of market price of the shares over the exercise price of the option) is treated as employee compensation cost and is amortised over the vesting period.

**r. Share issue expenses**

Share issue expenses are adjusted against the securities premium account.

**s. Earnings per share**

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity share.

**1. SHARE CAPITAL**

(₹ in mio)

Particulars	As at March 31, 2015	As at March 31, 2014
<b>Authorised</b>		
210,000,000 (210,000,000) Equity Shares of ₹ 10 each	2,100.00	2,100.00
350,000,000 (350,000,000) Preference Shares of ₹ 10 each	3,500.00	3,500.00
	<b>5,600.00</b>	<b>5,600.00</b>
<b>Issued, Subscribed &amp; Paid up</b>		
182,900,540 (182,900,540) Equity Shares of ₹ 10 each fully paid up	1,829.01	1,829.01
250,000,000 (250,000,000) 0.1% Non-Cumulative, Non-Convertible, Redeemable Preference Shares of ₹ 10 each	2,500.00	2,500.00
<b>Total</b>	<b>4,329.01</b>	<b>4,329.01</b>

Figures in bracket represent those of previous year.

**1.1 Reconciliation of the shares outstanding at the beginning and at the end of the year**

Particulars	As at March 31, 2015		As at March 31, 2014	
	Number	₹ in mio	Number	₹ in mio
<b>Equity Shares of ₹ 10 each fully paid</b>				
Shares outstanding at the beginning of the year	182,900,540	1,829.01	173,567,000	1,735.67
Shares Issued by way of Bonus Shares during the year	-	-	9,333,540	93.34
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	182,900,540	1,829.01	182,900,540	1,829.01
<b>Preference Shares of ₹ 10 each fully paid</b>				
Shares outstanding at the beginning of the year	250,000,000	2,500.00	-	-
Shares Issued during the year	-	-	250,000,000	2,500.00
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	250,000,000	2,500.00	250,000,000	2,500.00

## 1.2 Terms / rights attached to shares

### Equity

The company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividend in Indian rupees. The dividend proposed by board of directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders. During the year ended March 31, 2015 the amount of proposed dividend recognised as distribution to equity share holders is ₹ 0.50 per share (P.Y. ₹ 0.50 per share).

### Preference

The Company has one class of preference shares and having a par value of ₹ 10 per share. The preference shares carry a right to preferential dividend of 0.1 % per annum in relation to capital paid on them and are redeemable upon 20 years from the date of allotment with call and put option for redemption after 10 years from the date of allotment. The redemption of preference share shall be at a premium of 6% per annum from the date of allotment over and above the total issue price per preference share and premium will be prorated/proportionate to the period of holding of these shares. The preference share holders shall have a right to attend annual general meeting and vote on resolution affecting their interest and on all resolution at every meeting where payment of dividend are in arrears for specified period. The preference shares cannot be redeemed unless they are fully paid or otherwise as permitted by law from time to time. The premium payable on redemption of preference shares shall be provided out of the profit of the company or out of securities premium account before the preference shares are redeemed. The company has chosen to pay premium on such redemption out of securities premium account, therefore, no appropriation out of profit have been made. The terms and conditions may be modified/ varied/ amended with due approval.

## 1.3 Shares held by holding company

Name of Shareholder	As at March 31, 2015		As at March 31, 2014	
	No. of Shares held	₹ in mio	No. of Shares held	₹ in mio
<b>Equity Shares</b>				
Guild Builders Private Limited	116,632,697	1,166.32	116,632,697	1,166.32
<b>Preference Shares</b>				
Guild Builders Private Limited	250,000,000	2,500.00	250,000,000	2,500.00

## 1.4 Detail of shareholders holding more than 5% shares in capital of the company

### A. Equity Shares

Name of Shareholder	As at March 31, 2015		As at March 31, 2014	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Guild Builders Private Limited	116,632,697	63.77	116,632,697	63.77

### B. Preference Shares

Name of Shareholder	As at March 31, 2015		As at March 31, 2014	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Guild Builders Private Limited	250,000,000	100.00	250,000,000	100.00

## 1.5 Shares reserved for issue under options

The Company has adopted Omaxe ESOP Plan Beta in the Annual General Meeting held on September 27, 2007. The total number of shares available in the plan is 3% of the total issued and subscribed share capital of the Company. However, no options have been granted till date.

- 1.6 During the previous year ended March 31, 2014, the Company allotted 9,333,540 equity shares of ₹ 10/- each as bonus shares to the existing shareholders of the Company to the exception of promoter/promoter group out of securities premium account, thereby, the paid up equity share capital of the Company had increased by ₹ 93.34 mio. The Company has not allotted any other fully paid shares except as above pursuant to contract(s) without payment being received in cash and has neither allotted any fully paid up shares by way of bonus shares nor has bought back any class of shares during the period of five years immediately preceding the balance sheet date.

**2. RESERVES & SURPLUS**

(₹ in mio)

Particulars	As at	
	March 31, 2015	March 31, 2014
<b>Securities Premium Account</b>		
Balance at the beginning of the year	4,996.07	5,089.41
Less: utilized for issue of bonus equity shares	-	93.34
Balance at the end of the year	<b>4,996.07</b>	<b>4,996.07</b>
<b>Debenture Redemption Reserve</b>		
Balance at the beginning of the year	-	-
Add: Transfer from statement of Profit and Loss	250.00	-
Balance at the end of the year	<b>250.00</b>	-
<b>General Reserves</b>		
Balance at the beginning of the year	3,342.17	3,242.17
Add: Transfer from statement of profit & loss	100.00	100.00
Balance at the end of the year	<b>3,442.17</b>	<b>3,342.17</b>
<b>Foreign Currency Translation Reserve</b>		
Balance at the beginning of the year	75.03	47.95
Add: Current year transfer	4.60	27.08
Balance at the end of the year	<b>79.63</b>	<b>75.03</b>
<b>Surplus as per Statement of Profit &amp; Loss</b>		
Balance at the beginning of the year	6,087.19	5,672.55
Less: Adjustment of depreciation on account of adoption of Schedule II of Companies Act, 2013 (Net of deferred tax assets of ₹ 3.28 mio)	6.21	-
Add: Net profit for the current year	401.33	602.87
<b>Profit available for appropriation</b>	<b>6,482.31</b>	<b>6,275.42</b>
Less: Transfer to general reserve	100.00	100.00
Less: Transfer to Debenture Redemption Reserve	250.00	-
Less: Proposed preference dividend	2.50	0.31
Less: Tax on distribution of proposed preference dividend	0.51	0.05
Less: Proposed equity dividend	91.45	91.45
Less: Tax on distribution of proposed equity dividend	18.62	15.54
Add: Tax adjustment on distribution of equity dividend for earlier years	-	19.12
Balance at the end of the year	6,019.23	6,087.19
<b>Total</b>	<b>14,787.10</b>	<b>14,500.46</b>

**3. LONG TERM BORROWINGS**

(₹ in mio)

Particulars	As at March 31, 2015		As at March 31, 2014	
	Non-current	Current maturities	Non-current	Current maturities
<b>Secured</b>				
14% Redeemable Non-Convertible Debentures	425.00	75.00	-	-
<b>Term loans</b>				
Banks	262.05	722.98	412.64	735.37
Financial institutions	1,472.57	1,163.22	1,475.56	1,058.49
Non-banking financial companies	1,244.21	655.63	117.52	570.11
Housing finance companies	16.67	713.59	533.59	746.03
<b>Vehicle loans</b>	56.13	38.60	59.35	39.32

<b>Unsecured</b>				
Term loans from non-banking financial companies	303.55	538.06	661.60	394.97
Fixed deposits from public	404.04	142.61	-	469.75
Inter Corporate Loan	16.67	33.33	-	-
	<b>4,200.89</b>	<b>4,083.02</b>	<b>3,260.26</b>	<b>4,014.04</b>
Amount disclosed under the head "other current liabilities" (refer note no 8)	-	4,083.02	-	4,014.04
<b>Total</b>	<b>4,200.89</b>	<b>-</b>	<b>3,260.26</b>	<b>-</b>

### 3.1 The year wise repayment schedule of long term borrowings are as under:

(₹ in mio)

Particulars	Outstanding as at March 31, 2015	Year wise repayment schedule			
		within 1 year	1 -2 year	2-3 year	3-6 year
<b>Long Term Borrowings</b>					
<b>Secured</b>					
Debentures	500.00	75.00	325.00	100.00	-
Banks	985.03	722.98	224.55	37.50	-
Financial institutions	2,635.79	1,163.22	694.14	468.90	309.53
Non-banking financial companies	1,899.84	655.63	1,244.21	-	-
Housing finance companies	730.26	713.59	16.67	-	-
Vehicle loans	94.73	38.60	24.87	16.37	14.89
<b>Unsecured</b>					
Non-banking financial companies	841.61	538.06	276.35	27.20	-
Inter corporate loans	50.00	33.33	16.67	-	-
Fixed deposits from public	546.65	142.61	316.18	87.86	-
<b>Total</b>	<b>8,283.91</b>	<b>4,083.02</b>	<b>3,138.64</b>	<b>737.83</b>	<b>324.42</b>

### 3.2 Nature of security of long term borrowings are as under:

(₹ in mio)

S. No.	Particulars	Amount outstanding		Current Maturity	
		As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014
	<b>Secured</b>				
1	Non-Convertible Debentures are secured by equitable mortgage of project properties and all present and future construction and development work and charge on receivable thereon as applicable. Non-Convertible Debentures are further secured by personal guarantee of director(s) of the Company.	500.00	-	75.00	-
2	Term loan from banks are secured by equitable mortgage of project properties and all present and future construction and development work thereon as applicable. Term loan from banks are further secured by personal guarantee of director(s) of the Company and corporate guarantee of promoter companies.	-	447.71	-	111.67

3	Term loan from banks are secured by equitable mortgage of project properties in possession of the company / its subsidiaries for development of real estate projects in terms of collaboration arrangements with subsidiaries/ associates/ related parties / third parties and for which consideration has been paid by the company for its share of land/ land development rights and corporate guarantees provided by such associate/ subsidiary/ other companies and charge on receivable, material at site and work in progress as applicable. Term loan from banks are further secured by personal guarantee of director(s) of the Company.	985.03	700.30	722.98	623.70
4	Term loan from Financial Institutions are secured by equitable mortgage of project land of the company / subsidiary company / associate / other company. Term loans from financial institutions are further secured by personal guarantee of director(s) of the Company and corporate guarantee provided by such subsidiaries / associates / other companies.	469.12	859.05	242.70	550.15
5	Term loan from Financial Institutions are secured by equitable mortgage of project land of the company / subsidiary company / associate / other company. Term loan from financial institution are further secured by personal guarantee of director(s) of the Company & pledge of shares held by promoter companies. These loans are further secured by corporate guarantee of subsidiaries / associates / promoters / other companies.	2,166.67	1,675.00	920.52	508.34
6	Term loan from Non Banking Financial Companies are secured by equitable mortgage of project properties, vehicles of the Company / subsidiaries / associate companies & charge over cash flow of the project(s), and corporate guarantee of such companies. These loans are further secured by pledge of shares held by promoter companies and personal guarantee of director(s) of the Company.	1,899.84	687.63	655.63	570.11
7	Term loan from housing finance companies are secured by equitable mortgage of project land & hypothecation of receivables of the company / subsidiary / associate company and pledge of shares of subsidiary company and shares of the company held by promoter / promoter companies and corporate guarantee of such companies. Term loan from housing finance companies are further secured by personal guarantee of director(s) of the Company.	730.26	1,279.62	713.59	746.03
8	Vehicle loans are secured by hypothecation of the vehicles purchased there against.	94.73	98.67	38.60	39.32
	<b>Unsecured</b>				
9	Loan from non-banking financial companies / housing finance company are secured by pledge of shares of the company held by promoter / promoter companies, personal guarantee of director(s) of the company and corporate guarantee of promoter companies.	841.61	1,056.57	538.06	394.97
10	Inter Corporate Loan are secured by pledge of shares of the company held by promoter / promoter companies, personal guarantee of director(s) of the company and corporate guarantee of promoter companies.	50.00	-	33.33	-
11	Fixed Deposit from public	546.65	469.75	142.61	469.75
	<b>Total</b>	<b>8,283.91</b>	<b>7,274.30</b>	<b>4,083.02</b>	<b>4,014.04</b>

## 4. OTHER LONG TERM LIABILITIES

(₹ in mio)

Particulars	As at	
	March 31, 2015	March 31, 2014
Non-current trade payables (refer note no. 7)	599.37	490.24
Non-current other liabilities (refer note no. 8)	926.37	805.05
<b>Total</b>	<b>1,525.74</b>	<b>1,295.29</b>

## 5. PROVISIONS

(₹ in mio)

Particulars	As at		As at	
	March 31, 2015		March 31, 2014	
	Non current	Current	Non current	Current
<b>Provision for employee benefits</b>				
Leave encashment	51.72	1.73	57.43	2.10
Gratuity	58.36	0.86	58.05	1.83
	<b>110.08</b>	<b>2.59</b>	<b>115.48</b>	<b>3.93</b>
<b>Other Provisions</b>				
Provision for income tax (net of advances)	-	-	-	8.52
Proposed dividend on preference shares	-	2.50	-	0.31
Tax on distribution of proposed dividend on preference shares	-	0.51	-	0.05
Proposed equity dividend	-	91.45	-	91.45
Tax on distribution of proposed equity dividend	-	18.62	-	15.54
	-	<b>113.08</b>	-	<b>115.87</b>
<b>Total</b>	<b>110.08</b>	<b>115.67</b>	<b>115.48</b>	<b>119.80</b>

## 6. SHORT TERM BORROWINGS

(₹ in mio)

Particulars	As at	
	March 31, 2015	March 31, 2014
<b>Secured</b>		
Working capital loans from banks	828.50	320.50
Short term loan from banks	-	120.00
Short term loan from non-banking financial companies	210.00	250.00
Short term loan from financial institution	650.00	1,150.00
	<b>1,688.50</b>	<b>1,840.50</b>
<b>Unsecured</b>		
Promoter companies	200.00	260.07
Inter-corporate loans	-	260.00
Inter-corporate loans from subsidiary company	59.07	249.68
Fixed deposits from public	194.31	566.84
Loan from directors	105.78	93.13
	<b>559.16</b>	<b>1,429.72</b>
<b>Total</b>	<b>2,247.66</b>	<b>3,270.22</b>



## 6.1 Nature of security of Short Term Borrowings are as under:-

(₹ in mio)

S. No.	Particulars	Amount outstanding	
		As at March 31, 2015	As at March 31, 2014
	<b>Secured</b>		
1	Working capital loans are secured by first charge on current assets of the company including stock at site, receivables, plant and machinery and mortgage of certain land of the Company/ subsidiaries/ associates companies. The working capital loans are further secured by personal guarantee of director(s) of the Company / corporate guarantee of promoter companies.	828.50	320.50
2	Loan from bank is secured by residual value of current assets and equitable mortgage of commercial buildings owned by the company / associate companies. The loan is further secured by personal guarantee of director(s) of the Company and corporate guarantee of associate companies.	-	120.00
3	Short term loan from Non-Banking Financial Companies are secured by mortgage of project properties of subsidiary / associate companies and / by way of pledge of shares of the company held by promoter/promoter companies. Further secured by personal guarantee of director(s) of the company and corporate guarantee of promoter company(s)	210.00	250.00
4	Short term loans from Financial Institution are secured by equitable mortgage of project properties of company, subsidiary and associate companies and also by way of pledge of shares of the company held by promoter/promoters companies. Further secured by personal guarantee of director(s) of the company and corporate guarantee of subsidiary / associate / promoter companies	650.00	1,150.00
	<b>Unsecured</b>		
5	Inter corporate loans from promoter companies (repayable on demand)	200.00	260.07
6	Short term inter corporate loans are secured by pledge of shares of the company held by promoter/promoters companies and / or personal guarantee of director(s) of the company and / or corporate guarantee of promoter companies	-	260.00
7	Inter corporate loan from subsidiary company (repayable on demand)	59.07	249.68
8	Fixed Deposit from Public	194.31	566.84
9	Loan from directors (repayable on demand)	105.78	93.13
	<b>Total</b>	<b>2,247.66</b>	<b>3,270.22</b>

## 7. TRADE PAYABLES

(₹ in mio)

Particulars	As at March 31, 2015		As at March 31, 2014	
	Non Current	Current	Non Current	Current
Deferred payment liabilities				
In respect of land purchased on deferred credit terms from authority	-	501.96	-	501.96
In respect of development & other charges to be paid on deferred credit terms to authority	599.37	1,829.38	490.24	1,620.54
Other trade payables				
Due to micro, small & medium enterprises *	-	100.44	-	57.40
Subsidiary companies	-	380.44	-	213.14
Others	-	1,391.71	-	1,457.01
	<b>599.37</b>	<b>4,203.93</b>	<b>490.24</b>	<b>3,850.05</b>
Less: Amount disclosed under the head "Other long term liabilities" (refer note no 4)	599.37	-	490.24	-
<b>Total</b>	<b>-</b>	<b>4,203.93</b>	<b>-</b>	<b>3,850.05</b>

\* The information as required to be disclosed under The Micro, Small and Medium Enterprises Development Act, 2006 (“the Act”) has been determined to the extent such parties have been identified by the company, on the basis of information and records available.

(₹ in mio)

S. No.	Particulars	As at March 31, 2015	As at March 31, 2014
1	Principal amount due to suppliers under MSMED Act, 2006	100.44	57.40
2	Interest accrued and due to supplier under MSMED Act, 2006 on above amount	3.29	0.84
3	Payment made to suppliers (other than interest) beyond appointed day during the year	79.06	62.75
4	Interest paid to suppliers under MSMED Act, 2006	-	-
5	Interest due and payable to suppliers under MSMED Act, 2006 towards payments already made	6.48	1.62
6	Interest accrued and remaining unpaid at the end of the accounting year	9.77	2.46

**8. OTHER CURRENT LIABILITIES**

(₹ in mio)

Particulars	As at March 31, 2015		As at March 31, 2014	
	Non Current	Current	Non Current	Current
Current maturities of long term borrowings (refer note no. 3)	-	4,083.02	-	4,014.04
Interest accrued but not due on borrowings	35.13	62.17	-	76.69
Interest accrued & due on borrowings	-	3.91	-	10.98
Book overdraft	-	36.24	-	43.85
Security deposit received	891.24	1.09	805.05	188.98
Advance from customers and others				
From subsidiary companies	-	2,740.08	-	3,074.16
From other related parties	-	34.41	-	89.36
From others*	-	9,759.69	-	8,911.28
Due to directors	-	98.20	-	108.41
Investor Education and Protection Fund				
[Appropriate amounts shall be transferred to Investor Education & Protection Fund, if and when due]				
Unclaimed share application money	-	-	-	3.16
Unpaid dividend	-	1.58	-	1.31
Unpaid matured deposits	-	2.19	-	0.84
Unpaid fractional share	-	0.38	-	0.39
Other Payables				
Employee related liabilities	-	49.96	-	59.63
Statutory dues payable	-	72.33	-	69.05
Interest on trade payables	-	1,121.75	-	848.49
Others	-	16.17	-	17.73
	<b>926.37</b>	<b>18,083.17</b>	<b>805.05</b>	<b>17,518.35</b>
Less: Amount disclosed under the head “Other long term liabilities” (refer note no.4 )	926.37	-	805.05	-
<b>Total</b>	<b>-</b>	<b>18,083.17</b>	<b>-</b>	<b>17,518.35</b>

\*includes ₹ Nil mio (P.Y ₹ 5.23 mio) duly secured by bank guarantees.

## 9. FIXED ASSETS

(₹ in mio)

Name of Assets	Gross Block(At Cost)			Depreciation / Amortisation				Net Block		
	As at April 1, 2014	Addition	Deletion	As at March 31, 2015	As at April 1, 2014	For the year	Deletion	As at March 31, 2015	As at March 31, 2015	As at March 31, 2014
<b>Tangible assets</b>										
Office building	80.32	1.61	15.47	66.46	36.22	2.88	15.47	23.63	42.83	44.10
Plant and machinery	151.41	1.30	1.52	151.19	94.79	21.18	1.51	114.46	36.73	56.62
Office equipments	50.29	1.45	2.72	49.02	23.51	16.51	2.33	37.69	11.33	26.78
Furniture & fixtures	115.89	7.05	-	122.94	66.18	22.80	-	88.98	33.96	49.71
Vehicles	304.83	45.34	14.26	335.91	139.21	65.75	13.04	191.92	143.99	165.62
Computer and printers	65.82	3.38	0.31	68.89	45.94	16.05	0.30	61.69	7.20	19.88
<b>Total (A)</b>	<b>768.56</b>	<b>60.13</b>	<b>34.28</b>	<b>794.41</b>	<b>405.85</b>	<b>145.17</b>	<b>32.65</b>	<b>518.37</b>	<b>276.04</b>	<b>362.71</b>
Previous year	695.62	110.51	37.57	768.56	344.51	86.84	25.50	405.85	362.71	351.11
<b>Intangible assets</b>										
Software	52.14	5.84	-	57.98	29.37	10.28	-	39.65	18.33	22.77
<b>Total (B)</b>	<b>52.14</b>	<b>5.84</b>	<b>-</b>	<b>57.98</b>	<b>29.37</b>	<b>10.28</b>	<b>-</b>	<b>39.65</b>	<b>18.33</b>	<b>22.77</b>
Previous year	36.87	15.27	-	52.14	17.54	11.83	-	29.37	22.77	19.33
<b>Total (A+B)</b>	<b>820.70</b>	<b>65.97</b>	<b>34.28</b>	<b>852.39</b>	<b>435.22</b>	<b>155.45</b>	<b>32.65</b>	<b>558.02</b>	<b>294.37</b>	<b>385.48</b>
Previous year	732.49	125.78	37.57	820.70	362.05	98.67	25.50	435.22	385.48	370.44

Note:-

(₹ in mio)

1. Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Depreciation has been charged to		
- Cost of material consumed, construction & other related project cost (refer note 19)	20.21	12.53
- Statement of profit & loss	125.75	86.14
Depreciation for the year also includes adjustment to opening reserves and surplus on account of adoption of schedule II of Companies Act 2013 (refer note no. 26)	9.49	-
<b>Total</b>	<b>155.45</b>	<b>98.67</b>

2. Gross block of building includes ₹ Nil mio (P.Y. ₹ 15.47 mio) which is constructed on Land belonging to a third party under 'Build - Own - Transfer' agreement.

## 10. INVESTMENTS

(₹ in mio)

Particulars	As at March 31, 2015		As at March 31, 2014	
	Non Current	Current	Non Current	Current
<b>Trade, unquoted, at cost</b>				
<b>Investments In Equity Instruments</b>				
<b>In Subsidiary companies</b>				
50,000 (47,000) Equity shares of Omaxe Entertainment Limited of ₹ 10 each	0.50		0.47	
4,629,000 (4,629,000) Equity shares of Omaxe Infrastructure Limited of ₹ 10 each	10.13		10.13	
50,000 (50,000) Equity shares of JKB Constructions Private Limited of ₹ 10 each	0.50		0.50	

2,262,165 (2,262,165) Equity shares of Omaxe Housing & Developers Limited of ₹ 10 each	5.18		5.18
50,000 (50,000) Equity shares of JRS Projects Private Limited of ₹ 10 each	0.50		0.50
50,000 (50,000) Equity shares of Monarch Villas Private Limited of ₹ 10 each	0.50		0.50
50,000 (50,000) Equity shares of Omaxe Connaught Place Mall Limited of ₹ 10 each	0.50		0.50
50,000 (49,400) Equity shares of Omtech Infrastructure & Construction Limited of ₹ 10 each	0.50		0.49
50,000 (49,900) Equity shares of Navratan Tech Build Private Limited of ₹ 10 each	0.55		0.55
1,000,000 (1,000,000) Equity shares of Green Planet Colonisers Private Limited of ₹ 10 each	77.48		77.48
24,967,500 (25,000,000) Equity shares of Omaxe Buildhome Limited of ₹ 10 each	249.67		250.00
50,000 (50,000) Equity shares of Primordial Buildcon Private Limited of ₹ 10 each	150.40		150.40
50,000 (47,000) Equity shares of Anjaniputra Builders Private Limited of ₹ 10 each	0.51		0.47
50,000 (50,000) Equity shares of Champion Realtors Private Limited of ₹ 10 each	0.50		0.50
50,000 (47,000) Equity shares of Hamara Ghar Constructions & Developers Private Limited of ₹ 10 each	0.52		0.47
50,000 (47,000) Equity shares of Jewel Projects Private Limited of ₹ 10 each	0.52		0.47
50,000 (47,000) Equity shares of Link Infrastructure & Developers Private Limited of ₹ 10 each	0.52		0.47
50,000 (50,000) Equity shares of Omaxe Infotech City Developers Limited of ₹ 10 each	0.50		0.50
50,000 (47,000) Equity shares of Zodiac Housing & Infrastructure Private Limited of ₹ 10 each	0.52		0.47
1,050,000 (1,050,000) Equity shares of Omaxe Buildwell Limited of ₹ 10 each	10.50		10.50
2,000,000 (5,00,000) Equity shares of Landlord Developers Private Limited of ₹ 10 each	103.00		103.00
Nil (140,000,000) Equity shares of Satvik Hitech Builders Private Limited of ₹ 10 each	-		1,400.00
50,000 (50,000) Equity shares of Omaxe Rajasthan SEZ Developers Limited of ₹ 10 each	0.50		0.50
50,000 (50,000) Equity shares of Omaxe Power Private Limited of ₹ 10 each	0.50		0.50
Nil (50,000) Equity shares of Finishing Touch Properties & Developers Limited of ₹ 10 each	-		0.50
50,00,000 (50,000) Equity shares of Jagdamba Contractor and Builders Limited of ₹ 10 each	50.00		0.50
50,000 (50,000) Equity shares of Eden Buildcon Limited of ₹ 10 each	0.50		0.50
50,000 (50,000) Equity shares of Arman Builders Private Limited of ₹ 10 each	0.50		0.50
50,000 (50,000) Equity shares of Ansh Builders Private Limited of ₹ 10 each	0.50		0.50
Nil (12,100,000) Equity shares of Reliable Manpower Solutions Limited of ₹ 10 each	-		121.00
2,000,000 (2,000,000) Equity shares of Omaxe Buildtech Limited of ₹ 10 each	20.00		20.00

50,000 (50,000) Equity shares of Golden Glades Builders Private Limited of ₹ 10 each	0.50		0.50
500 (500) Equity shares of Rohtas Holdings (Gulf) Limited of AED 100 each	0.59		0.59
8,500,000 (8,500,000) Equity shares of Omaxe Chandigarh Extension Developers Private Limited of ₹ 10 each	85.00		85.00
50,000 (50,000) Equity shares of Ekansh Buildtech Private Limited of ₹ 10 each	0.50		0.50
50,000 (50,000) Equity shares of Kavya Buildtech Private Limited of ₹ 10 each	0.50		0.50
10,000 (10,000) Equity shares of Oasis Township Private Limited of ₹ 10 each	0.10		0.10
25,500 (25,500) Equity shares of Rivaj Infratech Private Limited of ₹ 10 each	0.26		0.26
25,500 (25,500) Equity shares of Garv Buildtech Private Limited of ₹ 10 each	0.26		0.26
25,500 (25,500) Equity shares of Pancham Realcon Private Limited of ₹ 10 each	0.26		0.26
50,000 (50,000) Equity shares of Panchi Developers Private Limited of ₹ 10 each	0.50		0.50
50,000 (50,000) Equity shares of Mehboob Builders Private Limited of ₹ 10 each	0.50		0.50
50,000 (50,000) Equity shares of Mehtab Infratech Private Limited of ₹ 10 each	0.50		0.50
50,000 (50,000) Equity shares of Shamba Developers Private Limited of ₹ 10 each	0.50		0.50
50,000 (50,000) Equity shares of Omaxe Housing & Infrastructure Limited of ₹ 10 each	0.50		0.50
50,000 (50,000) Equity shares of Omaxe Hitech Infrastructure Company Private Limited of ₹ 10 each	0.50		0.50
10,00,000 (100,000) Equity shares of Volvo Properties Private Limited of ₹ 10 each	10.00		1.00
2,85,00,000 (6,300) Equity shares of Robust Buildwell Private Limited of ₹ 10 each	285.25		0.06
37,500 (37,500) Equity shares of Sri Balaji Green Heights Private Limited of ₹ 10 each	0.38		0.38
10,000 (10,000) Equity shares of Pam Developers (India) Private Limited of ₹ 10 each	9.80		9.80
1,495,000 (1,500,000) Equity shares of Omaxe Forest Spa and Hills Developers Limited (Formerly known as Omaxe Azorim Developers Private Limited) of ₹ 10 each	24.91		25.00
6,311 (6,311) Class B Equity shares of Omaxe Forest Spa and Hills Developers Limited (Formerly known as Omaxe Azorim Developers Private Limited) of ₹ 1,00,000 each	816.79		816.79
189 (189) Class C Equity shares of Omaxe Forest Spa and Hills Developers Limited (Formerly known as Omaxe Azorim Developers Private Limited) of ₹ 1,00,000 each	22.42		22.42
2,410 (2,410) Class A Equity shares of Omaxe Forest Spa and Hills Developers Limited (Formerly known as Omaxe Azorim Developers Private Limited) of ₹ 1,00,000 each	539.93		539.93
500,000 (500,000) Superior equity shares of Omaxe Forest Spa and Hills Developers Limited (Formerly known as Omaxe Azorim Developers Private Limited) of ₹ 10 each	15.00		15.00
7,500 (7,500) Equity shares of P P Devcon Private Limited of ₹ 10 each	0.37		0.37
5,000 (Nil) Equity Shares of National Affordable Housing & Infrastructure Limited of ₹ 100 each	0.90		-
	<b>2,502.72</b>		<b>3,679.77</b>

<b>Other Investments</b>				
<b>Investment In Equity Instruments –unquoted at cost</b>				
1,496,500 (1,496,500) Equity shares of Delhi Stock Exchange Limited of ₹ 1 each	104.76		104.76	
<b>Investment in Bonds/debentures –quoted at cost</b>				
50 (50) Secured Redeemable Non Convertible Tax Free bonds Series-I of IFCI Limited of ₹ 1,000,000 each	50.00		50.00	-
50,000 (Nil) Secured Redeemable Non Convertible Debentures Series-III of IFCI Ltd. Of ₹ 1,000/- each	50.00		-	
	<b>204.76</b>	<b>-</b>	<b>154.76</b>	<b>-</b>
<b>Investment In Debentures (Quoted, valued at lower of cost or market value)</b>				
Nil (1,000) Non Convertible Debentures of Religare Finvest Limited of ₹ 1,000 each	-	-	-	0.99
				<b>0.99</b>
<b>Total</b>	<b>2,707.48</b>	<b>-</b>	<b>3,834.53</b>	<b>0.99</b>

Figures in bracket represent those of previous year.

Note: All the above securities are fully paid up

Aggregate cost of unquoted investments	2,607.48	-	3,784.53	-
Aggregate cost of quoted investments	100.00	-	50.00	1.00
Market value of bonds	Not available	-	-	-
Market value of debentures	48.32	-	-	0.99
Aggregate cost of current investments	-	-	-	1.00

## 11. DEFERRED TAX ASSETS

(₹ in mio)

Particulars	As at March 31, 2015	As at March 31, 2014
Expenses allowed on payment basis	2.68	2.47
Difference between book and tax base of fixed assets (including deferred tax amount of ₹ 3.28 mio recognised on initial adoption of schedule II of Companies Act, 2013)	46.43	16.21
Retirement benefits	39.00	40.59
Provision for doubtful trade receivables, advances and deposits	23.61	17.70
	<b>111.72</b>	<b>76.97</b>

## 12. INVENTORIES

(₹ in mio)

Particulars	As at March 31, 2015	As at March 31, 2014
Building material and consumables	67.15	123.14
Land	1,975.69	3,152.42
Construction work in progress	49.26	92.71
Completed real estate projects	4,517.65	1,712.01
Project in progress	17,498.70	13,997.15
<b>Total</b>	<b>24,108.45</b>	<b>19,077.43</b>

**13. TRADE RECEIVABLES**

(₹ in mio)

Particulars	As at	
	March 31, 2015	March 31, 2014
(Unsecured, considered good unless otherwise stated)		
Outstanding for a period exceeding six months from the date they are due for payment		
- considered good	348.44	506.94
- considered doubtful	7.01	5.84
	355.45	512.78
Less: Provision for doubtful trade receivables	7.01	5.84
	348.44	506.94
Others	5,145.99	7,056.26
<b>Total</b>	<b>5,494.43</b>	<b>7,563.20</b>

13.1 Due from subsidiary companies included in other trade receivables are as under:

(₹ in mio)

Name of Company	As at	
	March 31, 2015	March 31, 2014
Omaxe Forest Spa and Hills Developers Limited	-	165.58
Oasis Township Private Limited	7.95	25.30
<b>Total</b>	<b>7.95</b>	<b>190.88</b>

13.2 Due from group companies included in other trade receivables are as under:

(₹ in mio)

Name of Company	As at	
	March 31, 2015	March 31, 2014
Mankish Colonisers Private Limited	3.61	3.30
Spike Developers Private Limited	18.90	23.49
Shardul Builders Private Limited	-	0.06
Vishishth Buildhome Private Limited	-	0.05
Deepsingh Realtors Pvt. Ltd.	13.01	-
Manwal Coloniser Pvt. Ltd.	10.22	-
<b>Total</b>	<b>45.74</b>	<b>26.90</b>

**14. CASH & BANK BALANCES**

(₹ in mio)

Particulars	As at March 31, 2015		As at March 31, 2014	
	Non Current	Current	Non Current	Current
<b>Cash and cash equivalents</b>				
Balances with banks:-				
in current accounts	-	451.51	-	744.80
in deposit account with original maturity of less than three months	-	0.43	-	0.43
Cash on hand	-	129.48	-	184.07
Cheques, drafts on hand	-	47.89	-	58.43
	-	<b>629.31</b>	-	<b>987.73</b>
<b>Other bank balances</b>				
Held as margin money	198.22	1,204.90	112.24	978.09
<b>Balances with banks</b>				
In earmarked accounts				
-In deposit account for public fixed deposit	-	105.06	55.10	39.25
-In initial public offer separate refund account	-	-	-	3.16
-In unpaid dividend account	-	1.58	-	1.31
-In unpaid fractional share account	-	0.38	-	0.39
	<b>198.22</b>	<b>1,311.92</b>	<b>167.34</b>	<b>1,022.20</b>

Amount disclosed under the head "other non- current assets" (refer note no. 16)	198.22	-	167.34	-
<b>Total</b>	-	<b>1,941.23</b>	-	<b>2,009.93</b>

**15. LOANS & ADVANCES**

(₹ in mio)

Particulars	As at March 31, 2015		As at March 31, 2014	
	Non Current	Current	Non Current	Current
(Unsecured, considered good unless otherwise stated)				
Security deposits				
considered good	117.84	51.20	118.85	112.30
considered doubtful	16.20	-	13.50	-
	134.04	51.20	132.35	112.30
Less: Provision for doubtful deposit	16.20	-	13.50	-
	117.84	51.20	118.85	112.30
Loans and advances to \$				
subsidiary companies	828.53	6,698.70	841.52	6,198.28
other related parties	21.31	329.85	22.26	420.87
	849.84	7,028.55	863.78	6,619.15
Advances against goods, services & others \$				
considered good	208.04	2,171.26	213.72	2,543.78
considered doubtful	45.02	-	32.73	-
	253.06	2,171.26	246.45	2,543.78
Less: Provision for doubtful advances	45.02	-	32.73	-
	208.04	2,171.26	213.72	2,543.78
Balance with government/statutory authorities	-	159.87	-	144.47
MAT credit entitlement	153.35	-	268.00	-
Direct taxes refundable (net of provisions)	630.36	-	625.61	-
Prepaid expenses	7.18	43.62	9.83	39.74
<b>Total</b>	<b>1,966.61</b>	<b>9,454.50</b>	<b>2,099.79</b>	<b>9,459.44</b>

\$ Advances include advances against collaboration amounting to ₹ 7,457.34 mio (P.Y. ₹ 7,903.72 mio) paid to certain parties (including subsidiaries/associates/related parties) for acquiring land for development of real estate projects, either on collaboration basis or self- development basis.

**15.1 Particulars in respect of loans and advances to subsidiary companies:-**

(₹ in mio)

S. No.	Name of Company	As at March 31, 2015	As at March 31, 2014
1	Anjaniputra Builders Private Limited	70.81	78.17
2	Eden Buildcon Limited	745.05	745.05
3	Garv Buildtech Private Limited	4,046.31	1,371.87
4	Jagdamba Contractors And Builders Limited	674.90	494.15
5	Bhanu Infrabuild Private Limited	0.76	-
6	Omaxe Forest SPA and Hills Developers Limited	16.82	-
7	Landlord Developers Private Limited	59.50	78.35
8	Navratan Techbuild Private Limited	23.56	17.76
9	Omaxe Buildhome Limited	276.78	427.02
10	Omaxe Chandigarh Extension Developers Private Limited	606.27	2,140.67
11	Omaxe Power Private Limited	1.70	1.63
12	Pancham Realcon Private Limited	208.06	830.23
13	Omaxe Buildwell Limited	1.10	-
14	Robust Buildwell Private Limited	173.66	305.45
15	Rohtas Holdings (Gulf) Limited	258.57	260.62
16	S. N. Realtors Private Limited	9.41	4.47



17	Volvo Properties Private Limited	312.06	242.45
18	Sri Balaji Green Heights Private Limited	31.41	31.41
19	P P Devcon Private Limited	10.50	10.50
	<b>Total</b>	<b>7,527.23</b>	<b>7,039.80</b>

15.2 Particulars of amount outstanding and maximum balance during the year in respect of loans given to subsidiary companies:

(₹ in mio)

S. No.	Name of Company	As at March 31, 2015	As at March 31, 2014	Maximum Balance during the year ended	
				March 31, 2015	March 31, 2014
1	Jagdamba Contractors And Builders Limited*	674.90	473.44	1,150.52	531.61
2	Volvo Properties Private Limited *	312.06	206.08	439.29	206.08
3	Garv Buildtech Private Limited *	400.00	-	400.00	-
4	Omaxe Chandigarh Extension Developers Private Limited #	166.80	250.00	250.00	250.00
5	Omaxe Buildhome Limited #	216.67	200.00	216.67	200.00
	<b>Total</b>	<b>1,770.43</b>	<b>1,129.52</b>		

\* Given as interest bearing loan.

# Interest bearing loan given back to back, received by the company from bank and housing finance company.

## 16. OTHER ASSETS

(₹ in mio)

Particulars	As at March 31, 2015		As at March 31, 2014	
	Non Current	Current	Non Current	Current
Non-current bank balances (refer note no. 14)	198.22	-	167.34	-
Unbilled receivables	-	3,194.83	-	3,251.46
Receivable against sale of investment				
- from subsidiary companies	-	-	-	175.23
- from others	-	100.00	-	135.00
Other receivables	-	0.69	-	1.83
Interest accrued on deposits	6.57	22.51	3.57	14.56
<b>Total</b>	<b>204.79</b>	<b>3,318.03</b>	<b>170.91</b>	<b>3,578.08</b>

## 17. REVENUE FROM OPERATIONS

(₹ in mio)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Income from real estate projects	8,749.20	11,162.70
Income from trading goods	167.98	28.38
Income from construction contracts	434.59	570.76
Other operating income	71.93	85.06
<b>Total</b>	<b>9,423.70</b>	<b>11,846.90</b>

## 18. OTHER INCOME

(₹ in mio)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Interest income		
- on bank deposits	57.19	40.13
- others	239.18	129.40
Dividend income	3.10	112.50
Keyman insurance maturity received	-	0.90
Liabilities no longer required written back	4.57	43.43

Profit on sale of fixed assets (net)	2.28	-
Profit on sale of investment (net)	31.18	-
Foreign exchange fluctuation gain	2.90	-
Miscellaneous income	45.70	40.76
<b>Total</b>	<b>386.10</b>	<b>367.12</b>

**19. COST OF MATERIAL CONSUMED, CONSTRUCTION & OTHER RELATED PROJECT COST**

(₹ in mio)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
<b>Inventories at the beginning of the year</b>		
Building material and consumables	123.14	150.67
Land	3,152.42	3,427.09
	<b>3,275.56</b>	<b>3,577.76</b>
<b>Add: Cost incurred during the year</b>		
Land, development and other rights	5,230.24	1,833.36
Building material purchases	474.63	484.31
Construction cost	3,378.76	4,658.41
Lease Rent	327.45	63.67
Employee cost	113.07	181.05
Rates and taxes	46.87	131.38
Administration cost	74.04	108.18
Depreciation	20.21	12.53
Power, fuel and other electrical cost	134.09	182.11
Repairs and maintenance-plant and machinery	0.76	0.87
Finance cost	1,587.01	1,544.43
	<b>11,387.13</b>	<b>9,200.30</b>
<b>Less: Inventories at the end of the year</b>		
Building material and consumables	67.15	123.14
Land	1,975.69	3,152.42
	<b>2,042.84</b>	<b>3,275.56</b>
<b>Cost of material consumed, construction &amp; other related project cost</b>	<b>12,619.85</b>	<b>9,502.50</b>

**20. CHANGES IN INVENTORIES OF FINISHED STOCK AND PROJECTS IN PROGRESS**

(₹ in mio)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
<b>Inventories at the beginning of the year</b>		
Completed real estate projects	1712.01	2,563.71
Construction work in progress	92.71	102.18
Projects in progress	13,997.15	11,953.32
	<b>15,801.87</b>	<b>14,619.21</b>
<b>Inventories at the end of the year</b>		
Completed real estate projects	4,517.65	1,712.01
Construction work in progress	49.26	92.71
Projects in progress	17,498.70	13,997.15
	<b>22,065.61</b>	<b>15,801.87</b>
<b>Changes in inventories of finished stock and projects in progress</b>	<b>(6,263.74)</b>	<b>(1,182.66)</b>

**21. EMPLOYEE BENEFITS EXPENSE**

(₹ in mio)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Salaries, wages, allowances and bonus	585.32	708.69
Contribution to provident and other funds	8.99	7.22
Directors remuneration	55.70	63.41
Staff welfare expenses	14.11	19.55
	<b>664.12</b>	<b>798.87</b>
Less: Allocated to projects	113.07	181.05
<b>Total</b>	<b>551.05</b>	<b>617.82</b>

**22. FINANCE COSTS**

(₹ in mio)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Interest on		
-term loans	1,355.69	1,398.95
-others	1,434.51	1,385.68
Other borrowing cost	105.82	90.19
Bank charges	36.43	37.45
	<b>2,932.45</b>	<b>2,912.27</b>
Less: Allocated to projects	1,587.01	1,544.43
<b>Total</b>	<b>1,345.44</b>	<b>1,367.84</b>

**23. OTHER EXPENSES**

(₹ in mio)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
<b>a) Administrative expenses</b>		
Rent	38.99	40.86
Rates and taxes	13.79	17.58
Insurance	18.28	16.38
Repairs and maintenance- building	0.86	5.07
Repairs and maintenance- others	10.75	12.86
Royalty	1.00	1.00
Water & electricity charges	17.02	20.54
Vehicle running and maintenance	33.88	40.39
Travelling and conveyance	40.27	46.41
Legal and professional charges	145.07	149.51
Commission to non-executive directors	1.50	2.00
Printing and stationery	15.92	16.80
Directors sitting fees	1.50	1.14
Postage, telephone & courier	34.75	39.21
Donation	12.05	28.75
Auditors' remuneration (refer note no. 37)	3.43	4.36
Bad debts & advances written off	0.64	3.30
Provision for doubtful trade receivables, deposits and advances	16.16	13.80
Loss on sale of fixed assets (net)	-	5.21
Miscellaneous expenses	27.43	40.73
	<b>433.29</b>	<b>505.90</b>
Less: Allocated to projects	74.04	108.18
<b>Total (a)</b>	<b>359.25</b>	<b>397.72</b>

<b>b) Selling Expenses</b>		
Business promotion	50.09	109.65
Rebate & discount to customers	111.25	95.87
Commission	142.01	298.95
Advertisement and publicity	45.86	76.28
	<b>349.21</b>	<b>580.75</b>
Less: Allocated to projects	-	-
<b>Total (b)</b>	<b>349.21</b>	<b>580.75</b>
<b>Total (a+b)</b>	<b>708.46</b>	<b>978.47</b>

**24. EARNINGS PER SHARE**

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Profit after tax attributable to shareholders (₹ in mio)	401.33	602.87
Less: Proposed Dividend on Preference shares	2.50	0.31
Less: Dividend tax on proposed dividend on Preference shares	0.51	0.05
Profit attributable to equity shareholders (₹ in mio)	<b>398.32</b>	<b>602.51</b>
Numerator used for calculating basic and diluted earnings per share (₹ in mio)	<b>398.32</b>	<b>602.51</b>
Equity shares outstanding as at the beginning of the year	182,900,540	173,567,000
Add: Issue of bonus equity shares during the year	-	9,333,540
Equity shares outstanding as at the end of the year	182,900,540	182,900,540
Weighted Average number of shares used as denominator for calculating Basic & diluted earnings per share	182,900,540	182,900,540
Nominal value of per share (in ₹)	10/-	10/-
Basic and diluted earnings per share (in ₹)	2.18	3.30

**25. CONTINGENT LIABILITIES & COMMITMENTS**

(₹ in mio)

Particulars	As at March 31, 2015	As at March 31, 2014
Claims by customers/vendors against the Company not acknowledged as debts (to the extent quantifiable)	479.79	452.52
Bank guarantees		
- In respect of the Company	1,223.91	810.04
- In respect of subsidiaries	371.02	218.01
- In respect of erstwhile subsidiary company and others	35.31	35.31
Counter guarantees	61.38	61.38
Corporate guarantees		
- In respect of wholly owned subsidiary companies	431.05	391.33
- In respect of erstwhile subsidiary company	-	32.63
Letters of Credit		
- In respect of wholly owned subsidiary companies	104.16	180.86
Disputed tax amounts		
- Sales tax	54.41	68.84
- Service tax	29.17	29.17
- Income tax	1,682.59	1,759.92
Capital Commitments	0.43	2.53
Writ Petition filed by Income tax department against order of Settlement Commission before Delhi High Court	Amount unascertainable	Amount unascertainable
The Company may be contingently liable to pay damages / interest in the process of execution of real estate projects and for specific non-performance of certain agreements, the amount of which cannot presently be ascertained	Amount unascertainable	Amount unascertainable
Certain civil cases preferred against the Company in respect of labour laws, specific performance of certain land agreements, etc. and disputed by the Company	Not quantifiable	Not quantifiable

26. During the year, effective from 01.04.2014, the company has revised depreciation rates on fixed assets as per the useful life as specified in Schedule II of the Companies Act, 2013. Based on current estimates, depreciation of ₹ 6.21 mio (net of deferred tax asset of ₹ 3.28 mio ) on account of assets whose useful life has already been exhausted as on 01.04.2014, has been adjusted with opening balance of Reserves and Surplus. Had there not been any changes in useful life of the assets, depreciation for the year ended 31.03.2015 would have been lower by ₹ 4.68 mio (net of ₹ 1.17 mio allocated to the projects).
27. Determination of revenues under 'Percentage of Completion method' necessarily involves making estimates by management for percentage of completion, cost to completion, revenues expected from projects, projected profits and losses. These estimates being of a technical nature have been relied upon by the auditors.
28. Balances of trade receivables, trade payables, current / non-current advances given/ received are subject to reconciliation and confirmation from respective parties. The balance of said trade receivables, trade payables, current / non-current advances given/ received are taken as shown by the books of accounts. The ultimate outcome of such reconciliation and confirmation cannot presently be determined, therefore, no provision for any liability that may result out of such reconciliation and confirmation has been made in the financial statement, the financial impact of which is unascertainable due to the reasons as above stated.
29. Inventories, loans & advances, trade receivables and other current / non-current assets are in the opinion of the management do not have a value on realization in the ordinary course of business, less than the amount at which they are stated in the balance sheet.
30. The Income Tax Department has filed writ petition before Hon'ble Delhi High Court against the order of Income tax settlement commission in earlier years for assessment year 2000-01 to 2006-07, which is pending for hearing. Pending final outcome of such petition filed, no provision of any potential liability has been made in the books of accounts, the amount of which cannot presently be ascertained.

The income tax department has raised a demand of ₹ 903.97 mio against the company after giving effect to orders of CIT(A) for A.Y. 2007-08 and 2008-09 on account of disallowance u/s 80IB. The company has filed appeals before the appropriate authorities against the impugned orders of the CIT (A). An amount of ₹ 789.52 mio has been deposited by the company against this demand under dispute. Further the Income Tax Department has also filed necessary appeals/ writ petitions/ SLP with appropriate authority against the relief given by various appellate authorities to the Company. A further demand of ₹ 777.60 mio has been raised against the company during the year for A.Y.s 2008-09 to 2011-12 mainly on account of disallowance u/s 80IB and demand u/s 271(1)(c) and the company has filed appeals before the CIT(A) against this demand. An amount of ₹ 80.0 mio has been deposited by the company against this demand under dispute

Based on the decision of various appellate authorities and the interpretations of relevant provisions of Income Tax Act, 1961, the Company has been advised by the experts that the claim of the company under Section 80 (IB) is sustainable, accordingly the Company is hopeful that the demand so raised is likely to be deleted.

31. The Company has advanced a sum of ₹ 745.05 mio to one of its wholly owned subsidiary company namely Eden Buildcon Limited (hereinafter referred to as "Subsidiary Company") for acquiring land from Hyderabad Metropolitan Development Authority (HMDA) for real estate projects. The said subsidiary company participated in bid in respect of auction by HMDA and paid initial deposit of ₹ 750.63 mio against total value of ₹ 3,002.50 mio. During the process of post auction verification of title to the auctioned land, the subsidiary company on scrutiny of documents found that the auctioned land is the subject matter of pending litigations before Hon'ble Andhra Pradesh High Court. Thereafter, the subsidiary company requested HMDA to obtain necessary orders from the court empowering HMDA to alienate the auction land and also expressed its earnest intention to pay the balance cost of land. HMDA asserted that there is no legal impediment for transferring the title of the land and directed the subsidiary company to remit the balance sales consideration. The subsidiary company applied to HMDA for refund of the initial booking amount. The request for such refund was not considered by HMDA and HMDA demanded balance amount of ₹ 2,251.87 mio failing which the entire booking amount was liable to be forfeited. On writ petition filed by the company for refund of the amount deposited which was tagged along with other similar petitions, single bench of Hon'ble Andhra Pradesh High Court allowed the appeal in favour of the subsidiary company. Appeal against the order of the single bench was filed by HMDA before division bench, which was allowed in favour of HMDA. The subsidiary company has filed special leave petition (SLP) before Hon'ble Supreme Court of India and stay order has been granted. The matter is sub-judice and is pending before Hon'ble Supreme Court of India. Pending final outcome of such petition filed, the amount advanced by the company to subsidiary company is considered good and classified as non-current.
32. The amount of expenditure for the year ended 31<sup>st</sup> March, 2015, which the Company was required to incur related to Corporate Social Responsibility as per section 135 of Companies Act, 2013 worked out to be ₹ 15.20 mio. During the year ended 31<sup>st</sup> March, 2015, the Company has not made any expenditure on this account.

### 33. Employee Benefits

#### A. Gratuity

The Company is having group gratuity scheme with LIC of India.

##### i) Amount recognized in statement of Profit & Loss is as under:

(₹ in mio)

Description	Year ended March 31, 2015	Year ended March 31, 2014
Current service cost	9.36	9.93
Interest cost	5.15	3.91
Expected return on planned assets	(0.03)	(0.34)
Net actuarial (gain)/loss recognized during the year	11.44	3.78
<b>Total</b>	<b>25.92</b>	<b>17.28</b>

##### ii) Movement in the liability recognized in Balance Sheet is as under:

(₹ in mio)

Description	Year ended March 31, 2015	Year ended March 31, 2014
Present value of obligation at the beginning of the year	60.08	48.89
Current service cost	9.36	9.93
Interest cost	5.15	3.91
Benefit paid	(25.61)	(6.27)
Actuarial (gain) / loss on obligation	11.53	3.62
<b>Present value of obligation as at the end of year</b>	<b>60.51</b>	<b>60.08</b>

##### iii) Changes in fair value of plan assets

(₹ in mio)

Description	Year ended March 31, 2015	Year ended March 31, 2014
Fair value of plan assets at the beginning of the year	0.20	3.85
Expected return on plan assets	0.03	0.34
Contribution	12.57	2.45
Benefit paid out of plan assets	(11.60)	(6.27)
Actuarial gain/ (loss) on plan assets	0.09	(0.17)
<b>Fair value of plan assets at the end of the year</b>	<b>1.29</b>	<b>0.20</b>

##### iv) Net assets / liability recognized in Balance Sheet

(₹ in mio)

Description	Year ended March 31, 2015	Year ended March 31, 2014
Current liability	2.15	2.03
Non-current liability	58.36	58.05
<b>Total PBO at the end of year</b>	<b>60.51</b>	<b>60.08</b>
Fair value of plan assets as at the end of the year	1.29	0.20
<b>(Assets)/Liabilities recognized in the Balance Sheet</b>	<b>59.22</b>	<b>59.88</b>

##### v) For determination of gratuity liability of the Company the following actuarial assumption were used

Description	Year ended March 31, 2015	Year ended March 31, 2014
Discount rate	8.00%	8.50%
Future salary increase	6.00%	6.00%
Expected rate of return on planned assets	9.00%	8.75%
Method used	Projected unit credit actuarial method	Projected unit credit actuarial method

**B. Leave Encashment**

Provision for leave encashment in respect of unavailed leaves standing to the credit of employees is made on actuarial basis. The Company does not maintain any fund to pay for leave encashment.

**i) Amount recognized in statement of Profit & Loss is as under:**

(₹ in mio)

Description	Year ended March 31, 2015	Year ended March 31, 2014
Current service cost	10.63	13.13
Interest cost	4.92	4.14
Net actuarial (gain)/loss recognized during the year	(7.86)	(0.42)
<b>Recognized in statement of profit &amp; loss account</b>	<b>7.69</b>	<b>16.85</b>

**ii) Movement in the liability recognized in Balance Sheet is as under:**

(₹ in mio)

Description	Year ended March 31, 2015	Year ended March 31, 2014
Present value of obligation at the beginning of the year	59.54	51.72
Interest cost	4.92	4.14
Current service cost	10.63	13.13
Benefit paid	(13.78)	(9.03)
Actuarial (gain)/loss on obligation	(7.86)	(0.42)
<b>Present value of obligation at the end of the year</b>	<b>53.45</b>	<b>59.54</b>

**iii) Amount recognized in the Balance Sheet**

(₹ in mio)

Description	Year ended March 31, 2015	Year ended March 31, 2014
Current liability	1.73	2.10
Non-current liability	51.72	57.43
<b>Total PBO at the end of year</b>	<b>53.45</b>	<b>59.53</b>

**iv) For determination of liability in respect of leave encashment, the Company has used the following actuarial assumption.**

Description	Year ended March 31, 2015	Year ended March 31, 2014
Discount rate	8.00%	8.50%
Future salary increase	6.00%	6.00%
Actuarial method used	Projected unit credit actuarial method	Projected unit credit actuarial method

**C. Provident Fund**

The Company makes contribution to statutory provident fund in accordance with Employees Provident Fund and Misc. Provision Act, 1952. This is post-employment benefit and is in the nature of defined contribution plan.

**34. Earning in foreign currency**

(₹ in mio)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Receipts against booking of units in 'Real Estate Projects'	5.51	13.87
<b>Total</b>	<b>5.51</b>	<b>13.87</b>

**35. Expenditure in foreign currency**

(₹ in mio)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Foreign travel	3.75	3.88
Others	0.63	0.86
<b>Total</b>	<b>4.38</b>	<b>4.74</b>

**36. C.I.F. value of imports**

(₹ in mio)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Purchase of material	15.86	77.72

**37. Auditors' remuneration**

(₹ in mio)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Audit fees	2.20	3.20
Limited review fees	0.60	0.60
Tax audit fees	0.50	0.50
Certification charges	0.10	0.06
Out of pocket expenses	0.03	-
<b>Total</b>	<b>3.43</b>	<b>4.36</b>

**38. Disclosure in accordance with Accounting Standard -7 (Revised), in respect of contracts entered into on or after April 1, 2003:-**

(₹ in mio)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Contract revenue recognized as revenue for the year ended March, 2015	434.59	570.76
Aggregate amount of contract costs incurred and recognized profits (less recognized losses) upto March 31, 2015 for all the contracts in progress	5,797.83	5,413.65
The amount of customer advances outstanding for contracts in progress as at March 31, 2015	6.77	13.89
The amount of retentions due from customers for contracts in progress as at March 31, 2015	10.61	8.23
Gross amount due from customers including work in progress for contracts in progress as at March 31, 2015	79.66	300.03
Gross amount due to customers for contracts in progress as at March 31, 2015	-	-

**39. Lease**

- a. The Company has taken certain premises on non-cancellation operating lease. The future minimum lease payments in respect of which as at March 31, 2015 are as follows:-

(₹ in mio)

Minimum lease payments	As at March 31, 2015	As at March 31, 2014
Payable not later than one year	508.61	129.53
Payable later than one year and not later than five years	1680.60	472.40
Payable later than five years	355.59	42.44
<b>Total</b>	<b>2,544.80</b>	<b>644.37</b>

- b. The lease agreements provide for an option to the Company to renew the lease period at the end of the non-cancellation period. There are no exceptional / restrictive covenants in the lease agreement.
- c. Lease rent expenses in respect of operating lease debited to cost of material consumed, construction and other related project cost ₹ 327.45 mio (P.Y. ₹ 63.67 mio) and debited to statement of profit and loss account ₹ 38.99 mio (P.Y. ₹ 40.86 mio).



**40. Segment information****Business segments**

Based on similarity of activities/products, risk and reward structure, organization structure and internal reporting system, the Company has structured its operations into the following segments:

**Real estate**

Promotion, construction, development and sale of townships, residential, commercial property, developed plots etc.

**Construction**

Construction of property on behalf of clients.

(₹ in mio)

	Real Estate	Construction	Others	Total
<b>REVENUE</b>				
External revenue	8,821.13	434.59	167.98	9,423.70
	(11,247.76)	(570.76)	(28.38)	(11,846.90)
Inter Segment Revenue	-	-	-	-
	(-)	(-)	(-)	(-)
Total revenue	8,821.13	434.59	167.98	9,423.70
	(11,247.76)	(570.76)	(28.38)	(11,846.90)
<b>SEGMENT RESULT</b>	<b>3,093.45</b>	<b>(25.86)</b>	-	<b>3,067.59</b>
	(3,475.02)	(52.04)	(-)	(3,527.06)
Unallocated corporate expenses net of unallocated income	-	-	-	<b>1,295.53</b>
	(-)	(-)	(-)	(1,484.84)
Operating profit	-	-	-	1,772.06
	(-)	(-)	(-)	(2,042.22)
Interest expenses	-	-	-	1,345.44
	(-)	(-)	(-)	(1,367.84)
Interest income	-	-	-	296.37
	(-)	(-)	(-)	(169.53)
Profit Before Tax	-	-	-	722.99
	(-)	(-)	(-)	(843.91)
Income taxes (including prior year tax adjustment)	-	-	-	321.66
	(-)	(-)	(-)	(241.04)
<b>Net profit after tax</b>	-	-	-	<b>401.33</b>
				(602.87)
<b>OTHER INFORMATION</b>				
Segment assets	45,541.30	226.48	-	45,767.78
	(42,105.86)	(428.53)	(-)	(42,534.39)
Unallocated corporate assets	-	-	-	3,835.47
	(-)	(-)	(-)	(5,724.53)
<b>TOTAL ASSETS</b>	-	-	-	<b>49,603.25</b>
	(-)	(-)	(-)	(48,258.92)
Segment liabilities	19,571.48	60.09	-	19,631.57
	(18,326.68)	(95.97)	(-)	(18,422.65)
Unallocated corporate liabilities	-	-	-	324.00
	(-)	(-)	(-)	(462.28)
<b>TOTAL LIABILITIES</b>	-	-	-	<b>19,955.57</b>
	(-)	(-)	(-)	(18,884.93)
Capital expenditure	-	-	-	65.44
				(123.90)
Depreciation/ amortisation	-	-	-	145.96
				(98.67)
Non cash expenses other than depreciation/ amortisation	-	-	-	16.80
	(-)	(-)	(-)	(22.31)

Figures in bracket represent those of previous year.

The trading business which was not reportable segment during the year have been grouped under the "Others" segment.

### Geographic segment

Operations of the Company do not qualify, for reporting as geographic segments, under the criteria set out under Accounting Standard 17 on 'Segment reporting'.

## 41. RELATED PARTIES DISCLOSURES

Related parties are classified as:

### A. Related parties are classified as:

#### I Holding Company

1	Guild Builders Private Limited
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#### II Fellow Subsidiary companies

1	Dream Home Developers Private Limited
2	Hansa Properties Private Limited

#### III Wholly owned Subsidiary companies

1	Ansh Builders Private Limited
2	Arman Builders Private Limited
3	Champion Realtors Private Limited
4	Eden Buildcon Limited
5	Ekansh Buildtech Private Limited
6	Finishing Touch Properties and Developers Limited (upto 22.02.2015)
7	Omaxe Hitech Infrastructure Company Private Limited
8	Garv Buildtech Private Limited
9	Golden Glades Builders Private Limited
10	Green Planet Colonisers Private Limited
11	JKB Constructions Private Limited
12	JRS Projects Private Limited
13	Kavya Buildtech Private Limited
14	Landlord Developers Private Limited
15	Mehboob Builders Private Limited
16	Mehtab Infratech Private Limited
17	Monarch Villas Private Limited
18	Oasis Township Private Limited
19	Jagdamba Contractors and Builders Limited
20	Omaxe Buildhome Limited
21	Omaxe Buildwell Limited
22	Omaxe Chandigarh Extension Developers Private Limited
23	Omaxe Connaught Place Mall Limited
24	Omaxe Housing and Developers Limited
25	Omaxe Housing And Infrastructure Limited
26	Omaxe Buildtech Limited
27	Omaxe Infotech City Developers Limited
28	Omaxe Infrastructure Limited
29	Omaxe Power Private Limited
30	Omaxe Rajasthan SEZ Developers Limited
31	Pancham Realcon Private Limited
32	Panchi Developers Private Limited

33	Primordial Buildcon Private Limited
34	Rohtas Holdings (Gulf) Limited
35	Shamba Developers Private Limited
36	Volvo Properties Private Limited
37	Omaxe Forest Spa and Hills Developers Limited
38	Pam Developers (India) Private Limited
39	Anjaniputra Builders Private Limited (w.e.f. 31.03.2015)
40	Hamara Ghar Constructions and Developers Private Limited (w.e.f. 31.03.2015)
41	Jewel Projects Private Limited (w.e.f. 31.03.2015)
42	Link Infrastructure and Developers Private Limited (w.e.f. 31.03.2015)
43	Navratan Techbuild Private Limited (w.e.f. 29.01.2015)
44	Omaxe Entertainment Limited (w.e.f. 31.03.2015)
45	Omtech Infrastructure and Construction Limited (w.e.f. 31.03.2015)
46	Zodiac Housing and Infrastructure Private Limited (w.e.f. 31.03.2015)
47	National Affordable Housing and Infrastructure Limited (w.e.f. 08.08.2014)
48	Satvik Hitech Builders Private Limited (upto 30.03.2015)

#### IV Other Subsidiary Companies

1	Anjaniputra Builders Private Limited (upto 30.03.2015)
2	Hamara Ghar Constructions and Developers Private Limited (upto 30.03.2015)
3	Jewel Projects Private Limited (upto 30.03.2015)
4	Link Infrastructure and Developers Private Limited (upto 30.03.2015)
5	Navratan Techbuild Private Limited (upto 28.01.2015)
6	Omaxe Entertainment Limited (upto 30.03.2015)
7	Omtech Infrastructure and Construction Limited (upto 30.03.2015)
8	Zodiac Housing and Infrastructure Private Limited (upto 30.03.2015)
9	Reliable Manpower Solutions Limited (upto 30.03.2015)
10	Rivaj Infratech Private Limited
11	Robust Buildwell Private Limited
12	Sri Balaji Green Heights Private Limited
13	PP Devcon Private Limited

#### V Step Subsidiary Companies

1	Aadhira Developers Private Limited
2	Aarzo Technobuild Private Limited
3	Aashna Realcon Private Limited
4	Abheek Builders Private Limited
5	Aditya Realtech Private Limited
6	Aradhya Real Estate Private Limited
7	Ashok Infrabuild Private Limited
8	Ashray Infrabuild Private Limited

9	Aviral Colonizers Private Limited
10	Ayush Landcon Private Limited
11	Bhanu Infrabuild Private Limited
12	Caspian Realtors Private Limited
13	Daman Builders Private Limited
14	Damodar Infratech Private Limited
15	Davesh Technobuild Private Limited
16	Dhanu Real Estate Private Limited
17	Dinkar Realcon Private Limited
18	Ekapad Developers Private Limited
19	Glacier Agro Foods Products Private Limited
20	Hemang Buildcon private Limited
21	Hiresh Builders Private Limited
22	Manit Developers Private Limited
23	Oasis Suncity Realtors Private Limited
24	Radiance Housing and Properties Private Limited
25	Reliable Manpower Solutions Limited (w.e.f. 31.03.2015)
26	RPS Suncity Promoters and Developers Private Limited
27	Rupesh Infratech private Limited
28	Sanvim Developers Private Limited
29	Sarthak Landcon Private Limited
30	Sarva Buildtech Private Limited
31	Satkar Colonisers Private Limited
32	Satvik Hitech Builders Private Limited (w.e.f. 31.03.2015)
33	Shubh Bhumi Developers Private Limited
34	Silver Peak Township Private Limited
35	Tejpal Infra Developers Private Limited
36	Utkrisht Real Estate and Associates Private Limited
37	Chapal Buildhome Private Limited
38	Anveshan Builders Private Limited
39	Adesh Realcon Private Limited
40	Navadip Developers Private Limited
41	Abhas Realcon Private Limited
42	S N Realtors Private Limited
43	Marine Sands Limited
44	Omaxe India Trade Centre Private Limited

**VI Entities over which key managerial personnel or their relatives exercises significant influence**

1	Aanchal Infrabuild Private Limited
2	Abhay Technobuild Private Limited
3	Abhiman Buildtech Private Limited
4	Absolute Infrastructure Private Limited
5	Adhar Buildtech Private Limited
6	Adil Developers Private Limited
7	Advaita Properties Private Limited
8	Advay Properties Private Limited
9	Affordable Home Loan Advisors Private Limited
10	Aftab Developers Private Limited
11	Agasthya Properties Private Limited

12	Alpesh Builders Private Limited
13	Amani Realcon Private Limited
14	Amber Infrabuild Private Limited
15	Amit Jain Builders Private Limited
16	Amod Builders Private Limited
17	Ananddeep Realtors Private Limited
18	Anant Realcon Private Limited
19	Aneesh Buildtech Private Limited
20	Annay Realtors Private Limited
21	Apoorva Infrabuild Private Limited
22	Arhan Builders Private Limited
23	Arhant Infrabuild Private Limited
24	Aric Infrabuild Private Limited
25	Arjit Builders Private Limited
26	Ashtam Builders Private Limited
27	Asian Fast Food Services Private Limited (w.e.f. 07.08.2014)
28	Avindra Estate Developers Private Limited
29	Aviral Buildtech Private Limited
30	Avtar Infrabuild Private Limited
31	Avval Builders Private Limited
32	Axeom Advertising Solutions Limited
33	B D Agarwal Securities Private Limited
34	Badal Developers Private Limited
35	Badal Impex Private Limited
36	Balesh Technobuild Private Limited
37	Bali Buildtech Private Limited
38	Bandhu Buildtech Private Limited
39	Banke Builders Private Limited
40	Basant Infrabuild Private Limited
41	Beautiful Landbase Private Limited
42	Bhanu Retail Private Limited
43	Bharatbhoomi Township Limited
44	Bhargav Builders Private Limited
45	Bhavesh Buildcon Private Limited
46	Bhuvan Buildtech Private Limited
47	Blossom Buildhome Private Limited
48	Buildwell Builders Private Limited
49	Caleen Hotels Private Limited
50	Chaitanya Realcon Private Limited
51	Chetan Infrabuild Private Limited
52	Chirag Buildhome Private Limited
53	Cress Propbuild Private Limited
54	Daksh Airport Developers Private Limited
55	Daksh Township Private Limited
56	Damini Infratech Private Limited
57	Darpan Buildtech Private Limited
58	Darsh Buildtech Private Limited
59	Deejit Developers Private Limited
60	Deepaalay Realtors Private Limited
61	Deepal Township Private Limited
62	Deepsan Realtors Private Limited
63	Deepsing Realtors Private Limited

64	Derwal Realtors Private Limited	115	Kartik Buildhome Private Limited
65	Desire Housing and Construction Private Limited	116	Kashish Buildtech Private Limited
66	Devang Builders Private Limited	117	KBM Constructions Private Limited
67	Devgar Estate Developers Private Limited	118	Keshto Buildcon Private Limited
68	Distinctive Infrastructure And Construction Private Limited	119	Kirti Hotels Private Limited
69	Divya Buildhome Private Limited	120	Kishordeep Realtors Private Limited
70	Dream Techno Build Private Limited	121	Krishan Kripa Buildcon Private Limited
71	Dream Towers Private Limited	122	Laldeep Realtors Private Limited
72	DVM Realtors Private Limited	123	Lavanya Builders Private Limited
73	Dwarkadish Land and Farms Private Limited	124	Lifestyle Township Private Limited
74	Examo Estate Management Private Limited	125	Lohith Developers Private Limited
75	Excellent Apartments Private Limited	126	Luxury Township Private Limited
76	Fast Track Buildcon Private Limited	127	M I J Infrastructure Private Limited
77	Forever Housing and Properties Private Limited	128	Maa Omwati Education Trust
78	Fragrance Housing And Properties Private Limited	129	Mangal Bhumi Properties Private Limited
79	Fragrance Information And Communication Technologies Private Limited	130	Mangla Villas Private Limited
80	Gaamit Realtors Private Limited	131	Manik Buildcon Private Limited
81	Gagan Realcon Private Limited	132	Mankish Colonisers Private Limited
82	Garg and Goel Estate Developers Private Limited	133	Manprav Developers Private Limited
83	Garg Realtors Private Limited	134	Manwal Colonisers Private Limited
84	Garvish Realtors Private Limited	135	Megh Airways Private Limited
85	Gaurang Buildcon Private Limited	136	Meghmala Builders Private Limited
86	Geet Buildhome Private Limited	137	Mihir Buildwell Private Limited
87	Girish Buildwell Private Limited	138	Milestone Township Private Limited
88	Glamour Hotels Private Limited	139	Miniature Township and Properties Private Limited
89	Goel Isha Colonisers Private Limited	140	Mohak Tours and Travels Private Limited
90	Green Earth Promoters Private Limited	141	Motto Developers Private Limited
91	Gurmeet Builders Private Limited	142	NAFHIL Gujrat Homes Limited
92	Havish Buildcon Private Limited	143	Nakul Technobuild Private Limited
93	Hina Technobuild Private Limited	144	Naptune Technobuild Projects Private Limited
94	Hitech Hotels Private Limited	145	National Affordable Housing and Infrastructure Limited (up to 07.08.2014)
95	Hriday Hitech Builders Private Limited	146	Natraj Colonisers Private Limited
96	Indrasan Developers Private Limited	147	Naveenraj Realtors Private Limited
97	Inesh Buildcon Private Limited	148	Neegar Developers Private Limited
98	Inesh Developers Private Limited	149	New Horizons Township Developers Private Limited
99	Inqalab Builders Private Limited	150	Nikunj Infrabuild Private Limited
100	Interactive Buildtech Private Limited	151	NJS Developers Private Limited
101	Istuti Realcon Private Limited	152	Obalesh Buildcon Private Limited
102	Jagat Buildtech Private Limited	153	Omaxe Affordable Homes Private Limited
103	Jai Bhoomi Projects Limited	154	Omaxe Bihar Affordable Housing Private Limited
104	Jai Dev Colonisers Private Limited	155	Omaxe Chhattisgarh Affordable Housing Private Limited
105	Jalesh Builders And Developers Private Limited	156	Omaxe Foundation (Regd.)
106	Jayant Buildhome Private Limited	157	Omaxe Global Trading Corporation Private Limited
107	Jishnu Buildcon Private Limited	158	Omaxe Hotels Limited
108	Jitenjay Realtors Private Limited	159	Omaxe Housing And Commercial Projects Limited
109	Jivish Colonisers Private Limited	160	Omaxe Infrastructure Development Private Limited
110	JSM Enterprises Private Limited	161	Omaxe Madhya Pradesh Affordable Housing Private Limited
111	Kalp Buildtech Private Limited	162	Omaxe Orissa Developers Limited
112	Kamini Builders And Promoters Private Limited		
113	Kanak Buildhome Private Limited		
114	Kanha Logistics Private Limited		

163	Omaxe Pragati Maidan Exhibition Limited
164	Omaxe Punjab Affordable Housing Private Limited
165	Omaxe Rajasthan Affordable Housing Private Limited
166	Omaxe Realtors Private Limited
167	Omaxe Retail Limited
168	Omaxe Uttar Pradesh Affordable Housing Private Limited
169	P N Buildcon Private Limited
170	Paradise On Earth Properties Private Limited
171	Parjit Realtors Private Limited
172	Prabal Developers Private Limited
173	Praveen Buildcon Private Limited
174	Praveen Mehta Builders Private Limited
175	PSJ Developers Private Limited
176	Puru Builders Private Limited
177	Radhika Buildwell Private Limited
178	Rahi Transport Private Limited
179	Ramneesh Builders Private Limited
180	Ramniya Estate Developers Private Limited
181	Raveendeeep Colonisers Private Limited
182	Renown Estate Developers Private Limited
183	Rishit Buildcon Private Limited
184	Rocky Valley Resorts Private Limited
185	Rockyard Properties Private Limited
186	Rohak Builders Private Limited
187	Ryhme Propbuild Private Limited
188	Saamit Realtors Private Limited
189	Sakal Agrotech Private Limited
190	Sandeep Landcon Private Limited
191	Sandeep Township Private Limited
192	Sangupt Developers Private Limited
193	Sanjit Realtors Private Limited
194	Sankalp Realtors Private Limited
195	Sanya Realtors Private Limited
196	Sapphire Township and Developers Private Limited
197	Savin Realtors Private Limited
198	Sentinent Properties Private Limited
199	Shalin Buildwell Private Limited
200	Shantiniwas Developers Private Limited
201	Shardul Builders Private Limited
202	Shashank Buildhome Private Limited
203	Shikhar Landcon Private Limited
204	Shining Home Infrastructure Private Limited
205	Shivkripa Buildhome Private Limited
206	LB Circle India Private Limited (Formerly known as Shrey Technobuild Private Limited)
207	Shreyas Buildhome Private Limited
208	Singdeep Estate Developers Private Limited
209	Smart Buildhome Private Limited
210	Snehal Buildcon Private Limited
211	SNJ Builders Private Limited
212	Source Developers Private Limited

213	Spike Developers Private Limited
214	Starex Projects Private Limited
215	Starshine Hotels Private Limited
216	Starshine Realtors Private Limited
217	Stepping Stone Buildhome Private Limited
218	Stronghold Properties Private Limited
219	Subodh Buildwell Private Limited
220	Sukhversa Properties Private Limited
221	Sumedha Builders Private Limited
222	Sunlife Properties Private Limited
223	Sunrise Township Private Limited
224	Sunshine Buildtech Private Limited
225	Sunview Township Private Limited
226	Swapan Sunder Township Developers Private Limited
227	Swapnil Buildhome Private Limited
228	Swarg Sukh Buildhome Private Limited
229	Swarn Bhumi Buildhome Private Limited
230	Tariq Infrabuild Private Limited
231	Taru Buildcon Private Limited
232	The International Omaxe Construction Limited
233	True Dreams Developers Private Limited
234	True Estate Build Developers Private Limited
235	True Gem Tech Developers Private Limited
236	Tushar Landcon Private Limited
237	Udal Properties Private Limited
238	Umang Buildcon Private Limited
239	Vaibhav Technobuild Private Limited
240	Vaman Buildhome Private Limited
241	Veenish Realtors Private Limited
242	Veer Buildhome Private Limited
243	Versatile Buildhome Private Limited
244	VGSG Realtors Private Limited
245	Vimsan Realtors Private Limited
246	Vineera Colonisers Private Limited
247	Vingar Developers Private Limited
248	Vishishth Buildhome Private Limited
249	VSG Builders Private Limited
250	M/s J.B. Goel & Family ( HUF)
251	M/s Rohtas Goel (HUF)
252	M/s Sunil Goel ( HUF)

#### VII Key managerial personnel

1	Mr. Rohtas Goel
2	Mr. Sunil Goel
3	Mr. Jai Bhagwan Goel
4	Mr. Mohit Goel
5	Mr. Vimal Gupta
6	Mr. Venkat Rao
7	Ms. Vijayalaxmi

#### VIII Relatives of key managerial personnel

1	Mrs. Sushma Goel
2	Mr. Nakul Goel

## B. Summary of related parties transactions are as under:

(₹ in mio)

S. No.	Nature of Transaction	Holding Company	Fellow Subsidiaries	100% Subsidiaries	Other Subsidiaries	Step Subsidiaries	Entities over which key managerial personnel and/or their relatives exercise significant influence	Key managerial personnel	Relatives of key managerial personnel	Total
<b>A</b>	<b>Transactions made during the year</b>									
1	Income from real estate projects	-	-	21.41	-	-	82.59	-	-	104.00
		(-)	(-)	(22.47)	(-)	(-)	(29.28)	(36.72)	(-)	(88.47)
2	Income from construction contracts	-	-	379.92	-	-	-	-	-	379.92
		(-)	(-)	(503.10)	(-)	(-)	(-)	(-)	(-)	(503.10)
3	Income from trading goods	-	-	167.98	-	-	-	-	-	167.98
		(-)	(-)	(24.75)	(-)	(-)	(-)	(-)	(-)	(24.75)
4	Lease rent received	0.12	0.12	0.41	0.07	0.11	0.10	-	-	0.93
		(0.52)	(0.12)	(0.41)	(0.07)	(0.11)	(0.32)	(-)	(-)	(1.55)
5	Interest income	-	0.68	177.68	-	-	0.92	-	-	179.28
		(-)	(0.70)	(73.64)	(-)	(-)	(0.95)	(-)	(-)	(75.29)
6	Dividend paid	58.62	4.46	-	-	-	0.01	4.59	1.20	68.88
		(87.42)	(6.25)	(-)	(-)	(-)	(0.02)	(6.43)	(1.68)	(101.80)
7	Sale of fixed assets	-	-	0.90	-	-	-	-	-	0.90
		(-)	(-)	(0.66)	(-)	(-)	(-)	(-)	(-)	(0.66)
8	Land, development & other rights purchased	-	-	1,644.97	-	-	(8.09)	-	-	1,636.88
		(-)	(-)	(-)	(-)	(0.03)	(791.73)	(-)	(-)	(791.76)
9	Building material purchased	-	-	0.02	-	-	-	-	-	0.02
		(-)	(-)	(1.60)	(-)	(-)	(-)	(-)	(-)	(1.60)
10	Construction cost	-	-	2,510.49	-	-	-	-	-	2,510.49
		(-)	(-)	(2,947.53)	(-)	(-)	(-)	(-)	(-)	(2,947.53)
11	Interest cost	39.21	-	-	-	26.49	22.93	-	-	88.63
		(17.95)	(-)	(-)	(-)	(78.31)	(-)	(-)	(-)	(96.26)
12	Reimbursement of finance charges	-	-	99.44	-	-	-	-	-	99.44
		(-)	(-)	(9.48)	(-)	(-)	(-)	(-)	(-)	(9.48)
13	Remuneration	-	-	-	-	-	-	68.26	0.60	68.86
		(-)	(-)	(-)	(-)	(-)	(-)	(63.41)	(0.14)	(63.55)
14	Royalty paid	-	-	-	-	-	-	1.00	-	1.00
		(-)	(-)	(-)	(-)	(-)	(-)	(1.00)	(-)	(1.00)
15	Lease rent paid	-	0.96	-	-	-	3.12	-	-	4.08
		(-)	(0.96)	(-)	(-)	(-)	(3.12)	(-)	(-)	(4.08)
16	Hire charges	-	-	-	-	-	-	-	-	-
		(-)	(-)	(0.17)	(-)	(-)	(-)	(-)	(-)	(0.17)
17	Recovery of finance cost	-	-	412.75	-	-	-	-	-	412.75
		(-)	(-)	(313.38)	(-)	(-)	(-)	(-)	(-)	(313.38)
18	Donation made	-	-	-	-	-	7.30	-	-	7.30
		(-)	(-)	(-)	(-)	(-)	(7.20)	(-)	(-)	(7.20)
19	Investments made	-	-	58.50	284.93	-	-	-	-	343.43
		(-)	(-)	(84.50)	(0.38)	(-)	(-)	(-)	(-)	(84.88)
20	Share purchased	-	-	-	-	-	-	1.04	0.14	1.18
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
21	Investments sold	-	-	1,526.84	-	-	-	-	-	1,526.84
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)

22	Lease security refunded	-	-	-	-	-	-	-	-	-
		(0.18)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(0.18)
23	Lease security received back	-	<b>14.00</b>	-	-	-	<b>30.05</b>	-	-	<b>44.05</b>
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
24	Loan given (net)	-	-	<b>240.91</b>	-	-	-	-	-	<b>240.91</b>
		(-)	(-)	(867.88)	(-)	(-)	(-)	(-)	(-)	(867.88)
25	Loan received (net)	<b>(23.20)</b>	<b>(36.87)</b>	-	-	<b>(190.61)</b>	-	<b>12.65</b>	-	<b>(238.03)</b>
		(23.20)	(36.87)	(-)	(-)	(-140.59)	(-)	(93.13)	(-)	(12.61)
26	Bank guarantees given	-	-	<b>37.60</b>	<b>147.73</b>	<b>30.94</b>	-	-	-	<b>216.27</b>
		(-)	(-)	(67.03)	(1.00)	(29.30)	(-)	(-)	(-)	(97.33)
27	Bank guarantees matured	-	-	<b>45.00</b>	<b>17.17</b>	<b>1.10</b>	-	-	-	<b>63.27</b>
		(-)	(-)	(58.91)	(-)	(-)	(0.05)	(-)	(-)	(58.96)
<b>B</b>	<b>Closing balances</b>									
1	Investments	-	-	<b>2,216.47</b>	<b>286.25</b>	-	-	-	-	<b>2,502.72</b>
		(-)	(-)	(3,553.84)	(125.93)	(-)	(-)	(-)	(-)	(3,679.77)
2	Trade receivables	-	-	<b>7.95</b>	-	-	<b>45.74</b>	-	-	<b>53.69</b>
		(-)	(-)	(190.88)	(-)	(-)	(26.90)	(-)	(-)	(217.78)
3	Other receivables	-	-	-	-	-	-	-	-	-
		(-)	(-)	(-)	(175.23)	(-)	(-)	(-)	(-)	(175.23)
4	Loans & advances recoverable	-	-	<b>7,301.49</b>	<b>215.57</b>	<b>10.17</b>	<b>351.16</b>	-	-	<b>7,878.39</b>
		(-)	(-)	(6,592.03)	(443.30)	(4.47)	(443.13)	(-)	(-)	(7,482.93)
5	Lease security recoverable	-	-	-	-	-	-	-	-	-
		(-)	(14.00)	(-)	(-)	(-)	(30.05)	(-)	(-)	(44.05)
6	Trade payables	-	-	<b>380.44</b>	-	-	<b>97.08</b>	-	-	<b>477.52</b>
		(-)	(-)	(213.14)	(-)	(-)	(374.59)	(-)	(-)	(587.73)
7	Advances/balance outstanding	<b>7.04</b>	-	<b>383.78</b>	<b>133.25</b>	<b>2,223.05</b>	<b>27.38</b>	<b>99.26</b>	<b>0.04</b>	<b>2,873.80</b>
		(45.18)	(-)	(2,265.21)	(19.78)	(789.17)	(44.18)	(108.41)	(0.05)	(3,271.98)
8	Loans received outstanding	<b>200.00</b>	-	-	-	<b>59.07</b>	-	<b>105.78</b>	-	<b>364.85</b>
		(223.20)	(36.87)	(-)	(-)	(249.68)	(-)	(93.13)	(-)	(602.88)
9	Lease security payable	<b>0.03</b>	<b>0.03</b>	-	-	-	-	-	-	<b>0.06</b>
		(0.03)	(0.03)	(-)	(-)	(-)	(-)	(-)	(-)	(0.06)
10	Bank guarantees	-	-	<b>141.46</b>	<b>151.34</b>	<b>78.21</b>	<b>0.10</b>	-	-	<b>371.11</b>
		(-)	(-)	(145.81)	(23.82)	(48.38)	(0.10)	(-)	(-)	(218.11)
11	Corporate guarantees	-	-	<b>431.05</b>	-	-	-	-	-	<b>431.05</b>
		(-)	(-)	(391.33)	(-)	(-)	(-)	(-)	(-)	(391.33)

Figures in bracket represent those of previous year.

Particulars of transactions in excess of 10% of the total related party transactions and their balance at year end:

S. No.	Name of Related Party	(₹ in mio)															
		Holding Company		Fellow Subsidiaries		100% Subsidiaries		Other Subsidiaries		Step Subsidiaries		Entities over which key managerial personnel and / or their relatives exercise significant influence		Key managerial personnel		Relatives of key managerial personnel	
		Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	
<b>A</b>	<b>Transactions made during the year</b>																
1	<b>Income from real estate projects</b>																
	Oasis Township Private Limited			21.12	28.42												
	Deepsing Realtors Private Limited											14.10					
	Devgar Estate Developers Private Limited											12.16					
	Manwal Colonisers Private Limited											10.27					
	Motto Developers Private Limited											8.50					
	Spike Developers Private Limited											18.00	24.63				
2	<b>Income from construction contracts</b>																
	Omaxe Forest Spa and Hills Developers Limited			379.92	503.10												
3	<b>Income from trading goods</b>																
	Jagdamba Contractors and Builders Limited			106.13	8.11												
	Volvo Properties Private Limited			61.86	16.64												
4	<b>Lease rent received</b>																
	Guild Builders Private Limited	0.12	0.52														
	Dream Home Developers Private Limited					0.12	0.12										
	Omaxe Power Private Limited			0.06	0.06												
	Omaxe Forest Spa and Hills Developers Limited			0.12	0.12												
	Robust Buildwell Private Limited					0.04	0.04										
	Rivaj Infratech Private Limited					0.04	0.04										
	Bhanu Infrabuild Private Limited									0.04	0.04						
	Omaxe India Trade Centre Private Limited															0.04	0.04



S. No.	Name of Related Party	Holding Company		Fellow Subsidiaries		100% Subsidiaries		Other Subsidiaries		Step Subsidiaries		Entities over which key managerial personnel and / or their relatives exercise significant influence		Key managerial personnel		Relatives of key managerial personnel			
		Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	
	S N Realtors Private Limited																		
	Omaxe Retail Limited																		
5	<b>Interest income</b>																		
	Hansa Properties Private Limited		0.68		0.70														
	Jagdamba Contractors and Builders Limited			99.53	64.45														
	Volvo Properties Private Limited			42.12	9.19														
	Garv Buildtech Private Limited			36.03															
	Buildwell Builders Private Limited											0.92	0.95						
6	<b>Dividend paid</b>																		
	Guild Builders Private Limited	58.62	87.42																
	Dream Home Developers Private Limited		4.46		6.25														
	Rohitas Goel													1.37	1.92				
	Sushma Goel																		
	Sunil Goel																		
	Jai Bhagwan Goel																		
	Rohitas Goel(HUF)																		
	Sunil Goel(HUF)																		
7	<b>Sale of fixed assets</b>																		
	Jagdamba Contractors and Builders Limited			0.90	0.66														
8	<b>Land, development &amp; other rights purchased</b>																		
	Omaxe Chandigarh Extension Developers Private Limited			1,644.97															
9	<b>Building material purchased</b>																		
	Omaxe Buildhome Limited			0.02															
10	<b>Construction cost</b>																		
	Volvo Properties Private Limited			318.73	423.73														

S. No.	Name of Related Party	Holding Company		Fellow Subsidiaries		100% Subsidiaries		Other Subsidiaries		Step Subsidiaries		Entities over which key managerial personnel and / or their relatives exercise significant influence		Key managerial personnel		Relatives of key managerial personnel	
		Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014
	Jagdamba Contractors and Builders Limited					2,191.76	2,523.80										
11	<b>Interest cost</b>																
	Guild Builders Private Limited	39.21	17.95														
	Omaxe India Trade Centre Private Limited									26.49	78.31						
	Kashish Buildtech Private Limited											13.37					
	Kamini Builders & Promoters Private Limited											5.09					
	Shikhar Landcon Private Limited											4.47					
12	<b>Reimbursement of Finance Charges</b>																
	Omaxe Buildhome Limited					46.81	4.24										
	Omaxe Chandigarh Extension Developers Private Limited					52.63	5.24										
13	<b>Remuneration</b>																
	Rohtas Goel													34.10	45.10		
	Sunil Goel													15.60	8.40		
	Jai Bhagwan Goel													8.40	9.91		
	Nakul Goel															0.60	0.14
14	<b>Royalty paid</b>																
	Rohtas Goel													1.00	1.00		
15	<b>Lease rent paid</b>																
	Hansa Properties Private Limited			0.96	0.96												
	Buildwell Builders Private Limited											0.72	0.72				
	Dwarkadish Land & Farms Private Limited											1.20	1.20				
	Sukhversa Properties Private Limited											1.20	1.20				
16	<b>Recovery of finance cost</b>																
	Garv Buildtech Private Limited					392.60	208.93										
17	<b>Donation made</b>																
	Omaxe Foundation (Regd.)											1.30	1.20				
	Maa Omwati Education Trust											6.00	6.00				

S. No.	Name of Related Party	Holding Company		Fellow Subsidiaries		100% Subsidiaries		Other Subsidiaries		Step Subsidiaries		Entities over which key managerial personnel and / or their relatives exercise significant influence		Key managerial personnel		Relatives of key managerial personnel	
		Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	
18	<b>Investment made</b>																
	Jagdamba Contractors and Builders Limited			49.50													
	Volvo Properties Private Limited			9.00													
	Robust Buildwell Private Limited					284.93											
19	<b>Share purchased</b>																
	Mohit Goel												0.90				
	Sushma Goel														0.05		
	Seema Goel														0.05		
	Rekha Goel														0.05		
20	<b>Investment Sold</b>																
	Omaxe Forest Spa & Hills Developers Limited			1,400.00													
21	<b>Lease security received back</b>																
	Hansa Properties Private Limited				14.00												
	Buildwell Builders Private Limited									19.05							
	Sukhversa Properties Private Limited									6.00							
	Dwarkadish Farms & Land Private Limited									5.00							
22	<b>Loan given (net)</b>																
	Jagdamba Contractors and Builders Limited			201.46	211.80												
	Volvo Properties Private Limited			105.98	206.08												
23	<b>Loan received (net)</b>																
	Guild Builders Private Limited	(23.20)	23.20							(190.61)							
	Omaxe India Trade Centre Private Limited																
	Rohas Goel													(0.50)		75.49	
	Sunil Goel													15.10		12.99	
	Jai Bhagwan Goel													2.55			
	Dream Home Developers Private Limited				(36.87)		36.87										

S. No.	Name of Related Party	Holding Company		Fellow Subsidiaries		100% Subsidiaries		Other Subsidiaries		Step Subsidiaries		Entities over which key managerial personnel and / or their relatives exercise significant influence		Key managerial personnel		Relatives of key managerial personnel		
		Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015
24	<b>Bank guarantees given</b>																	
	Jagdamba Contractors and Builders Ltd.			5.25														
	Omaxe Buildhome Limited			32.15	14.25													
	Robust Buildwell Private Limited					147.73												
	S.N. Realtors Private Limited							28.84	29.30									
25	<b>Bank guarantees matured</b>																	
	Omaxe Buildhome Limited			41.80														
	Robust Buildwell Private Limited			-		17.17												
	Omaxe India Trade Centre Private Limited							1.00										
<b>B</b>	<b>Closing Balances</b>																	
1	<b>Investments</b>																	
	Omaxe Buildhome Limited			249.67														
	Robust Buildwell Private Limited					285.25												
	Omaxe Forest Spa and Hills Developers Limited			1,419.05	1,419.14													
2	<b>Trade receivables</b>																	
	Oasis Township Private Limited			7.95	25.30													
	Spike Developers Private Limited												18.90	23.49				
	Deeping Realtors Private Limited												13.01					
	Manwal Colonisers Private Limited												10.22					
3	<b>Loans &amp; advances recoverable</b>																	
	Garv Buildtech Private Limited			4,046.31	1,371.87													
	Eden Buildcon Limited			745.05	745.05													
	Sri Balaji Green Heights Private Limited					31.41												
	Robust Buildwell Private Limited					173.66	305.45											
	S N Realtors Private Limited							9.41	4.47									
	Arijit Builders Private Limited												97.73	97.73				
	Omaxe Realtors Private Limited												39.02					
	Kashish Buildtech Private Limited												61.36					

S. No.	Name of Related Party	Holding Company		Fellow Subsidiaries		100% Subsidiaries		Other Subsidiaries		Step Subsidiaries		Entities over which key managerial personnel and / or their relatives exercise significant influence		Key managerial personnel		Relatives of key managerial personnel	
		Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	
4	<b>Trade payables</b>																
	Jagdamba Contractors and Builders Limited			319.87	186.01												
	Volvo Properties Private Limited			60.57	27.00												
	Shikhar Landcon Private Limited											24.13	51.52				
	Kamini Builders And Promoters Private Limited											26.41	86.72				
	Kashish Buildtech Private Limited											46.54	236.15				
5	<b>Advances/balance outstanding</b>																
	Guild Builders Private Limited	7.04	45.18														
	Omaxe Housing And Developers Limited			64.26													
	Primordial Buildcon Private Limited			56.18													
	Omaxe Infrastructure Limited			244.05													
	Robust Buildwell Private Limited						19.78	19.78									
	Rivaj Infratech Private Limited						113.47										
	Starex Projects Private Limited											26.67	26.67				
	Omaxe India Trade Centre Private Limited									850.00	750.00						
	Satvik Hitech Builders Private Limited									1,373.05	1,373.24						
	Rohtas Goel													95.62	100.28		
	Nakul Goel															0.04	0.05
6	<b>Loans received outstanding</b>																
	Guild Builders Private Limited	200.00	223.20														
	Omaxe India Trade Centre Private Limited									59.07	249.68						
	Rohtas Goel															70.49	75.49
	Sunil Goel															28.09	12.99
7	<b>Lease security payable</b>																
	Guild Builders Private Limited	0.03	0.03														

S. No.	Name of Related Party	Holding Company		Fellow Subsidiaries		100% Subsidiaries		Other Subsidiaries		Step Subsidiaries		Entities over which key managerial personnel and / or their relatives exercise significant influence		Key managerial personnel		Relatives of key managerial personnel	
		Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014
	Dream Home Developers Private Limited			0.03	0.03												
8	<b>Bank guarantees</b>																
	Omaxe Forest Spa and Hills Developers Limited			83.44	83.44												
	Omaxe Buildhome Limited			36.80	46.45												
	S.N. Realtors Private Limited								77.06	48.23							
	Omaxe Retail Limited											0.10	0.10				
9	<b>Corporate guarantees</b>							150.34	19.78								
	Jagdamba Contractors and Builders Limited			320.42	327.12												
	Omaxe Chandigarh Extension Developers Private Limited			50.00													

42. The company has regrouped / reclassified previous year figures where necessary to conform to with current year's classification. The note no. 1-42 referred to above form an integral part of financial statements.

As per our audit report of even date attached

For and on behalf of For and on behalf of board of directors

**Doogar & Associates**  
(Regn. No. -000561N)  
Chartered Accountants

Sd/-  
**M.K. Doogar**  
Partner  
M. No. 80077

Sd/-  
**Rontas Goel**  
DIN: 00003735  
Chairman and Managing Director

Sd/-  
**Jai Bhagwan Goel**  
DIN: 00075886  
Director

Sd/-  
**Vijayalaxmi**  
Chief Operating Officer

Place: New Delhi  
Date: 28<sup>th</sup> May, 2015

Sd/-  
**Vimal Gupta**  
Chief Financial Officer

Sd/-  
**Venkat Rao**  
Company Secretary

# Independent Auditor's Report

## To the Members of Omaxe Limited

### Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **Omaxe Limited** ("the Holding Company"), and its subsidiaries (the holding company and its subsidiaries together referred to as "the Group") comprising of the consolidated Balance Sheet as at 31 March 2015, the consolidated Statement of Profit and Loss, the consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

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

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the Companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

### Auditor's Responsibility

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the holding company has an adequate internal financial controls system over financial reporting in place and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in sub paragraph (a) of Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

### Opinion

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 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 as at 31 March 2015, and their consolidated profit and their consolidated cash flows for the year ended on that date.

### Other Matters

- a) We did not audit the financial statements / financial information of 76 subsidiaries, whose financial statements / financial information reflect total assets of ₹ 3,595.76 mio as at 31<sup>st</sup> March, 2015, total revenues of ₹ 69.44 mio and net cash flows amounting to ₹ 3.79 mio for the year ended on that date, as considered in the consolidated financial statements. These financial statements / financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our reports in terms of sub-sections (3) and (11) of Section 143 of the Act, insofar as it relates to the aforesaid subsidiaries, is based solely on the reports of the other auditors.
- b) We did not audit the financial statements/ financial information of one subsidiary namely Rohtas Holdings (Gulf) Limited (consolidated), whose financial statements/ financial information reflect total assets of

₹ 254.63 mio as at March 31, 2015, total revenues of ₹ 0.00 mio and net cash flows amounting to ₹ (0.03) mio for the year ended on that date, as considered in the consolidated financial statements. These financial statements/ financial information are unaudited and have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, and our report in terms of sub-section (3) and (11) of section 143 of the Act in so far as it relates to the aforesaid subsidiary, is based solely on such unaudited financial statements/ financial information. In our opinion and according to the information and explanations given to us by the Management, these financial statements/ financial information are not material to the Group.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements / financial information certified by the Management.

#### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, based on the comments in the auditor's reports of the Holding company and Subsidiary companies incorporated in India, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose 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 and the reports of the other auditors.
  - (c) The consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the consolidated Cash Flow Statement dealt with by this Report are
    - (d) 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 Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
    - (e) On the basis of the written representations received from the directors of the Holding Company as on 31<sup>st</sup> March, 2015 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group Companies incorporated in India is disqualified as on 31<sup>st</sup> March, 2015 from being appointed as a director in terms of Section 164(2) of the Act.
    - (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
      - i) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group—Refer note no.25, 30, 31, 32 to the consolidated financial statements.
      - ii) The Group did not have any long term contracts including derivative contracts for which there were any foreseeable losses.
      - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its Subsidiary Companies incorporated in India.

For **Doogar & Associates**  
Chartered Accountants  
Firm's Reg. No. 000561N

Sd/-  
**M. K. Doogar**  
Partner  
M.No. 80077

Place of Signature: New Delhi  
Date: 28<sup>th</sup> May, 2015



## ANNEXURE TO THE AUDITOR'S REPORT

(Referred to in paragraph 1 under report on Other Legal and Regulatory Requirements of our report of even date to the members of Omaxe Limited on the Consolidated Financial Statements for the year ended March 31<sup>st</sup>, 2015)

- i. a. The Group has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b. The fixed assets have been physically verified by the management of group at the reasonable intervals, which in our opinion, is considered reasonable having regard to the size of the Group and the nature of its assets. No material discrepancies were noticed on such verification.
- ii. a. The inventory includes land, completed real estate projects, projects in progress, construction material, development and other rights in identified land. Physical verification of inventory have been conducted at reasonable intervals by the management of the group.
- b. The procedures of physical verification of inventories followed by the group are reasonable and adequate in relation to the size of the Group and nature of its business
- c. The Group has maintained proper records of inventory. As explained to us, there were no material discrepancies noticed on physical verification of inventory as compared to the book records.
- iii. The group has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
- iv. In our opinion and according to the information and explanations given to us, there exists an adequate internal control system commensurate with the size of the Group and the nature of its business with regard to purchases of inventory, fixed assets and with regard to the sale of goods and services. During the course of our audit, we have neither observed nor have been informed of any continuing failure to correct major weaknesses in internal control system in respect of these areas.
- v. In our opinion and according to the information and explanations given to us, the group has accepted deposits, in respect of which, directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and rules framed there under, to the extent applicable, have been complied with.
- vi. According to the information and explanations given to us, the cost records have been maintained by the group pursuant to section 148 (1) of the Companies Act 2013 and are of the opinion that, prima facie, the prescribed cost records have been made and maintained, however, we have not made a detailed examination of such cost records.
- vii. a. According to the information and explanations given to us, the Group is generally regular, except for delays in certain cases, in depositing with the appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues applicable to it and there are no undisputed amounts payable in respect of these dues which have remained outstanding as at March 31, 2015 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, wealth tax, service tax, duty of customs, duty of excise, value added tax and cess which have not been deposited as on March 31, 2015 on account of any dispute except the followings:-

Name of Statutes	Nature of Dues	Financial Year to which the matter pertains	Forum where dispute is pending	Amount Outstanding (₹ in mio)
<b>Omaxe Limited</b>				
Income Tax Act, 1961	Income Tax	2006-07	Income Tax Appellate Tribunal, New Delhi	114.45
Income Tax Act, 1961	Income Tax	2008-09	Commissioner of Income Tax(A), New Delhi	145.42
Income Tax Act, 1961	Income Tax	2009-10	Commissioner of Income Tax(A), New Delhi	129.39
Income Tax Act, 1961	Tax Deduction at Source	2012-13	Commissioner of Income Tax(A), New Delhi	0.77
Income Tax Act, 1961	Income Tax	2007-08	Commissioner of Income Tax(A), New Delhi	320.96

U.P. VAT Act, 2008	Sales Tax	Jan 2007- March 2008	Commercial Tax Tribunal, Noida	0.63
U.P. VAT Act, 2008	Sales Tax	2010-11	Commercial Tax Tribunal, Noida	0.38
UTT Vat Act, 2005	Sales Tax	2009-10	Deputy Commissioner, Rudrapur	0.49
Delhi VAT ACT, 2005	Sales Tax	2005-06	Joint/ Deputy Commissioner of Trade & Taxes	43.94
Jammu & Kashmir General Sales Tax Act, 1962	Sales Tax	2003-04	Appellate Authority of the Jammu & Kashmir General Sales Tax Act, 1962	0.09
Jammu & Kashmir General Sales Tax Act, 1962	Sales Tax	2004-05	Appellate Authority of the Jammu & Kashmir General Sales Tax Act, 1962	0.29
Finance Act, 1994	Service Tax	2003-04 to 2007-08	Customs, Excise and Service Tax Appellate Tribunal, New Delhi	29.17
<b>Navratan Techbuild Private Limited</b>				
Income Tax Act, 1961	Income Tax	2009-10	Commissioner of Income Tax(A), New Delhi	3.37
<b>Omaxe Buildhome Limited</b>				
Income Tax Act, 1961	Income Tax	2011-12	Commissioner of Income Tax(A), New Delhi	0.46
U.P. VAT Act, 2008	Sales Tax	Jan -March 2008	Commercial Tax Tribunal, Noida	0.48
U.P. VAT Act, 2008	Sales Tax	2008-09	Commercial Tax Tribunal, Noida	1.96
U.P. VAT Act, 2008	Sales Tax	2009-10	Commercial Tax Tribunal, Noida	1.34
U.P. VAT Act, 2008	Sales Tax	2010-11	Commercial Tax Tribunal, Noida	0.82
U.P. VAT Act, 2008	Sales Tax	2011-12	Commercial Tax Tribunal, Noida	0.05
<b>Omaxe Forest SPA and Hills Developers Limited</b>				
Income Tax Act, 1961	Income Tax	2010-11	Commissioner of Income Tax(A), New Delhi	0.45
Income Tax Act, 1961	Income Tax	2011-12	Commissioner of Income Tax(A), New Delhi	0.47
<b>Pancham Realcon Private Limited</b>				
U.P. Trade Tax Act , 1948	Sales Tax	March 31,2012	Additional Commissioner Grade-II (Appeal-3) Trade Tax Allahabad	0.21

- c. According to the information and explanation given to us, the amount required to be transferred by Group to investor education and protection fund in accordance with the relevant provisions of Companies Act, 1956 and rules made there under has been transferred to such fund within time.
- viii. The Group does not have any accumulated losses as at March 31, 2015 and has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- ix. In our opinion and according to the information and explanations given to us, the Group has not defaulted in repayment of dues to Bank, Financial Institution and debenture holders as at the balance sheet date.
- x. According to the information and explanations given to us, the Group has not given any guarantee for loan taken by others from banks or financial institutions.
- xi. According to the information and explanation given to us and records examined by us, the term loans have generally been applied for the purpose for which they were raised.
- xii. During the course of audit carried out and according to the information and explanations given to us, no fraud on or by the Group has been noticed or reported during the year.

For **Doogar & Associates**  
Chartered Accountants  
Firm's Reg. No. 000561N

Sd/-  
**M. K. Doogar**  
Partner  
M.No. 80077

Place of Signature: New Delhi  
Date: 28<sup>th</sup> May, 2015

# Consolidated Balance Sheet as at March 31, 2015

(₹ in mio)

Particulars	Note No.	As at March 31, 2015	As at March 31, 2014
<b>I. EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
Share capital	1	4,329.01	4,329.01
Reserves and surplus	2	17,936.51	17,457.25
		22,265.52	21,786.26
<b>Minority Interest</b>		94.10	3.28
<b>Non-current liabilities</b>			
Long term borrowings	3	4,560.67	3,273.16
Other long term liabilities	4	2,740.52	2,880.55
Long term provisions	5	148.72	148.49
		7,449.91	6,302.20
<b>Current liabilities</b>			
Short-term borrowings	6	2,209.09	3,202.15
Trade payables	7	8,590.48	7,613.70
Other current liabilities	8	28,169.17	25,299.13
Short term provisions	5	300.83	323.36
		39,269.57	36,438.34
<b>TOTAL</b>		<b>69,079.10</b>	<b>64,530.08</b>
<b>II. ASSETS</b>			
<b>Non-current assets</b>			
Fixed assets	9		
Tangible assets		435.02	553.53
Intangible assets		18.33	22.77
Capital work-in-progress		0.19	1.29
Intangible assets under development		1.45	0.88
		454.99	578.47
Goodwill (net of capital reserve) on consolidation		730.62	731.93
Non-current investments	10	204.76	154.76
Deferred tax assets (net)	11	145.01	96.34
Long term loans and advances	15	2,294.81	3,090.42
Other non-current assets	16	295.36	323.62
		4,125.55	4,975.54
<b>Current assets</b>			
Current investments	10	-	0.99
Inventories	12	44,714.19	38,363.81
Trade receivables	13	7,699.50	8,655.16
Cash and bank balances	14	2,405.10	2,431.54
Short term loans and advances	15	5,276.50	5,516.94
Other current assets	16	4,858.26	4,586.10
		64,953.55	59,554.54
<b>TOTAL</b>		<b>69,079.10</b>	<b>64,530.08</b>
Significant accounting policies Notes on financial statements	A 1-44		

The notes referred to above form an integral part of financial statements.

As per our audit report of even date attached

For and on behalf of                      For and on behalf of board of directors

**Doogar & Associates**  
(Regn. No. -000561N)  
Chartered Accountants

Sd/-  
**M.K. Doogar**  
Partner  
M. No. 80077

Sd/-  
**Rohtas Goel**  
DIN: 00003735  
Chairman and Managing Director

Sd/-  
**Jai Bhagwan Goel**  
DIN: 00075886  
Director

Sd/-  
**Vijayalaxmi**  
Chief Operating Officer

Place: New Delhi  
Date: 28<sup>th</sup> May, 2015

Sd/-  
**Vimal Gupta**  
Chief Financial Officer

Sd/-  
**Venkat Rao**  
Company Secretary

## Consolidated Statement of Profit and Loss for the year ended March 31, 2015

(₹ in mio)

Particulars	Note No.	Year ended March 31, 2015	Year ended March 31, 2014
<b>Revenue</b>			
Revenue from operations	17	14,310.85	16,231.25
Other income	18	341.57	303.26
<b>Total Revenue</b>		<b>14,652.42</b>	<b>16,534.51</b>
<b>Expenses</b>			
Cost of material consumed, construction & other related project cost	19	20,081.22	13,953.43
Changes in inventories of finished stock & projects in progress	20	(9,760.10)	(2,078.35)
Employee benefits expense	21	606.32	695.70
Finance costs	22	1,435.17	1,305.77
Depreciation and amortization expense	9	144.26	98.68
Other expenses	23	1,043.65	1,403.88
<b>Total Expenses</b>		<b>13,550.52</b>	<b>15,379.11</b>
<b>Profit before tax</b>		<b>1,101.90</b>	<b>1,155.40</b>
Tax expense:			
Current tax		417.77	404.22
Tax/Mat adjustments for earlier years		129.41	(8.04)
Deferred tax charge/(credit)		(43.67)	(26.85)
MAT credit		(0.00)	(0.05)
		<b>503.51</b>	<b>369.28</b>
Minority adjustment		(2.29)	0.92
<b>Profit for the year</b>		<b>600.68</b>	<b>785.20</b>
Earnings per equity share-Basic & diluted (in ₹) (Face value of ₹ 10 each)	24	3.27	4.29
Significant accounting policies Notes on financial statements	A 1-44		

The notes referred to above form an integral part of financial statements.

As per our audit report of even date attached

For and on behalf of **Doogar & Associates**  
(Regn. No. -000561N)  
Chartered Accountants

For and on behalf of board of directors

Sd/-  
**M.K. Doogar**  
Partner  
M. No. 80077

Sd/-  
**Rohtas Goel**  
DIN: 00003735  
Chairman and Managing Director

Sd/-  
**Jai Bhagwan Goel**  
DIN: 00075886  
Director

Sd/-  
**Vijayalaxmi**  
Chief Operating Officer

Place: New Delhi  
Date: 28<sup>th</sup> May, 2015

Sd/-  
**Vimal Gupta**  
Chief Financial Officer

Sd/-  
**Venkat Rao**  
Company Secretary

## Consolidated Cash Flow Statement for the year ended March 31, 2015

(₹ in mio)

Particulars	Year Ended March 31, 2015	Year Ended March 31, 2014
<b>A. <u>Cash flow from operating activities</u></b>		
<b>Profit for the year before tax</b>	<b>1,101.90</b>	<b>1,155.40</b>
Adjustments for :		
Depreciation and amortization expense	210.96	147.81
Interest income	(233.13)	(194.43)
Dividend received	(3.10)	-
Interest and finance charges	4,656.86	4,059.62
Unrealized profit	(43.58)	(33.95)
Transfer from capital reserve	(6.70)	(9.03)
Employee compensation expense	(1.07)	26.94
Bad debts	1.20	3.86
Provision for doubtful trade receivables, deposits and advances	16.16	13.80
Liabilities no longer required written back	(15.15)	(48.00)
Loss/(profit) on sale/ discard of fixed assets	(2.08)	7.98
Profit on sale of investment	(25.71)	-
Decrease in value of current investment	-	0.01
<b>Operating profit before working capital changes</b>	<b>5,656.56</b>	<b>5,130.01</b>
<b>Adjustments for working capital</b>		
Inventories	(6,350.38)	(3,024.77)
Trade receivables	953.29	(3,414.95)
Loans and advances	846.21	(1,352.52)
Other assets	(295.23)	(122.93)
Trade payable and other liabilities	3,160.51	4,509.04
	<b>(1,685.60)</b>	<b>(3,406.13)</b>
<b>Net cash flow from operating activities</b>	<b>3,970.96</b>	<b>1,723.88</b>
Direct tax paid	351.42	334.43
<b>Net cash generated from operating activities (A)</b>	<b>3,619.54</b>	<b>1,389.45</b>
<b>B. <u>Cash flow from investing activities</u></b>		
Purchase of fixed assets (including capital work in progress)	(100.94)	(182.95)
Sale of fixed assets	4.59	7.89

## Consolidated Cash Flow Statement for the year ended March 31, 2015

Purchase of investments	(50.00)	(50.00)
Sale of investments	61.70	165.00
Movement in bank deposits (net)	(330.19)	(10.62)
Goodwill on consolidation	1.31	(0.54)
Minority interest	93.11	(0.17)
Dividend received	3.10	-
Interest received	261.59	177.97
<b>Net cash generated from /(used in) investing activities (B)</b>	<b>(55.73)</b>	<b>106.58</b>
<b>C. Cash flow from financing activities</b>		
Proceeds from issue of preference share capital	-	2,500.00
Dividend and dividend distribution tax paid	(107.08)	(142.15)
Interest and finance charges paid	(4,265.85)	(3,550.54)
Repayment of borrowings	(6,466.14)	(7,532.18)
Proceeds from borrowings	6,930.76	7,205.14
<b>Net cash (used in)/generated from financing activities (C)</b>	<b>(3,908.31)</b>	<b>(1,519.73)</b>
Net increase/(decrease) in cash and cash equivalents (A+B+C)	(344.50)	(23.70)
<b>Opening balance of cash and cash equivalents</b>	<b>1,384.30</b>	<b>1,408.00</b>
<b>Closing balance of cash and cash equivalents</b>	<b>1,039.80</b>	<b>1,384.30</b>

Note: 1 - The above cash flow statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard-3 'Cash Flow Statements'.

Note: 2 - Depreciation includes amount charged to cost of material consumed, construction & other related project cost.

As per our audit report of even date attached

For and on behalf of                      For and on behalf of board of directors  
**Doogar & Associates**  
 (Regn. No. -000561N)  
 Chartered Accountants

Sd/-  
**M.K. Doogar**  
 Partner  
 M. No. 80077

Sd/-  
**Rohtas Goel**  
 DIN: 00003735  
 Chairman and Managing Director

Sd/-  
**Jai Bhagwan Goel**  
 DIN: 00075886  
 Director

Sd/-  
**Vijayalaxmi**  
 Chief Operating Officer

Place: New Delhi  
 Date: 28<sup>th</sup> May, 2015

Sd/-  
**Vimal Gupta**  
 Chief Financial Officer

Sd/-  
**Venkat Rao**  
 Company Secretary

# Notes to the consolidated financial statements

for the year ended 31<sup>st</sup> March, 2015

## A. Significant Accounting Policies

### a. Basis of preparation of financial statements

The financial statements are prepared under historical cost convention, in accordance with the Accounting Principles Generally Accepted in India ('Indian GAAP') and the provisions of the Companies Act, 2013 read with Rule 7 of Companies (Accounts) Rules, 2014 to the extent applicable.

### b. Use of estimates

The preparation of financial statements in conformity with the Generally Accepted Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

### c. Principles of consolidation

The consolidated financial statements relate to Omaxe Limited ('the Parent'), and its subsidiaries (collectively referred to as 'the Group/Company'). The consolidated financial statements have been prepared in accordance with the principles and procedures required for the preparation and presentation of financial statements as laid down under the Accounting Standards prescribed in Companies (Accounting Standard) Rules 2014. The financial statements of the Company and its subsidiaries have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses after fully eliminating intra-group balances and transactions and resulting unrealized gain/losses.

Where the cost of the investment is higher/lower than the share of equity in the subsidiary at the time of acquisition, the resulting difference is treated as goodwill/capital reserve.

The Group accounts for investments by the equity method of accounting where it is able to exercise significant influence over the operating and financial policies of the investee. The Company's share of profit/loss in associates is included in the statement of profit and loss. Inter company profits and losses have been proportionately eliminated until realized by the investor or investee.

Where the cost of the investment is higher/lower than the share of equity in the associates at the time of acquisition, the resulting difference is disclosed as goodwill/capital reserve in the investment schedule.

The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar

circumstances and are presented to the extent possible, in the same manner as the Company's separate financial statements.

The Company's interest in Jointly Controlled Entities are consolidated on a line-by-line basis by adding together the book values of assets, liabilities, income and expenses, after eliminating the unrealized profits/losses on intra-group transactions.

### d. Fixed assets

Fixed assets are stated at historical cost less accumulated depreciation. Cost includes purchase price and all other attributable cost to bring the assets to its working condition for the intended use.

### e. Depreciation

Depreciation on fixed assets is provided on written down value method based on the useful life of the asset as specified in Schedule II to the Companies Act, 2013. The management estimates the useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 except in the case of steel shuttering and scaffolding material, whose life is estimated as five years.

Cost of building constructed on land owned by third party under 'Build Own Transfer' agreement is amortized over the period of the agreement.

### f. Intangible assets

Intangible assets comprising of ERP & other computer software are stated at cost of acquisition less accumulated amortization and are amortized over a period of four years on straight line method.

### g. Borrowing costs

Borrowing cost that is directly attributable to the acquisition or construction of a qualifying asset (including real estate projects) is considered as part of the cost of the asset/project. All other borrowing costs are treated as period cost and charged to the statement of profit and loss in the year in which incurred.

### h. Impairment of assets

The Group assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, it estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash-generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss.

### i. Investments

Long-term investments are stated at cost. Provision

for diminution, if any, in the value of each long-term investment is made to recognize a decline, other than of a temporary nature.

Current investments are stated at lower of cost or market value.

**j. Inventories**

- i. Building material and consumable stores are valued at cost, which is determined on the basis of the 'First in First out' method.
- ii. Land is valued at cost, which is determined on average method. Cost includes cost of acquisition and all related costs.
- iii. Construction work in progress is valued at cost. Cost includes cost of materials, services and other related overheads related to project under construction.
- iv. Completed real estate project for sale and trading stock are valued at lower of cost or net realizable value. Cost includes cost of land, materials, construction, services and other related overheads.

**k. Projects in progress**

Projects in progress are valued at cost. Cost includes cost of land, materials, construction, services, borrowing costs and other overheads relating to projects.

**l. Revenue recognition**

**i. Real estate projects**

Revenue from real estate projects is recognized on the 'Percentage of Completion method' (POC) of accounting.

Revenue under the POC method is recognized on the basis of percentage of actual costs incurred, including land, construction and development cost of projects under execution subject, to such actual cost being 30 percent or more of the total estimated cost of projects.

The stage of completion under the POC method is measured on the basis of percentage that actual costs incurred on real estate projects including land, construction and development cost bears to the total estimated cost of the project.

Effective from 1st April 2012, in accordance with the "Guidance Note on Accounting for Real Estate Transactions (Revised) 2012" (referred to as "Guidance Note"), all projects commencing on or after the said date or projects where revenue is recognised for the first time on or after the said date, Revenue from real estate projects has been recognised on percentage of completion (POC) method provided the following conditions are met:

1. All critical approvals necessary for commencement of the project have been obtained.
2. The expenditure incurred on construction and development is not less than 25% of the total estimated construction and development cost.
3. At least 25% of the saleable project area is secured by way of contracts or agreements with buyers.
4. At least 10% of the total revenue as per the agreement of sale or any other legally enforceable documents are realised at the reporting date in respect of each of the contracts and it is reasonable to expect that the parties to such contracts will comply with the payment terms as defined in the respective contracts.

The estimates of the projected revenues, projected profits, projected costs, cost to completion and the foreseeable losses are reviewed periodically by the management and any effect of changes in estimates is recognized in the period in which such changes are determined.

Unbilled revenue disclosed under other assets represents revenue recognized based on percentage of completion method over and above amount due as per payment plan agreed with the customers. Amount received from customers which exceeds the cost and recognized profits to date on projects in progress, is disclosed as advance received from customers under other current liabilities. Any billed amount against which revenue is recognised but amount not collected is disclosed under trade receivable.

- ii. Interest due on delayed payments by customers is accounted on receipts basis due to uncertainty of recovery of the same and is treated as part of operating income.
- iii. Revenue from sale of completed real estate projects, land, development rights and sale/transfer of rights in agreements are recognised in the financial year in which agreements of such sales are executed and there is no uncertainty about ultimate collections.
- iv. Income from construction contracts

Revenue from construction contracts is recognized on the 'Percentage of Completion method' of accounting.

Income from construction contracts is recognized by reference to the stage of completion of the contract activity as certified



by the client.

Revenue on account of contract variations, claims and incentives are recognized upon determination or settlement of the contract.

v. **Income from trading sales.**

Revenue from trading activities is accounted for on accrual basis.

vi. **Dividend income is recognized when the right to receive the payment is established.**

m. **Foreign currency transactions**

i. Foreign currency transactions are recorded at exchange rates prevailing on the date of respective transactions.

ii. Current assets and current liabilities in foreign currencies existing at balance sheet date are translated at year-end rates.

iii. Foreign currency translation differences related to acquisition of imported fixed assets are adjusted in the carrying amount of the related fixed assets. All other foreign currency gains and losses are recognized in the statement of profit and loss.

iv. Foreign Exchange difference arising as a monetary item that, in substance, form part of company's net investment is a non-integral foreign operation and is accumulated in a Foreign Currency Translation Reserve in the financial statement and at the time of disposal of net investment, it is recognized as income or expense.

n. **Accounting for taxes on income**

i. Provision for current tax is made based on the tax payable under the Income Tax Act, 1961.

ii. Deferred tax on timing differences between taxable and accounting income is accounted for, using the tax rates and the tax laws enacted or substantially enacted as on the balance sheet date. Deferred tax assets are recognized only when there is a reasonable certainty of their realization. Wherever there is unabsorbed depreciation or carry forward losses under Tax laws, deferred tax assets are recognized only to the extent that there is a virtual certainty of their realization.

o. **Retirement benefits**

i. Contributions payable by the Company to the concerned government authorities in respect of provident fund, family pension fund and employee state insurance are charged to the statement of profit and loss.

ii. The Company is having Group Gratuity Scheme with Life Insurance Corporation of India. Provision for gratuity is made based on actuarial valuation in accordance with Revised AS-15.

iii. Provision for leave encashment in respect of unavailed leave standing to the credit of employees is made on actuarial basis in accordance with Revised AS-15.

p. **Provisions, contingent liabilities and contingent assets**

A provision is recognized when:

- the Group has a present obligation as a result of a past event;
- it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- a reliable estimate can be made of the amount of the obligation.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made.

q. **Operating lease**

Lease arrangements where the risk and rewards incident to ownership of an asset substantially vest with the lessor are recognized as operating lease. Lease rent under operating lease are charged to statement of profit and loss on a straight line basis over the lease term.

r. **Employee stock compensation cost**

In respect of stock options granted by the Company, the intrinsic value of the options (excess of market price of the shares over the exercise price of the option) is treated as employee compensation cost and is amortised over the vesting period.

s. **Share issue expenses**

Share issue expenses are adjusted against the securities premium account.

t. **Earnings per share**

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity share.

**A-1 Principal of consolidation**

The financial statements of the following subsidiaries have been consolidated as per the Accounting Standard 21 on 'Consolidated Financial Statements'.

S. No.	Name of Subsidiary	Year ended March 31, 2015	Year ended March 31, 2014
<b>% of ownership</b>			
<b>A. Subsidiaries of Omaxe Limited</b>			
1	Kavya Buildtech Private Limited	100.00	100.00
2	Champion Realtors Private Limited	100.00	100.00
3	Ekansh Buildtech Private Limited	100.00	100.00
4	Pancham Realcon Private Limited	100.00	100.00
5	Garv Buildtech Private Limited	100.00	100.00
6	Omaxe Infrastructure Limited	100.00	100.00
7	Omaxe Housing and Developers Limited	100.00	100.00
8	JRS Projects Private Limited	100.00	100.00
9	Monarch Villas Private Limited	100.00	100.00
10	JKB Constructions Private Limited	100.00	100.00
11	Green Planet Colonisers Private Limited	100.00	100.00
12	Omaxe Connaught Place Mall Limited	100.00	100.00
13	Primordial Buildcon Private Limited	100.00	100.00
14	Omaxe Infotech City Developers Limited	100.00	100.00
15	Landlord Developers Private Limited	100.00	100.00
16	Omaxe Power Private Limited	100.00	100.00
17	Omaxe Rajasthan SEZ Developers Limited	100.00	100.00
18	Eden Buildcon Limited	100.00	100.00
19	Jagdamba Contractors and Builders Limited	100.00	100.00
20	Ansh Builders Private Limited	100.00	100.00
21	Arman Builders Private Limited	100.00	100.00
22	Omaxe Buildtech Limited	100.00	100.00
23	Golden Glades Builders Private Limited	100.00	100.00
24	Rohtas Holdings (Gulf) Limited	100.00	100.00
25	Omaxe Chandigarh Extension Developers Private Limited	100.00	100.00
26	Oasis Township Private Limited	100.00	100.00
27	Omaxe Buildwell Limited	100.00	100.00
28	Omaxe Housing And Infrastructure Limited	100.00	100.00
29	Omaxe Buildhome Limited	100.00	100.00
30	Shamba Developers Private Limited	100.00	100.00
31	Panchi Developers Private Limited	100.00	100.00
32	Volvo Properties Private Limited	100.00	100.00
33	Mehboob Builders Private Limited	100.00	100.00
34	Mehtab Infratech Private Limited	100.00	100.00
35	Omaxe Hitech Infrastructure Company Private Limited	100.00	100.00
36	Omaxe Entertainment Limited	100.00	94.00
37	Omtch Infrastructure and Construction Limited	100.00	98.80
38	Navratan Techbuild Private Limited	100.00	99.80
39	Link Infrastructure and Developers Private Limited	100.00	94.00
40	Anjaniputra Builders Private Limited	100.00	94.00
41	Zodiac Housing and Infrastructure Private Limited	100.00	94.00
42	Hamara Ghar Constructions and Developers Private Limited	100.00	94.00
43	Jewel Projects Private Limited	100.00	94.00
44	Rivaj Infratech Private Limited	51.00	51.00
45	Sri Balaji Green Heights Private Limited	75.00	75.00
46	Robust Buildwell Private Limited	75.00	63.00
47	Pam Developers (India) Private Limited	100.00	100.00
48	Omaxe Forest Spa and Hills Developers Limited	100.00	100.00
49	P P Devcon Private Limited	75.00	75.00
50	Aditya Realtech Private Limited	100.00	100.00
51	National Affordable Housing & Infrastructure Limited (w.e.f. 08-08-2014)	100.00	-
52	Satvik Hitech Builders Private Limited (Till 30-03-2015)	-	100.00
53	Reliable Manpower Solutions Limited (Till 30-03-2015)	-	99.18
54	Finishing Touch Properties and Developers Limited (Till 22-02-2015)	-	100.00
<b>B. Subsidiaries of Omaxe Chandigarh Extension Developers Private Limited</b>			
1	Silver Peak Township Private Limited	100.00	100.00
2	Ashray Infrabuild Private Limited	100.00	100.00
3	Hiresh Builders Private Limited	100.00	100.00
4	Bhanu Infrabuild Private Limited	100.00	100.00
5	Aadhira Developers Private Limited	100.00	100.00
6	Shubh Bhumi Developers Private Limited	100.00	100.00
7	Sanvim Developers Private Limited	100.00	100.00

8	Manit Developers Private Limited	100.00	100.00
9	Caspian Realtors Private Limited	100.00	100.00
10	Aashna Realcon Private Limited	100.00	100.00
11	Rupesh Infratech Private Limited	100.00	100.00
12	Damodar Infratech Private Limited	100.00	100.00
13	Daman Builders Private Limited	100.00	100.00
14	Dhanu Real Estate Private Limited	100.00	100.00
15	Ekapad Developers Private Limited	100.00	100.00
16	Ayush Landcon Private Limited	100.00	100.00
17	Aradhya Real Estate Private Limited	100.00	100.00
18	Dinkar Realcon Private Limited	100.00	100.00
19	Davesh Technobuild Private Limited	100.00	100.00
20	Sarva Buildtech Private Limited	100.00	100.00
21	Hemang Buildcon Private Limited	100.00	100.00
22	Sarthak Landcon Private Limited	100.00	100.00
23	Chapal Buildhome Private Limited	100.00	100.00
<b>C. Subsidiaries of Bhanu Infrabuild Private Limited</b>			
1	Radiance Housing and Properties Private Limited	100.00	100.00
2	Aarzo Technobuild Private Limited	100.00	100.00
3	Abheek Builders Private Limited	100.00	100.00
<b>D. Subsidiaries of Garv Buildtech Private Limited</b>			
1	Ashok Infrabuild Private Limited	100.00	100.00
2	Tejpal Infra Developers Private Limited	100.00	100.00
3	Glacier Agro Food Products Private Limited	100.00	100.00
<b>E. Subsidiary of Navratan Tech Build Private Limited</b>			

1	S. N. Realtors Private Limited	100.00	99.80
<b>F. Subsidiaries of Omaxe Buildhome Limited</b>			
1	Reliable Manpower Solutions Limited (w.e.f.31-03-2015)	99.18	-
2	Oasis Suncity Realtors Private Limited	100.00	100.00
3	RPS Suncity Promoters and Developers Private Limited	100.00	100.00
<b>G. Subsidiary of Omaxe Forest Spa and Hills Developers Limited</b>			
1	Satvik Hitech Builders Private Limited (w.e.f.31-03-2015)	100.00	-
<b>H. Subsidiary of Pam Developers (India) Private Limited</b>			
1	Omaxe India Trade Centre Private Limited	90.00	90.00
<b>I. Subsidiaries of Pancham Realcon Private Limited</b>			
1	Aviral Colonisers Private Limited	100.00	100.00
2	Satkar Colonisers Private Limited	100.00	100.00
3	Utkrisht Real Estate and Associates Private Limited	100.00	100.00
<b>J. Subsidiaries of Robust Buildwell Private Limited</b>			
1	Anveshan Builders Private Limited	75.00	63.00
2	Adesh Realcon Private Limited	75.00	63.00
3	Navadip Developers Private Limited	75.00	63.00
4	Abhas Realcon Private Limited	75.00	63.00
<b>K. Subsidiary of Rohtas Holdings (Gulf) Limited</b>			
1	Marine Sands Limited	100.00	100.00

**Additional information, as required under Schedule III of the Companies Act, 2013, of enterprises consolidated as Subsidiaries**

S. No.	Name of Enterprises	Net Assets i.e. total assets minus total liabilities		Share in profit or loss	
		As % of consolidated net assets	Amount (₹ in mio)	As % of consolidated profit or loss	Amount (₹ in mio)
<b>Parent</b>					
	Omaxe Limited	85.86	19,116.10	66.81	401.33
<b>Subsidiaries-Indian</b>					
1	Omaxe Buildhome Limited *	7.75	1,725.48	0.49	2.93
2	Omaxe Chandigarh Extension Developers Private Limited *	1.92	426.68	13.70	82.29
3	Garv Buildtech Private Limited *	(0.17)	(37.48)	(1.55)	(9.33)
4	Pancham Realcon Private Limited *	0.01	2.68	(0.20)	(1.22)

5	Robust Buildwell Private Limited *	0.38	84.65	(2.27)	(13.64)
6	Pam Developers (India) Private Limited *	(0.04)	(9.80)	2.34	14.07
7	Navratan Techbuild Private Limited *	0.80	177.54	(7.27)	(43.67)
8	Omaxe Forest Spa and Hills Developers Limited *	1.51	335.13	24.58	147.63
9	Omaxe Buildwell Limited	1.29	286.72	1.46	8.80
10	Omaxe Housing and Developers Limited	0.14	30.75	0.36	2.18
11	Omaxe Infrastructure Limited	0.10	22.87	0.13	0.77
12	Rivaj Infratech Private Limited	(0.00)	(0.08)	(0.05)	(0.29)
13	Jagdamba Contractors and Builders Limited	0.42	92.48	1.05	6.33
14	Volvo Properties Private Limited	0.16	36.44	0.53	3.20
15	Oasis Township Private Limited	(0.01)	(1.35)	(0.16)	(0.98)
16	Landlord Developers Private Limited	(0.00)	(0.19)	(0.03)	(0.21)
17	Primordial Buildcon Private Limited	0.35	76.88	(0.18)	(1.07)
18	JKB Constructions Private Limited	0.00	0.22	0.00	0.00
19	Monarch Villas Private Limited	0.00	0.38	0.00	0.00
20	JRS Projects Private Limited	0.00	0.68	0.00	0.00
21	Omaxe Entertainment Limited	0.00	0.05	0.00	0.00
22	Omtch Infrastructure and Construction Limited	0.00	0.02	0.00	0.00
23	Omaxe Connaught Place Mall Limited	0.00	0.05	0.00	0.00
24	Green Planet Colonisers Private Limited	0.00	0.58	0.00	0.00
25	Anjaniputra Builders Private Limited	0.00	0.05	0.00	0.00
26	Champion Realtors Private Limited	0.00	0.01	0.00	0.00
27	Hamara Ghar Constructions and Developers Private Limited	0.00	0.17	0.00	0.00
28	Jewel Projects Private Limited	0.00	0.15	0.00	0.00
29	Link Infrastructure and Developers Private Limited	0.00	0.14	0.00	0.00
30	Omaxe Infotech City Developers Limited	0.00	0.01	0.00	0.00
31	Zodiac Housing and Infrastructure Private Limited	0.00	0.15	0.00	0.00
32	Satvik Hitech Builders Private Limited	-	-	(0.05)	(0.29)
33	Omaxe Rajasthan SEZ Developers Limited	0.00	0.03	0.00	0.00
34	Omaxe Power Private Limited	0.00	0.07	0.00	0.00
35	Finishing Touch Properties and Developers Limited	-	-	(0.01)	(0.07)
36	Eden Buildcon Limited	0.02	5.19	0.00	0.00
37	Arman Builders Private Limited	0.00	0.02	0.00	0.00
38	Ansh Builders Private Limited	0.00	0.02	0.00	0.00
39	Omaxe Buildtech Limited	(0.00)	(0.21)	0.00	0.00
40	Reliable Manpower Solutions Limited	-	-	0.00	0.00
41	Golden Glades Builders Private Limited	0.00	0.01	0.00	0.00
42	Shamba Developers Private Limited	0.00	0.01	0.00	0.00
43	Ekansh Buildtech Private Limited	0.00	0.02	0.00	0.00
44	Kavya Buildtech Private Limited	0.00	0.02	0.00	0.00
45	Aditya Realtech Private Limited	0.00	0.02	0.00	0.00
46	Panchi Developers Private Limited	0.00	0.01	0.00	0.00
47	Omaxe Housing And Infrastructure Limited	0.00	0.14	0.00	0.00
48	Omaxe Hitech Infrastructure Company Private Limited	(0.00)	(0.00)	0.00	0.00
49	Mehtab Infratech Private Limited	(0.00)	(0.01)	0.00	0.00
50	Mehboob Builders Private Limited	(0.00)	(0.01)	0.00	0.00
51	Sri Balaji Green Heights Private Limited	0.00	0.77	0.00	0.00
52	P P Devcon Private Limited	(0.00)	(0.35)	(0.03)	(0.16)
53	National Affordable Housing & Infrastructure Limited	(0.00)	(0.11)	(0.02)	(0.11)
	<b>Subsidiary-Foreign</b>				
1	Rohtas Holding (Gulf) Limited *	(0.06)	(14.16)	(0.02)	(0.12)
	Minority Interests in all subsidiaries	(0.42)	(94.10)	0.38	2.29

\* These enterprises have been consolidated based on consolidated financial statements of the respective companies.

## 1. SHARE CAPITAL

(₹ in mio)

Particulars	As at March 31, 2015	As at March 31, 2014
<b>Authorised</b>		
210,000,000 (210,000,000) Equity Shares of ₹ 10 each	2,100.00	2,100.00
350,000,000 (350,000,000) Preference Shares of ₹ 10 each	3,500.00	3,500.00
	<b>5,600.00</b>	<b>5,600.00</b>
<b>Issued, Subscribed &amp; Paid up</b>		
182,900,540 (182,900,540) Equity Shares of ₹ 10 each fully paid up	1,829.01	1,829.01
250,000,000 (250,000,000) 0.1% Non-Cumulative, Non-Convertible, Redeemable Preference Shares of ₹ 10 each	2,500.00	2,500.00
<b>Total</b>	<b>4,329.01</b>	<b>4,329.01</b>

Figures in bracket represent those of previous year

## 1.1 Reconciliation of the shares outstanding at the beginning and at the end of the year

Particulars of shares	As at March 31, 2015		As at March 31, 2014	
	Number	(₹ in mio)	Number	(₹ in mio)
<b>Equity Shares of ₹ 10 each fully paid</b>				
Shares outstanding at the beginning of the year	182,900,540	1,829.01	173,567,000	1,735.67
Shares Issued by way of Bonus Shares during the year	-	-	9,333,540	93.34
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	182,900,540	1,829.01	182,900,540	1,829.01
<b>Preference Shares of ₹ 10 each fully paid</b>				
Shares outstanding at the beginning of the year	250,000,000	2,500.00	-	-
Shares Issued during the year	-	-	250,000,000	2,500.00
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	250,000,000	2,500.00	250,000,000	2,500.00

## 1.2 Terms / rights attached to shares

**Equity**

The company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividend in Indian rupees. The dividend proposed by board of directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders. During the year ended March 31, 2015 the amount of proposed dividend recognised as distribution to equity shareholders is ₹ 0.50 per share (P.Y. ₹ 0.50 per share).

**Preference**

The Company has one class of preference shares and having a par value of ₹ 10 per share. The preference shares carry a right to preferential dividend of 0.1 % per annum in relation to capital paid on them and are redeemable upon 20 years from the date of allotment with call and put option for redemption after 10 years from the date of allotment. The redemption of preference share shall be at a premium of 6% per annum from the date of allotment over and above the total issue price per preference share and premium will be prorated/proportionate to the period of holding of these shares. The preference shareholders shall have a right to attend annual general meeting and vote on resolution affecting their interest and on all resolution at every meeting where payment of dividend are in arrears for specified period. The preference shares cannot be redeemed unless they are fully paid or otherwise as permitted by law from time to time. The premium payable on redemption of preference shares shall be provided out of the profit of the company or out of securities premium account before the preference shares are redeemed. The company has chosen to pay premium on such redemption out of securities premium account, therefore, no appropriation out of profit have been made. The terms and conditions may be modified/ varied/ amended with due approval.

**1.3 Shares held by holding company**

Name of Shareholder	As at March 31, 2015		As at March 31, 2014	
	No. of Shares held	(₹ in mio)	No. of Shares held	(₹ in mio)
<b>Equity Shares</b>				
Guild Builders Private Limited	116,632,697	1,166.32	116,632,697	1,166.32
<b>Preference Shares</b>				
Guild Builders Private Limited	250,000,000	2,500.00	250,000,000	2,500.00

**1.4 Detail of shareholders holding more than 5% shares in capital of the company****A. Equity Shares**

Name of Shareholder	As at March 31, 2015		As at March 31, 2014	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Guild Builders Private Limited	116,632,697	63.77	116,632,697	63.77

**B. Preference Shares**

Name of Shareholder	As at March 31, 2015		As at March 31, 2014	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Guild Builders Private Limited	250,000,000	100.00	250,000,000	100.00

**1.5 Shares reserved for issue under options**

The Company has adopted Omaxe ESOP Plan Beta in the Annual General Meeting held on September 27, 2007. The total number of shares available in the plan is 3% of the total issued and subscribed share capital of the Company. However, no options have been granted till date.

**1.6** During the previous year ended March 31, 2014, the Company allotted 9,333,540 equity shares of ₹ 10 each as bonus shares to the existing shareholders of the Company to the exception of promoter/promoter group out of securities premium account, thereby, the paid up equity share capital of the Company had increased by ₹ 93.34 mio. The Company has not allotted any other fully paid shares except as above pursuant to contract(s) without payment being received in cash and has neither allotted any fully paid up shares by way of bonus shares nor has bought back any class of shares during the period of five years immediately preceding the balance sheet date.

**2. RESERVES & SURPLUS**

(₹ in mio)

Particulars	As at March 31, 2015	As at March 31, 2014
<b>Capital Reserve</b>		
Balance at the beginning of the year	12.20	16.38
Add: Transfer from deferred tax liability	1.27	4.84
Less: Transfer to other income on account of capital profit pursuant to sec 45(2) of Income Tax Act, 1961	6.70	9.02
Balance at the end of the year	<b>6.77</b>	<b>12.20</b>
<b>Securities Premium Account</b>		
Balance at the beginning of the year	4,996.07	5,089.41
Less: Utilised for issue of bonus equity shares	-	93.34
Balance at the end of the year	<b>4,996.07</b>	<b>4,996.07</b>
<b>Debenture Redemption Reserve</b>		
Balance at the beginning of the year	-	-
Add: Transfer from Statement of Profit and Loss	250.00	-
Balance at the end of the year	<b>250.00</b>	-
<b>General Reserves</b>		
Balance at the beginning of the year	3,456.25	3,346.25
Add: Transfer from statement of profit and loss	100.00	110.00
Balance at the end of the year	<b>3,556.25</b>	<b>3,456.25</b>

<b>Foreign Currency Translation Reserves</b>		
Balance at the beginning of the year	73.20	46.64
Add: Current year transfer	4.29	26.56
Balance at the end of the year	<b>77.49</b>	<b>73.20</b>
<b>Surplus as per Statement of Profit &amp; Loss</b>		
Balance at the beginning of the year	8,919.53	8,351.68
Less: Adjustment of depreciation on account of adoption of Schedule II of Companies Act 2013 (Net of deferred tax assets of ₹ 3.73 mio)	7.22	-
Add: Net profit for the current year	600.68	785.20
Add: Adjustments in opening balance on account of reserves	0.02	-
<b>Profit available for appropriation</b>	<b>9,513.01</b>	<b>9,136.88</b>
Less: Proposed preference dividend	2.50	0.31
Less: Tax on distribution of proposed preference dividend	0.51	0.05
Less: Transfer to general reserve	100.00	110.00
Less: Proposed equity dividend	91.45	91.45
Less: Tax on distribution of proposed equity dividend	18.62	15.54
Less: Transfer to Debenture Redemption Reserve	250.00	-
Balance at the end of the year	<b>9,049.93</b>	<b>8,919.53</b>
<b>Total</b>	<b>17,936.51</b>	<b>17,457.25</b>

### 3. LONG TERM BORROWINGS

(₹ in mio)

Particulars	As at March 31, 2015		As at March 31, 2014	
	Non-current	Current maturities	Non-current	Current maturities
<b>Secured</b>				
14% Redeemable Non-Convertible Debentures	425.00	75.00	-	-
<b>Term loans</b>				
Banks	262.05	722.98	412.64	735.37
Financial institutions	1,806.57	1,229.22	1,475.56	1,058.49
Non-banking financial companies	1,244.21	655.63	117.52	570.11
Housing finance companies	16.67	713.59	533.59	746.03
Vehicle & equipment loans	65.25	45.68	72.25	44.57
<b>Unsecured</b>				
Term loans from non-banking financial companies	303.55	538.06	661.60	394.97
Fixed deposits from public	404.04	142.61	-	469.75
Inter Corporate Loan	33.33	66.67	-	-
	<b>4,560.67</b>	<b>4,189.44</b>	<b>3,273.16</b>	<b>4,019.29</b>
Amount disclosed under the head "other current liabilities" (refer note no. 8)	-	4,189.44	-	4,019.29
<b>Total</b>	<b>4,560.67</b>	<b>-</b>	<b>3,273.16</b>	<b>-</b>

## 3.1 The year wise repayment schedule of long term borrowings are as under:

(₹ in mio)

Particulars	Outstanding as at 31.03.2015	year wise repayment schedule			
		Within 1 year	1 -2 year	2-3 year	3-6 year
<b>Long Term Borrowings Secured</b>					
Debtentures	500.00	75.00	325.00	100.00	-
Banks	985.03	722.98	224.55	37.50	-
Financial institutions	3,035.79	1,229.22	826.15	589.90	390.52
Non-banking financial companies	1,899.84	655.63	1,244.21	-	-
Housing finance companies	730.26	713.59	16.67	-	-
Vehicle & Equipment loans	110.93	45.68	31.48	18.87	14.90
<b>Unsecured</b>					
Non-banking financial companies	841.61	538.06	276.35	27.20	-
Intercompany loans	100.00	66.67	33.33	-	-
Fixed deposits from public	546.65	142.61	316.18	87.86	-
	<b>8,750.11</b>	<b>4,189.44</b>	<b>3,293.92</b>	<b>861.33</b>	<b>405.42</b>

## 3.2 Nature of securities of long term borrowings are as under:

(₹ in mio)

S. No.	Particulars	Amount outstanding		Current maturities	
		As at March 31, 2015	As at March 31, 2014	As at March 31, 2015	As at March 31, 2014
	<b>Secured</b>				
1	Non-Convertible Debentures are secured by equitable mortgage of project properties and all present and future construction and development work and charge on receivable thereon as applicable. Non-Convertible Debentures are further secured by personal guarantee of director(s) of the Company.	500.00	-	75.00	-
2	Term loan from banks are secured by equitable mortgage of project properties and all present and future construction and development work thereon as applicable. Term loan from banks are further secured by personal guarantee of director(s) of the Company and corporate guarantee of promoter companies.	-	447.71	-	111.67
3	Term loan from banks are secured by equitable mortgage of project properties in possession of the company / its subsidiaries for development of real estate projects in terms of collaboration arrangements with subsidiaries/ associates/ related parties / third parties and for which consideration has been paid by the company for its share of land/ land development rights and corporate guarantees provided by such associate/ subsidiary/other companies and charge on receivable, material at site and work in progress as applicable. Term loan from banks are further secured by personal guarantee of director(s) of the Company.	985.03	700.30	722.98	623.70
4	Term loan from Financial Institutions are secured by equitable mortgage of project land of the company / subsidiary company/ associate/ other company. Term loans from financial institutions are further secured by personal guarantee of director(s) of the Company and corporate guarantee provided by such subsidiaries / associates / other companies.	469.12	859.05	242.70	550.15



5	Term loan from Financial Institutions are secured by equitable mortgage of project land of the company / subsidiary company/ associate/ other company. Term loan from financial institution are further secured by personal guarantee of director(s) of the Company & pledge of shares held by promoter companies. These loans are further secured by corporate guarantee of subsidiaries / associates / promoters /other companies.	2,566.67	1,675.00	986.52	508.34
6	Term loan from Non Banking Financial Companies are secured by equitable mortgage of project properties, vehicles of the Company/ subsidiaries/ associate companies & charge over cash flow of the project(s), and corporate guarantee of such companies. These loans are further secured by pledge of shares held by promoter companies and personal guarantee of director(s) of the Company.	1,899.84	687.63	655.63	570.11
7	Term loan from housing finance companies are secured by equitable mortgage of project land & hypothecation of receivables of the company/ subsidiary/ associate company and pledge of shares of subsidiary company and shares of the company held by promoter / promoter companies and corporate guarantee of such companies. Term loan from housing finance companies are further secured by personal guarantee of director(s) of the Company.	730.26	1,279.62	713.59	746.03
8	Vehicle/ equipment loans are secured by hypothecation of the vehicles/equipments purchased there against.	110.93	116.82	45.68	44.57
	<b>Unsecured</b>				
9	Loan from non-banking financial companies / housing finance company are secured by pledge of shares of the company held by promoter / promoter companies, personal guarantee of director(s) of the company and corporate guarantee of promoter companies	841.61	1,056.57	538.06	394.97
10	Intercompany loans are secured by pledge of shares of the company held by promoter / promoter companies, personal guarantee of director(s) of the company and corporate guarantee of promoter companies.	100.00	-	66.67	-
11	Fixed Deposit from Public	546.65	469.75	142.61	469.75
	<b>Total</b>	<b>8,750.11</b>	<b>7,292.45</b>	<b>4,189.44</b>	<b>4,019.29</b>

#### 4. OTHER LONG TERM LIABILITIES

(₹ in mio)

Particulars	As at March 31, 2015	As at March 31, 2014
Non-current trade payables (refer note no.7)	1,579.16	1,860.52
Non-current other liabilities (refer note no.8)	1,161.36	1,020.03
<b>Total</b>	<b>2,740.52</b>	<b>2,880.55</b>

## 5. PROVISIONS

(₹ in mio)

Particulars	As at March 31, 2015		As at March 31, 2014	
	Non-current	Current	Non-current	Current
<b>Provision for employee benefits</b>				
Leave encashment	70.16	2.41	74.34	2.89
Gratuity	78.56	1.70	74.15	2.52
	<b>148.72</b>	<b>4.11</b>	<b>148.49</b>	<b>5.41</b>
<b>Other provisions</b>				
Provision for unrealised profit	-	120.23	-	163.81
Provision for income tax (net of advances)	-	63.41	-	46.79
Proposed dividend on preference shares	-	2.50	-	0.31
Tax on distribution of proposed dividend on preference shares	-	0.51	-	0.05
Proposed equity dividend	-	91.45	-	91.45
Tax on distribution of proposed equity dividend	-	18.62	-	15.54
	-	<b>296.72</b>	-	<b>317.95</b>
<b>Total</b>	<b>148.72</b>	<b>300.83</b>	<b>148.49</b>	<b>323.36</b>

## 6. SHORT TERM BORROWINGS

(₹ in mio)

Particulars	As at	As at
	March 31, 2015	March 31, 2014
<b>Secured</b>		
Working capital loans from banks	828.50	320.50
Short term loan from banks	-	120.00
Short term loan from non-banking financial companies	210.00	250.00
Short term loan from financial institutions	650.00	1,150.00
	<b>1,688.50</b>	<b>1,840.50</b>
<b>Unsecured</b>		
Promoter companies	200.00	260.07
Inter-corporate loans	-	260.00
Fixed deposits from public	194.31	566.84
Loan from directors	105.78	93.13
Others	20.50	181.61
	<b>520.59</b>	<b>1,361.65</b>
<b>Total</b>	<b>2,209.09</b>	<b>3,202.15</b>

**6.1 Nature of securities of Short Term Borrowings are as under:-**

(₹ in mio)

S. No.	Particulars	Amount outstanding	
		As at March 31, 2015	As at March 31, 2014
	<b>Secured</b>		
1	Working capital loans are secured by first charge on current assets of the company including stock at site, receivables, plant and machinery and mortgage of certain land of the Company/ subsidiaries/ associates companies. The working capital loans are further secured by personal guarantee of director(s) of the Company / corporate guarantee of promoter companies.	828.50	320.50
2	Loan from bank is secured by residual value of current assets and equitable mortgage of commercial buildings owned by the company / associate companies. The loan is further secured by personal guarantee of director(s) of the Company and corporate guarantee of associate companies.	-	120.00
3	Short term loan from Non Banking Financial Companies are secured by mortgage of project properties of subsidiary / associate companies and / by way of pledge of shares of the company held by promoter/promoter companies. Further secured by personal guarantee of director(s) of the company and corporate guarantee of promoter company(s)	210.00	250.00
4	Short term loans from Financial Institution are secured by equitable mortgage of project properties of company, subsidiary and associate companies and also by way of pledge of shares of the company held by promoter/promoters companies. Further secured by personal guarantee of director(s) of the company and corporate guarantee of subsidiary / associate / promoter companies.	650.00	1,150.00
	<b>Unsecured</b>		
5	Inter corporate loans from promoter companies (repayable on demand)	200.00	260.07
6	Short term inter corporate loans are secured by pledge of shares of the company held by promoter/promoters companies and / or personal guarantee of director(s) of the company and / or corporate guarantee of promoter companies	-	260.00
7	Fixed Deposit from Public	194.31	566.84
8	Loan from directors (repayable on demand)	105.78	93.13
9	Other unsecured loans (repayable on demand)	20.50	181.61
	<b>Total</b>	<b>2,209.09</b>	<b>3,202.15</b>

**7. TRADE PAYABLES**

(₹ in mio)

Particulars	As at March 31, 2015		As at March 31, 2014	
	Non-Current	Current	Non-Current	Current
Deferred payment liabilities				
In respect of land purchased on deferred credit terms from authorities	396.80	1,693.64	867.04	1,223.40
In respect of development & other charges to be paid on deferred credit terms to authorities	1,107.58	3,580.06	908.75	2,935.55
Other trade payables				
Due to micro, small & medium enterprises*	-	573.68	-	411.93
Others	74.78	2,743.10	84.73	3,042.82
	<b>1,579.16</b>	<b>8,590.48</b>	<b>1,860.52</b>	<b>7,613.70</b>
Less: Amount disclosed under the head "Other long term liabilities" (refer note no.4)	1,579.16	-	1,860.52	-
<b>Total</b>	<b>-</b>	<b>8,590.48</b>	<b>-</b>	<b>7,613.70</b>

\* The information as required to be disclosed under The Micro, Small and Medium Enterprises Development Act, 2006 ("the Act") has been determined to the extent such parties have been identified by the company, on the basis of information and records available.

(₹ in mio)

S. No.	Particulars	As at March 31, 2015	As at March 31, 2014
1	Principal amount due to suppliers under MSMED Act, 2006	573.68	411.93
2	Interest accrued and due to supplier under MSMED Act, 2006 on above amount	15.63	4.67
3	Payment made to suppliers (other than interest) beyond appointed day during the year	333.21	127.92
4	Interest paid to suppliers under MSMED Act, 2006	-	-
5	Interest due and payable to suppliers under MSMED Act, 2006 towards payments already made	22.00	4.33
6	Interest accrued and remaining unpaid at the end of the accounting year	37.63	9.00

**8. OTHER CURRENT LIABILITIES**

(₹ in mio)

Particulars	As at March 31, 2015		As at March 31, 2014	
	Non-Current	Current	Non-Current	Current
Current maturities of long term borrowings (refer note No. 3)	-	4,189.44	-	4,019.29
Interest accrued but not due on borrowings	35.13	65.22	-	77.06
Interest accrued & due on borrowings	-	3.91	-	10.98
Book overdraft	-	107.13	-	158.61
Security deposit received	1,126.23	1.09	1,020.03	232.38
Advance from customers and others				
from related parties	-	285.34	-	91.86
from others*	-	21,290.84	-	18,817.58
Due to directors	-	98.20	-	108.75
Investor Education and Protection Fund				
[Appropriate amounts shall be transferred to Investor Education & Protection Fund, if and when due]				
unclaimed share application money	-	-	-	3.16
unpaid dividend	-	1.58	-	1.31
unpaid matured deposits	-	2.19	-	0.84
Unpaid fractional shares	-	0.38	-	0.39
Other payables				
employee related liabilities	-	69.17	-	79.74
statutory dues payable	-	135.53	-	144.28
Interest on trade payables	-	1,889.90	-	1,515.11
Others	-	29.25	-	37.79
	<b>1,161.36</b>	<b>28,169.17</b>	<b>1,020.03</b>	<b>25,299.13</b>
Less: Amount disclosed under the head "Other long term liabilities" (refer note no.4)	1,161.36	-	1,020.03	-
*includes ₹ Nil mio (P.Y. ₹ 5.23 mio) duly secured by bank guarantees.				
<b>Total</b>	<b>-</b>	<b>28,169.17</b>	<b>-</b>	<b>25,299.13</b>

## 9. Fixed Assets

(₹ in mio)

Name of assets	Gross Block (At cost)				Depreciation / Amortisation				Net Block	
	As at April 1, 2014	Additions	Deletion / Adjustments	As at March 31, 2015	As at April 1, 2014	For the year	Deletion / Adjustments	As at March 31, 2015	As at March 31, 2015	As at March 31, 2014
<b>Tangible assets</b>										
Office building	80.32	1.61	15.47	66.46	36.22	2.88	15.47	23.63	42.83	44.10
Plant and machinery	391.66	34.19	2.61	423.24	191.78	67.67	1.81	257.64	165.60	199.88
Office equipments	61.56	2.56	2.80	61.32	28.70	20.77	2.40	47.07	14.25	32.86
Furniture & fixtures	164.98	8.39	0.16	173.21	87.04	33.61	0.09	120.56	52.65	77.94
Vehicles	327.39	45.43	14.31	358.51	148.99	70.31	13.08	206.22	152.29	178.40
Computer and printers	67.40	3.45	0.31	70.54	47.05	16.39	0.30	63.14	7.40	20.35
<b>Total (A)</b>	<b>1,093.31</b>	<b>95.63</b>	<b>35.66</b>	<b>1,153.28</b>	<b>539.78</b>	<b>211.63</b>	<b>33.15</b>	<b>718.26</b>	<b>435.02</b>	<b>553.53</b>
Previous year	969.07	169.55	45.31	1,093.31	433.24	135.98	29.44	539.78	553.53	535.83
<b>Intangible assets</b>										
Software	52.15	5.84	-	57.99	29.38	10.28	-	39.66	18.33	22.77
<b>Total (B)</b>	<b>52.15</b>	<b>5.84</b>	<b>-</b>	<b>57.99</b>	<b>29.38</b>	<b>10.28</b>	<b>-</b>	<b>39.66</b>	<b>18.33</b>	<b>22.77</b>
Previous year	36.87	15.28	-	52.15	17.55	11.83	-	29.38	22.77	19.33
<b>Total (A+B)</b>	<b>1,145.46</b>	<b>101.47</b>	<b>35.66</b>	<b>1,211.27</b>	<b>569.16</b>	<b>221.91</b>	<b>33.15</b>	<b>757.92</b>	<b>453.35</b>	<b>576.30</b>
Previous year	1,005.94	184.83	45.31	1,145.46	450.79	147.81	29.44	569.16	576.30	555.16

## Notes:

(₹ in mio)

1. Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Depreciation has been charged to		
- cost of material consumed, construction & other related project cost (refer note no.19)	66.70	49.13
- statement of profit & loss	144.26	98.68
Depreciation for the year also includes adjustment to opening reserves and surplus on account of adoption of schedule II of Companies Act 2013 (refer note no. 26)	10.95	-
<b>Total</b>	<b>221.91</b>	<b>147.81</b>

2. Gross block of building includes ₹ Nil mio (P.Y. ₹ 15.47 mio) which is constructed on Land belonging to a third party under 'Build - Own - Transfer' agreement.

## 10. INVESTMENTS

(₹ in mio)

Particulars	As at March 31, 2015		As at March 31, 2014	
	Non-current	Current	Non-current	Current
<b>Investment In Equity Instruments (Unquoted, at cost)</b>				
1,496,500 (1,496,500) Equity shares of Delhi Stock Exchange Limited of ₹ 1 each	104.76	-	104.76	-
<b>Investment in Bonds/Debentures (Quoted, at cost)</b>				
50 (50) Secured Redeemable Non Convertible tax free bonds Series- I of IFCI Ltd of ₹ 1,000,000 each	50.00	-	50.00	-
50,000 (Nil) Secured Redeemable Non Convertible Debentures Series-III of IFCI Ltd. Of ₹ 1,000/- each	50.00	-	-	-
	<b>204.76</b>	<b>-</b>	<b>154.76</b>	<b>-</b>
<b>Investment In Debentures (Quoted, valued at lower of cost or market value)</b>				
Nil (1,000) Non-Convertible Debentures of Religare Finvest Limited of ₹ 1000 each	-	-	-	0.99
	<b>-</b>	<b>-</b>	<b>-</b>	<b>0.99</b>
<b>Total</b>	<b>204.76</b>	<b>-</b>	<b>154.76</b>	<b>0.99</b>

Figures in bracket represents those of previous year

Note: All the above securities are fully paid up

Aggregate cost of unquoted investments	104.76	-	104.76	-
Aggregate cost of quoted investments	100.00	-	50.00	1.00
Market value of bonds	Not Available	-	-	-
Market value of debentures	48.32	-	-	0.99
Aggregate cost of current investments	-	-	-	1.00

**11. DEFERRED TAX ASSETS/ (LIABILITIES) (NET)**

(₹ in mio)

Particulars	As at March 31, 2015	As at March 31, 2014
<b>Deferred tax asset</b>		
Expenses allowed on payment basis	3.41	3.91
Difference between book and tax base of fixed assets (including deferred tax amount of ₹ 3.73 mio recognised on initial adoption of Schedule II of Companies Act, 2013)	67.46	25.73
Retirement benefits	51.92	51.67
Provision for doubtful trade receivables, advances and deposits	23.61	17.70
<b>Deferred tax liability</b>		
On account of conversion of fixed asset into stock in trade	(1.39)	(2.67)
<b>Total</b>	<b>145.01</b>	<b>96.34</b>

**12. INVENTORIES**

(₹ in mio)

Particulars	As at March 31, 2015	As at March 31, 2014
Building material and consumables	772.20	804.98
Land	8,323.45	11,700.39
Construction work in progress	408.82	451.79
Completed real estate projects	4,747.56	1,940.52
Project in progress	30,462.16	23,466.13
<b>Total</b>	<b>44,714.19</b>	<b>38,363.81</b>

**13. TRADE RECEIVABLES**

(₹ in mio)

Particulars	As at March 31, 2015	As at March 31, 2014
(Unsecured, considered good unless otherwise stated)		
Outstanding for a period exceeding six months from the date they are due for payment		
considered good	390.94	565.66
considered doubtful	7.01	5.84
	397.95	571.50
Less: Provision for doubtful trade receivables	7.01	5.84
	390.94	565.66
Others	7,308.56	8,089.50
<b>Total</b>	<b>7,699.50</b>	<b>8,655.16</b>

13.1 Due from group companies included in other trade receivables are as under:

(₹ in mio)

Name of Company	As at March 31, 2015	As at March 31, 2014
Deepsing Realtors Private Limited	13.01	-
Mankish Colonisers Private Limited	3.61	3.30
Spike Developers Private Limited	18.90	23.49
Manwal Coloniser Private Limited	10.22	-
Shardul Builders Private Limited	-	0.06
Vishishth Buildhome Private Limited	-	0.05
<b>Total</b>	<b>45.74</b>	<b>26.90</b>

#### 14. CASH & BANK BALANCES

(₹ in mio)

Particulars	As at March 31, 2015		As at March 31, 2014	
	Non-current	Current	Non-current	Current
<b>Cash and cash equivalents</b>				
Balances with banks:-				
in current accounts	-	608.77	-	831.62
in deposit account with original maturity of less than three months	-	0.43	-	0.43
Cash on hand	-	358.28	-	446.14
Cheques, drafts on hand	-	72.32	-	106.11
	-	<b>1,039.80</b>	-	<b>1,384.30</b>
<b>Other bank balances</b>				
Held as margin money	288.75	1,258.28	221.52	1,003.13
<b>Balances with banks</b>				
In earmarked accounts				
- In deposit account for public fixed deposit	-	105.06	55.10	39.25
- In initial public offer separate refund account	-	-	-	3.16
- In unpaid dividend account	-	1.58	-	1.31
- In unpaid fractional share account	-	0.38	-	0.39
	<b>288.75</b>	<b>1,365.30</b>	<b>276.62</b>	<b>1,047.24</b>
Amount disclosed under the head "Other non-current assets" (refer note no. 16)	288.75	-	276.62	-
<b>Total</b>	-	<b>2,405.10</b>	-	<b>2,431.54</b>

#### 15. LOANS & ADVANCES

(₹ in mio)

Particulars	As at March 31, 2015		As at March 31, 2014	
	Non Current	Current	Non Current	Current
(Unsecured, considered good unless otherwise stated)				
Security deposits				
considered good	148.42	51.20	151.19	112.30
considered doubtful	16.20	-	13.50	-
	164.62	51.20	164.69	112.30
Less: Provision for doubtful deposits	16.20	-	13.50	-
	148.42	51.20	151.19	112.30
Loans and advances to related parties \$	62.97	384.44	64.48	547.03

Advances against goods, services & others \$				
considered good	1,069.61	4,375.42	1,685.42	4,453.56
considered doubtful	45.02	-	32.73	-
	1,114.63	4,375.42	1,718.15	4,453.56
Less: Provision for doubtful advances	45.02	-	32.73	-
	1,069.61	4,375.42	1,685.42	4,453.56
Balance with government / statutory authorities	-	408.51	-	352.45
MAT credit entitlement	166.67	-	277.76	-
Direct taxes refundable (net of provisions)	829.19	-	897.24	-
Prepaid expenses	17.95	56.93	14.33	51.60
<b>Total</b>	<b>2,294.81</b>	<b>5,276.50</b>	<b>3,090.42</b>	<b>5,516.94</b>

\$ Advances include advances against collaboration amounting to ₹ 4,279.01 mio (P.Y. ₹ 4,908.28 mio) paid to certain parties (including associates and related parties) for acquiring land for development of real estate projects, either on collaboration basis or self-development basis.

## 16. OTHER ASSETS

(₹ in mio)

Particulars	As at March 31, 2015		As at March 31, 2014	
	Non Current	Current	Non Current	Current
Non-current bank balances (refer note no.14)	288.75	-	276.62	-
Unbilled receivables	-	4,729.24	-	4,427.03
Receivable against sale of investment	-	100.00	-	135.00
Other receivables	-	2.19	-	9.17
Interest accrued on deposits	6.61	26.83	6.20	14.90
Interest accrued on loans & advances	-	-	40.80	-
<b>Total</b>	<b>295.36</b>	<b>4,858.26</b>	<b>323.62</b>	<b>4,586.10</b>

## 17. REVENUE FROM OPERATIONS

(₹ in mio)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Income from real estate projects	14,005.70	15,871.25
Income from trading goods	3.31	4.77
Income from construction contracts	124.42	178.28
Other operating income	177.42	176.95
<b>Total</b>	<b>14,310.85</b>	<b>16,231.25</b>

## 18. OTHER INCOME

(₹ in mio)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Interest Income		
on bank deposits	69.53	53.20
Others	163.60	141.23
Dividend income	3.10	-
Keyman insurance maturity received	-	0.90
Transfer from capital reserve	6.70	9.03
Liabilities no longer required written back	15.15	48.00
Profit/(loss) on sale of fixed assets	2.08	-
Profit/(loss) on sale of investment	25.71	-
Foreign exchange fluctuation gain	2.90	-
Miscellaneous income	52.80	50.90
<b>Total</b>	<b>341.57</b>	<b>303.26</b>



**19. COST OF MATERIAL CONSUMED, CONSTRUCTION & OTHER RELATED PROJECT COST**

(₹ in mio)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
<b>Inventories at the beginning of the year</b>		
Building material and consumables	804.98	801.62
Land	11,700.39	10,757.34
	<b>12,505.37</b>	<b>11,558.96</b>
<b>Add: Cost incurred during the year</b>		
Land, development and other rights	7,725.25	3,550.31
Building material purchases	3,233.28	3,691.46
Construction cost	2,321.51	3,675.90
Lease Rent	329.14	63.67
Employee cost	280.32	372.70
Rates and taxes	129.24	227.14
Administration cost	191.93	206.46
Depreciation	66.70	49.13
Power, fuel and other electrical cost	262.14	304.24
Repairs and maintenance-plant and machinery	4.44	4.98
Finance cost	3,221.69	2,753.85
	<b>17,765.64</b>	<b>14,899.84</b>
<b>Less: Inventories at the end of the year</b>		
Building material and consumables	772.20	804.98
Land	9,417.59	11,700.39
	<b>10,189.79</b>	<b>12,505.37</b>
<b>Cost of material consumed, construction &amp; other related project cost</b>	<b>20,081.22</b>	<b>13,953.43</b>

**20. CHANGES IN INVENTORIES OF FINISHED STOCK & PROJECTS IN PROGRESS**

(₹ in mio)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
<b>Inventories at the beginning of the year</b>		
Completed real estate projects	1,940.52	2,706.60
Construction work in progress	451.79	433.33
Projects in progress	23,466.13	20,640.16
	<b>25,858.44</b>	<b>23,780.09</b>
<b>Inventories at the end of the year</b>		
Completed real estate projects	4,747.56	1,940.52
Construction work in progress	408.82	451.79
Projects in progress	30,462.16	23,466.13
	<b>35,618.54</b>	<b>25,858.44</b>
<b>Changes in inventories of finished stock &amp; projects in progress</b>	<b>(9,760.10)</b>	<b>(2,078.35)</b>

**21. EMPLOYEE BENEFITS EXPENSE**

(₹ in mio)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Salaries, wages, allowances and bonus	790.36	949.98
Contribution to provident and other funds	15.87	11.08
Directors remuneration	55.70	73.01
Staff welfare expenses	24.71	34.33
	<b>886.64</b>	<b>1,068.40</b>
Less: Allocated to projects	280.32	372.70
<b>Total</b>	<b>606.32</b>	<b>695.70</b>

**22. FINANCE COST**

(₹ in mio)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Interest on		
term loans	1,627.83	1,474.23
Others	2,870.93	2,440.06
Other borrowing cost	112.61	100.88
Bank charges	45.49	44.45
	<b>4,656.86</b>	<b>4,059.62</b>
Less: Allocated to projects	3,221.69	2,753.85
<b>Total</b>	<b>1,435.17</b>	<b>1,305.77</b>

**23. OTHER EXPENSES**

(₹ in mio)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
<b>a) Administrative expenses</b>		
Rent	57.54	58.76
Rates and taxes	22.97	25.96
Insurance	18.46	16.51
Repairs and maintenance- building	1.02	5.39
Repairs and maintenance- others	19.33	22.52
Royalty	1.00	1.00
Water & electricity charges	17.81	21.52
Vehicle running and maintenance	39.47	46.37
Travelling and conveyance	60.44	52.86
Legal and professional charges	226.73	227.14
Commission to non-executive directors	1.50	2.00
Directors sitting fees	1.50	1.14
Printing and stationery	19.37	22.47
Postage, telephone & courier	39.87	41.64
Donation	22.05	58.75
Auditors' remuneration (refer note no. 38)	4.75	6.11
Bad debts & advances written off	1.20	3.86
Provision for doubtful trade receivables, deposits and advances	16.16	13.80
Loss on sale of fixed assets (net)	-	7.98
Miscellaneous expenses	35.12	46.41
	<b>606.29</b>	<b>682.19</b>
Less: Allocated to projects	191.93	206.46
<b>Total (a)</b>	<b>414.36</b>	<b>475.73</b>
<b>b) Selling expenses</b>		
Business promotion	87.27	139.62
Rebate & discount to customers	175.70	184.96
Commission	290.88	504.06
Advertisement and publicity	75.44	99.51
	<b>629.29</b>	<b>928.15</b>
Less: Allocated to projects	-	-
<b>Total(b)</b>	<b>629.29</b>	<b>928.15</b>
<b>Total (a+b)</b>	<b>1,043.65</b>	<b>1,403.88</b>

**24. EARNINGS PER SHARE**

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Profit after tax attributable to shareholders (₹ in mio)	600.68	785.20
Less: Proposed Dividend on Preference shares	2.50	0.31
Less: Dividend tax on proposed dividend on Preference shares	0.51	0.05
Profit attributable to equity shareholders (₹ in mio)	<b>597.67</b>	<b>784.84</b>
Numerator used for calculating basic and diluted earnings per share (₹ in mio)	<b>597.67</b>	<b>784.84</b>
Equity shares outstanding as at the beginning of the year	182,900,540	173,567,000
Add: Issue of bonus equity share during the year	-	9,333,540
Equity shares outstanding as at the end of the year	182,900,540	182,900,540
Weighted Average number of shares used as denominator for calculating Basic & diluted earnings per share	182,900,540	182,900,540
Nominal value of per share (in ₹)	10/-	10/-
Basic and diluted earnings per share (in ₹)	3.27	4.29

**25. CONTINGENT LIABILITIES & COMMITMENTS**

Particulars	(₹ in mio)	
	As at March 31, 2015	As at March 31, 2014
Claims by customers/vendors against the company not acknowledged as debts (to the extent quantifiable)	669.41	618.89
Bank guarantees		
- in respect of the group	1,453.99	1,005.63
- In respect of erstwhile subsidiary company and others	35.31	35.31
Counter guarantees	-	-
Corporate guarantee in respect of erstwhile subsidiary company	-	32.63
Disputed tax amounts		
- Sales tax	66.51	82.53
- Service tax	29.17	33.93
- Income tax	1,691.34	2,520.99
Capital commitments	0.43	2.53
Writ Petition filed by Income tax department against order of Settlement Commission before Delhi High Court	Amount Unascertainable	Amount Unascertainable
Certain civil cases preferred against the Company in respect of labour laws, specific performance of certain land agreements, etc. and disputed by the Company	Not quantifiable	Not quantifiable
The Company may be contingently liable to pay damages / interest in the process of execution of real estate projects and for specific non-performance of certain agreements, the amount of which cannot presently be ascertained	Amount Unascertainable	Amount Unascertainable
There are few construction contracts in which there are delays in target date of completion, the extension of which has been applied. The company is quite hopeful that extension of target date of completion would be received and no liability of whatsoever nature under the contracts would devolve upon the company.	Amount Unascertainable	Amount Unascertainable

**26.** During the year, effective from 01.04.2014, the company has revised depreciation rates on fixed assets as per the useful life as specified in Schedule II of the Companies Act, 2013. Based on current estimates, depreciation of ₹ 7.22 mio (net of deferred tax asset of ₹ 3.73 mio) on account of assets whose useful life has already been exhausted as on 01.04.2014, has been adjusted with opening balance of Reserves and Surplus. Had there not been any changes in useful life of the assets, depreciation for the year ended 31.03.2015 would have been lower by ₹ 5.54 mio (net of ₹ 3.13 mio allocated to the projects).

**27.** Determination of revenues under 'Percentage of Completion method' necessarily involves making estimates by management for percentage of completion, cost to completion, revenues expected from projects, projected profits and foreseeable losses. These estimates being of a technical nature have been relied upon by the auditors.

**28.** Balances of trade receivables, trade payables, current / non-current advances given/ received are subject to reconciliation and confirmation from respective parties. The balance of said trade receivables, trade payables, current / non-current advances given/ received are taken as shown by the books of accounts. The ultimate outcome of such reconciliation

and confirmation cannot presently be determined, therefore, no provision for any liability that may result out of such reconciliation and confirmation has been made in the financial statement, the financial impact of which is unascertainable due to the reasons as above stated.

29. Inventories, loans & advances, trade receivables and other current / non-current assets are in the opinion of the management do not have a value on realization in the ordinary course of business, less than the amount at which they are stated in the balance sheet.
30. The income tax department has, in case of Omaxe Limited filed writ petition before Hon'ble Delhi High Court against the order of Income tax settlement commission in earlier years for assessment year 2000-01 to 2006-07, which is pending for hearing. Pending final outcome of such petition filed, no provision of any potential liability has been made in the books of accounts, the amount of which cannot presently be ascertained.

The income tax department has raised a demand of ₹ 903.97 mio against the company after giving effect to orders of CIT(A) for A.Y. 2007-08 and 2008-09 on account of disallowance u/s 80IB. The company has filed appeals before the appropriate authorities against the impugned orders of the CIT (A). However an amount of ₹ 789.52 mio has been deposited by the company against this demand under dispute. Further the Income Tax Department has also filed necessary appeals/writ petitions/ SLP vzwth appropriate authority against the relief given by various appellate authorities to the Company/.subsidiaries. A further demand of ₹ 786.35 mio has been raised against the company/ subsidiaries for various assessment years mainly on account of disallowance u/s 80IB and demand u/s 271(1)(c) and the company/ subsidiaries have filed appeals before the CIT(A) against this demand. An amount of ₹ 84.0 mio has been deposited by the company/ subsidiaries against this demand under dispute.

Based on the decision of various appellate authorities and the interpretations of relevant provisions of Income Tax Act, 1961, the Company has been advised by the experts that the claim of the company under Section 80 (IB) is sustainable, accordingly the Company is hopeful that the demand so raised is likely to be deleted.

31. The Company has advanced a sum of ₹ 745.05 mio to one of its wholly owned subsidiary company namely Eden Buildcon Limited (hereinafter referred to as "Subsidiary Company") for acquiring land from Hyderabad Metropolitan Development Authority (HMDA) for real estate projects. The said subsidiary company participated in bid in respect of auction by HMDA and paid initial deposit of ₹ 750.63 mio against total value of ₹ 3,002.50 mio. During the process of post auction verification of title to the auctioned land, the subsidiary company on scrutiny of documents found that the auctioned land is the subject matter of pending litigations before Hon'ble Andhra Pradesh High Court. Thereafter, the subsidiary company requested HMDA to obtain necessary orders from the court empowering HMDA to alienate the auction land and also expressed its earnest intention to pay the balance cost of land. HMDA asserted that there is no legal impediment for transferring the title of the land and directed the subsidiary company to remit the balance sales consideration. The subsidiary company applied to HMDA for refund of the initial booking amount. The request for such refund was not considered by HMDA and HMDA demanded balance amount of ₹ 2,251.87 mio failing which the entire booking amount was liable to be forfeited. On writ petition filed by the company for refund of the amount deposited which was tagged along with other similar petitions, single bench of Hon'ble Andhra Pradesh High Court allowed the appeal in favour of the subsidiary company. Appeal against the order of the single bench was filed by HMDA before division bench, which was allowed in favour of HMDA. The subsidiary company has filed special leave petition (SLP) before Hon'ble Supreme Court of India and stay order has been granted. The matter is sub-judice and is pending before Hon'ble Supreme Court of India. Pending final outcome of such petition filed, the amount advanced by the company to HMDA is considered good and classified as non-current.
32. The construction on one real estate project of one of the subsidiary company has been suspended due to stay given on construction on the project by Hon'ble High Court on the basis of public interest litigation. The management of the company is of the opinion that stay on construction of aforesaid project shall be vacated in due course of time, therefore, on the basis of going concern assumption, no adjustment in respect of revenue / profits already booked before such stay and customers advances related to the project has been made in the books of accounts.
33. The amount of expenditure for the year ended 31<sup>st</sup> March, 2015, which the Company was required to incur related to Corporate Social Responsibility as per section 135 of Companies Act, 2013 worked out to be ₹ 21.65 mio. During the year ended 31<sup>st</sup> March, 2015, the Company has not made any expenditure on this account.

**34. Employees Benefit****A. Gratuity**

The Company is having group gratuity scheme with LIC of India.

**i) Amount recognized in statement of Profit & Loss is as under:**

(₹ in mio)

Description	Year ended March 31, 2015	Year ended March 31, 2014
Current service cost	13.07	13.84
Interest cost	6.59	5.03
Expected return on planned assets	(0.03)	(0.34)
Net actuarial (gain) / loss recognized during the year	10.54	1.54
<b>Total</b>	<b>30.17</b>	<b>20.07</b>

**ii) Movement in the liability recognised in Balance Sheet is as under:**

(₹ in mio)

Description	Year ended March 31, 2015	Year ended March 31, 2014
Present value of obligation at the beginning of the year	76.87	62.89
Current service cost	13.07	13.84
Interest cost	6.59	5.03
Benefit paid	(25.61)	(6.27)
Actuarial (gain) / loss on obligation	10.63	1.38
Present value of obligation as at the end of year	<b>81.55</b>	<b>76.87</b>

**iii) Changes in fair value of plan assets**

(₹ in mio)

Description	Year ended March 31, 2015	Year ended March 31, 2014
Fair value of plan assets at the beginning of the year	0.20	3.85
Expected return on plan assets	0.03	0.34
Contribution	12.57	2.45
Benefit paid out of plan assets	(11.60)	(6.27)
Actuarial gain\ (loss) on plan assets	0.09	(0.17)
Fair value of plan assets at the end of the year	<b>1.29</b>	<b>0.20</b>

**iv) Net assets / liability recognised in Balance Sheet**

(₹ in mio)

Description	Year ended March 31, 2015	Year ended March 31, 2014
Current liability	2.99	2.72
Non-Current liability	78.56	74.15
Total PBO at the end of year	<b>81.55</b>	<b>76.87</b>
Fair value of plan assets as at the end of the year	1.29	0.20
(Assets)/Liabilities recognized in the Balance Sheet	<b>80.26</b>	<b>76.67</b>

**v) For determination of gratuity liability of the Company the following actuarial assumption were used.**

Description	Year ended March 31, 2015	Year ended March 31, 2014
Discount rate	8.00%	8.50%
Future salary increase	6.00%	6.00%
Expected rate of return on planned assets	9.00%	8.75%
Method used	Projected unit credit actuarial method	Projected unit credit actuarial method

**B. Leave Encashment**

Provision for leave encashment in respect of unavailed leaves standing to the credit of employees is made on actuarial basis. The Company does not maintain any fund to pay for leave encashment.

**i) Amount recognized in statement of Profit & Loss is as under:-**

(₹ in mio)

Description	Year ended March 31, 2015	Year ended March 31, 2014
Current service cost	14.81	18.33
Interest cost	6.35	5.44
Net actuarial (gain)/loss recognized during the year	(7.59)	(0.69)
Recognized in statement of Profit & Loss	<b>13.57</b>	<b>23.08</b>

**ii) Movement in the liability recognized in Balance Sheet is as under:**

(₹ in mio)

Description	Year ended March 31, 2015	Year ended March 31, 2014
Present value of obligation at the beginning of the year	77.23	67.91
Interest cost	6.35	5.44
Current service cost	14.81	18.33
Benefit paid	(18.23)	(13.76)
Actuarial (gain)/loss on obligation	(7.59)	(0.69)
Present value of obligation at the end of the year	<b>72.57</b>	<b>77.23</b>

**iii) Amount recognized in Balance sheet**

(₹ in mio)

Description	Year ended March 31, 2015	Year ended March 31, 2014
Current liability (Amount due within one year)	2.41	2.89
Non-Current liability (Amount due over one year)	70.16	74.34
Total PBO at the end of year	<b>72.57</b>	<b>77.23</b>

**iv) For determination of liability in respect of leave encashment, the Company has used the following actuarial assumption.**

Description	Year ended March 31, 2015	Year ended March 31, 2014
Discount rate	8.00%	8.50%
Future salary increase	6.00%	6.00%
Actuarial method used	Projected unit credit actuarial method	Projected unit credit actuarial method

**C. Provident Fund**

The Company makes contribution to statutory provident fund in accordance with Employees Provident Fund and Misc. Provision Act, 1952. This is post employment benefit and is in the nature of defined contribution plan.

**35. Earnings in foreign currency**

(₹ in mio)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Receipts against booking of units in 'Real Estate Projects'	22.28	27.61

**36. Expenditure in foreign currency**

(₹ in mio)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Foreign travel	3.75	3.88
Consultancy charges	8.82	18.97
Others	0.63	0.86
<b>Total</b>	<b>13.20</b>	<b>23.71</b>

**37. C.I.F. value of imports**

(₹ in mio)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Purchase of material	15.86	77.72

**38. Auditors' remuneration**

(₹ in mio)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Audit fees	3.49	4.89
Limited review fees	0.60	0.60
Tax audit fees	0.50	0.55
Certification charges	0.12	0.07
Out of pocket expenses	0.04	-
<b>Total</b>	<b>4.75</b>	<b>6.11</b>

**39. Disclosure in accordance with Accounting Standard -7 (Revised), in respect of contracts entered into on or after April 1, 2003:-**

(₹ in mio)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Contract revenue recognised as revenue for the year ended March, 2015	124.42	178.28
Aggregate amount of contract costs incurred and recognised profits (less recognised losses) upto March 31, 2015 for all the contracts in progress	3,429.05	3,308.53
The amount of customer advances outstanding for contracts in progress as at March 31, 2015	6.77	13.89
The amount of retentions due from customers for contracts in progress as at March 31, 2015	10.61	8.23
Gross amount due from customers including work in progress for contracts in progress as at March 31, 2015	120.14	300.03
Gross amount due to customers for contracts in progress as at March 31, 2015	-	-

**40. Lease**

- a. The Company has taken certain premises on non-cancellation operating lease. The future minimum lease payments in respect of which as at 31<sup>st</sup> March, 2015 are as follows:-

(₹ in mio)

Minimum lease payments	As at March 31, 2015	As at March 31, 2014
Payable not later than one year	615.16	142.05
Payable later than one year and not later than five years	2,106.15	513.10
Payable later than five years	355.59	50.05
<b>Total</b>	<b>3,076.90</b>	<b>705.20</b>

- b. The lease agreements provide for an option to the Company to renew the lease period at the end of the non-cancellation period. There are no exceptional/ restrictive covenants in the lease agreement.
- c. Lease rent expenses in respect of operating lease debited to cost of material consumed, construction and other related project cost ₹ 329.14 mio (P.Y. ₹ 63.67 mio) and debited to statement of profit and loss account ₹ 57.54 mio (P.Y. ₹ 58.76 mio).

#### 41. Segment information

##### Business segments

Based on similarity of activities/products, risk and reward structure, organization structure and internal reporting system, the Company has structured its operations into the following segments:

##### Real estate

Promotion, construction, development and sale of townships, residential, commercial property, developed plots etc.

##### Construction

Construction of property on behalf of clients.

	(₹ in mio)				
	Real Estate	Construction	Others	Eliminations	Total
<b>REVENUE</b>					
External revenue	14,137.62 (16,015.75)	169.92 (210.73)	3.31 (4.77)	- -	14,310.85 (16,231.25)
Inter Segment Revenue	- -	4,904.49 (5,300.11)	170.80 (28.39)	(5,075.29) (-5,328.50)	0.00 -
Total revenue	14,137.62 (16,015.75)	5,074.41 (5,510.84)	174.11 (33.16)	(5,075.29) (-5,328.50)	14,310.85 (16,231.25)
<b>SEGMENT RESULT</b>	<b>3,949.88</b> (4,274.63)	<b>39.85</b> (81.54)	- (-)	- (-)	<b>3,989.73</b> (4,356.17)
Unallocated corporate expenses net of unallocated income	- (-)	- (-)	- (-)	- (-)	1,685.79 (2,089.43)
Operating profit	-	-	-	-	2,303.94 (2,266.74)
Less: Interest expenses	-	-	-	-	1,435.17 (1,305.77)
Add: Interest income	-	-	-	-	233.13 (194.43)
Profit Before Tax					1,101.90 (1,155.40)
Less: Income taxes (including prior year tax adjustment)	-	-	-	-	503.51 (369.28)
<b>Profit after tax (before adjustment for minority interest)</b>	-	-	-	-	598.39 (786.12)
Less: Share of profit/ (loss) transferred to minority	-	-	-	-	(2.29) (-0.92)
<b>Profit after tax (after adjustment for minority interest)</b>	-	-	-	-	600.68 (785.20)
<b>OTHER INFORMATION</b>					
Segment assets	62,706.76 (57,802.09)	1,945.01 (1,948.16)	- (-)	- (-)	64,651.77 (59,750.25)
Unallocated corporate assets	- (-)	- (-)	- (-)	- (-)	4,427.33 (4,779.83)
<b>TOTAL ASSETS</b>					<b>69,079.10</b> (64,530.08)
Segment liabilities	33,927.97 (30,158.80)	1,362.37 (1,440.70)	- (-)	- (-)	35,290.34 (31,599.50)



Unallocated corporate liabilities	-	-	-	-	469.94 (646.44)
<b>TOTAL LIABILITIES</b>					<b>35,760.28</b> (32,245.94)
Capital expenditure	-	-	-	-	100.94 (182.95)
Depreciation/ amortisation	(-)	(-)	(-)	(-)	210.96 (147.81)
Non cash expenses other than depreciation/ amortisation	-	-	-	-	17.36 (25.64)

Figures in bracket represent those of previous year.

The trading business which was not reportable segment during the year have been grouped under the "Others" segment.

### Geographic segment

Operations of the Company do not qualify, for reporting as geographic segments, under the criteria set out under Accounting Standard 17 on 'Segment reporting'.

### 42. Related parties disclosures

Related parties are classified as:

<b>I Holding Company</b>	
1	Guild Builders Private Limited
<b>II Fellow Subsidiary companies</b>	
1	Dream Home Developers Private Limited
2	Hansa Properties Private Limited
<b>III Entities over which key managerial personnel or their relatives exercises significant influence</b>	
1	Aanchal Infrabuild Private Limited
2	Abhay Technobuild Private Limited
3	Abhiman Buildtech Private Limited
4	Absolute Infrastructure Private Limited
5	Adhar Buildtech Private Limited
6	Adil Developers Private Limited
7	Advaita Properties Private Limited
8	Advay Properties Private Limited
9	Affordable Home Loan Advisors Private Limited
10	Aftab Developers Private Limited
11	Agasthya Properties Private Limited
12	Alpesh Builders Private Limited
13	Amani Realcon Private Limited
14	Amber Infrabuild Private Limited
15	Amit Jain Builders Private Limited
16	Amod Builders Private Limited
17	Ananddeep Realtors Private Limited
18	Anant Realcon Private Limited
19	Aneesh Buildtech Private Limited
20	Annay Realtors Private Limited

21	Apoorva Infrabuild Private Limited
22	Arhan Builders Private Limited
23	Arhant Infrabuild Private Limited
24	Aric Infrabuild Private Limited
25	Arjit Builders Private Limited
26	Ashtam Builders Private Limited
27	Asian Fast Food Services Private Limited (w.e.f. 07.08.2014)
28	Avindra Estate Developers Private Limited
29	Aviral Buildtech Private Limited
30	Avtar Infrabuild Private Limited
31	Avval Builders Private Limited
32	Axeom Advertising Solutions Limited
33	B D Agarwal Securities Private Limited
34	Badal Developers Private Limited
35	Badal Impex Private Limited
36	Balesh Technobuild Private Limited
37	Bali Buildtech Private Limited
38	Bandhu Buildtech Private Limited
39	Banke Builders Private Limited
40	Basant Infrabuild Private Limited
41	Beautiful Landbase Private Limited
42	Bhanu Retail Private Limited
43	Bharatbhoomi Township Limited
44	Bhargav Builders Private Limited
45	Bhavesh Buildcon Private Limited
46	Bhuvan Buildtech Private Limited
47	Blossom Buildhome Private Limited

48	Buildwell Builders Private Limited	91	Gurmeet Builders Private Limited
49	Caleen Hotels Private Limited	92	Havish Buildcon Private Limited
50	Chaitanya Realcon Private Limited	93	Hina Technobuild Private Limited
51	Chetan Infrabuild Private Limited	94	Hitech Hotels Private Limited
52	Chirag Buildhome Private Limited	95	Hriday Hitech Builders Private Limited
53	Cress Propbuild Private Limited	96	Indrasan Developers Private Limited
54	Daksh Airport Developers Private Limited	97	Inesh Buildcon Private Limited
55	Daksh Township Private Limited	98	Inesh Developers Private Limited
56	Damini Infratech Private Limited	99	Inqalab Builders Private Limited
57	Darpan Buildtech Private Limited	100	Interactive Buildtech Private Limited
58	Darsh Buildtech Private Limited	101	Istuti Realcon Private Limited
59	Deejit Developers Private Limited	102	Jagat Buildtech Private Limited
60	Deepalay Realtors Private Limited	103	Jai Bhoomi Projects Limited
61	Deepal Township Private Limited	104	Jai Dev Colonisers Private Limited
62	Deepsan Realtors Private Limited	105	Jalesh Builders And Developers Private Limited
63	Deepsing Realtors Private Limited	106	Jayant Buildhome Private Limited
64	Derwal Realtors Private Limited	107	Jishnu Buildcon Private Limited
65	Desire Housing and Construction Private Limited	108	Jitenjay Realtors Private Limited
66	Devang Builders Private Limited	109	Jivish Colonisers Private Limited
67	Devgar Estate Developers Private Limited	110	JSM Enterprises Private Limited
68	Distinctive Infrastructure And Construction Private Limited	111	Kalp Buildtech Private Limited
69	Divya Buildhome Private Limited	112	Kamini Builders And Promoters Private Limited
70	Dream Techno Build Private Limited	113	Kanak Buildhome Private Limited
71	Dream Towers Private Limited	114	Kanha Logistics Private Limited
72	DVM Realtors Private Limited	115	Kartik Buildhome Private Limited
73	Dwarkadish Land and Farms Private Limited	116	Kashish Buildtech Private Limited
74	Examo Estate Management Private Limited	117	KBM Constructions Private Limited
75	Excellent Apartments Private Limited	118	Keshto Buildcon Private Limited
76	Fast Track Buildcon Private Limited	119	Kirti Hotels Private Limited
77	Forever Housing and Properties Private Limited	120	Kishordeep Realtors Private Limited
78	Fragrance Housing And Properties Private Limited	121	Krishan Kripa Buildcon Private Limited
79	Fragrance Information And Communication Technologies Private Limited	122	Laldeep Realtors Private Limited
80	Gaamit Realtors Private Limited	123	Lavanya Builders Private Limited
81	Gagan Realcon Private Limited	124	Lifestyle Township Private Limited
82	Garg and Goel Estate Developers Private Limited	125	Lohith Developers Private Limited
83	Garg Realtors Private Limited	126	Luxury Township Private Limited
84	Garvish Realtors Private Limited	127	M I J Infrastructure Private Limited
85	Gaurang Buildcon Private Limited	128	Maa Omwati Education Trust
86	Geet Buildhome Private Limited	129	Mangal Bhumi Properties Private Limited
87	Girish Buildwell Private Limited	130	Mangla Villas Private Limited
88	Glamour Hotels Private Limited	131	Manik Buildcon Private Limited
89	Goel Isha Colonisers Private Limited	132	Mankish Colonisers Private Limited
90	Green Earth Promoters Private Limited	133	Manprav Developers Private Limited
		134	Manwal Colonisers Private Limited

135	Megh Airways Private Limited	176	Puru Builders Private Limited
136	Meghmala Builders Private Limited	177	Radhika Buildwell Private Limited
137	Mihir Buildwell Private Limited	178	Rahi Transport Private Limited
138	Milestone Township Private Limited	179	Ramneesh Builders Private Limited
139	Miniature Township and Properties Private Limited	180	Ramniya Estate Developers Private Limited
140	Mohak Tours and Travels Private Limited	181	Raveendeeep Colonisers Private Limited
141	Motto Developers Private Limited	182	Renown Estate Developers Private Limited
142	NAFHIL Gujrat Homes Limited	183	Rishit Buildcon Private Limited
143	Nakul Technobuild Private Limited	184	Rocky Valley Resorts Private Limited
144	Naptune Technobuild Projects Private Limited	185	Rockyard Properties Private Limited
145	National Affordable Housing and Infrastructure Limited (up to 07.08.2014)	186	Rohak Builders Private Limited
146	Natraj Colonisers Private Limited	187	Ryhme Propbuild Private Limited
147	Naveenraj Realtors Private Limited	188	Saamit Realtors Private Limited
148	Neegar Developers Private Limited	189	Sakal Agrotech Private Limited
149	New Horizons Township Developers Private Limited	190	Sandeep Landcon Private Limited
150	Nikunj Infrabuild Private Limited	191	Sandeep Township Private Limited
151	NJS Developers Private Limited	192	Sangupt Developers Private Limited
152	Obalesh Buildcon Private Limited	193	Sanjit Realtors Private Limited
153	Omaxe Affordable Homes Private Limited	194	Sankalp Realtors Private Limited
154	Omaxe Bihar Affordable Housing Private Limited	195	Sanya Realtors Private Limited
155	Omaxe Chhattisgarh Affordable Housing Private Limited	196	Sapphire Township and Developers Private Limited
156	Omaxe Foundation (Regd.)	197	Savin Realtors Private Limited
157	Omaxe Global Trading Corporation Private Limited	198	Sentinent Properties Private Limited
158	Omaxe Hotels Limited	199	Shalin Buildwell Private Limited
159	Omaxe Housing And Commercial Projects Limited	200	Shantiniwas Developers Private Limited
160	Omaxe Infrastructure Development Private Limited	201	Shardul Builders Private Limited
161	Omaxe Madhya Pradesh Affordable Housing Private Limited	202	Shashank Buildhome Private Limited
162	Omaxe Orissa Developers Limited	203	Shikhar Landcon Private Limited
163	Omaxe Pragati Maidan Exhibition Limited	204	Shining Home Infrastructure Private Limited
164	Omaxe Punjab Affordable Housing Private Limited	205	Shivkripa Buildhome Private Limited
165	Omaxe Rajasthan Affordable Housing Private Limited	206	LB Circle India Private Limited (Formerly known as Shrey Technobuild Private Limited)
166	Omaxe Realtors Private Limited	207	Shreyas Buildhome Private Limited
167	Omaxe Retail Limited	208	Singdeep Estate Developers Private Limited
168	Omaxe Uttar Pradesh Affordable Housing Private Limited	209	Smart Buildhome Private Limited
169	P N Buildcon Private Limited	210	Snehal Buildcon Private Limited
170	Paradise On Earth Properties Private Limited	211	SNJ Builders Private Limited
171	Parjit Realtors Private Limited	212	Source Developers Private Limited
172	Prabal Developers Private Limited	213	Spike Developers Private Limited
173	Praveen Buildcon Private Limited	214	Starex Projects Private Limited
174	Praveen Mehta Builders Private Limited	215	Starshine Hotels Private Limited
175	PSJ Developers Private Limited	216	Starshine Realtors Private Limited
		217	Stepping Stone Buildhome Private Limited
		218	Stronghold Properties Private Limited
		219	Subodh Buildwell Private Limited

220	Sukhversa Properties Private Limited
221	Sumedha Builders Private Limited
222	Sunlife Properties Private Limited
223	Sunrise Township Private Limited
224	Sunshine Buildtech Private Limited
225	Sunview Township Private Limited
226	Swapan Sunder Township Developers Private Limited
227	Swapnil Buildhome Private Limited
228	Swarg Sukh Buildhome Private Limited
229	Swarn Bhumi Buildhome Private Limited
230	Tariq Infrabuild Private Limited
231	Taru Buildcon Private Limited
232	The International Omaxe Construction Limited
233	True Dreams Developers Private Limited
234	True Estate Build Developers Private Limited
235	True Gem Tech Developers Private Limited
236	Tushar Landcon Private Limited
237	Udal Properties Private Limited
238	Umang Buildcon Private Limited
239	Vaibhav Technobuild Private Limited
240	Vaman Buildhome Private Limited
241	Veenish Realtors Private Limited
242	Veer Buildhome Private Limited
243	Versatile Buildhome Private Limited
244	VGSG Realtors Private Limited
245	Vimsan Realtors Private Limited
246	Vineera Colonisers Private Limited
247	Vingar Developers Private Limited
248	Vishishth Buildhome Private Limited
249	VSG Builders Private Limited
250	M/s J.B. Goel & Family ( HUF)
251	M/s Rohtas Goel (HUF)
252	M/s Sunil Goel ( HUF)
<b>IV Key managerial personnel</b>	
1	Mr. Rohtas Goel
2	Mr. Sunil Goel
3	Mr. Jai Bhagwan Goel
4	Mr. Mohit Goel
5	Mr. Vimal Gupta
6	Mr. Venkat Rao
7	Ms. Vijayalaxmi
<b>V Relatives of key managerial personnel</b>	
1	Mrs. Sushma Goel
2	Mr. Nakul Goel

Summary of related parties transactions are as under:

							( ₹ in mio)
S. No.	Nature of Transaction	Holding Company	Fellow Subsidiaries	Entities over which key managerial personnel and / or their relatives exercise significant influence	Key managerial personnel	Relatives of key managerial personnel	Total
<b>A</b>	<b>Transactions made during the year</b>						
1	Income from real estate projects	-	-	<b>82.59</b>	-	-	<b>82.59</b>
		(-)	(-)	(29.28)	(36.72)	(-)	(66.00)
2	Lease rent received	<b>0.12</b>	<b>0.12</b>	<b>0.10</b>	-	-	<b>0.34</b>
		(0.52)	(0.12)	(0.32)	(-)	(-)	(0.96)
3	Interest income	-	<b>0.68</b>	<b>0.92</b>	-	-	<b>1.60</b>
		(-)	(0.70)	(0.95)	(-)	(-)	(1.65)
4	Dividend paid	<b>58.62</b>	<b>4.46</b>	<b>0.01</b>	<b>4.59</b>	<b>1.20</b>	<b>68.88</b>
		(87.42)	(6.25)	(0.02)	(6.43)	(1.68)	(101.80)
5	Land, development & other rights purchased	-	-	<b>(8.09)</b>	-	-	<b>(8.09)</b>
		(-)	(-)	(793.20)	(-)	(-)	(793.20)
6	Interest cost	<b>39.21</b>	-	<b>22.93</b>	-	-	<b>62.14</b>
		(17.95)	(-)	(-)	(-)	(-)	(17.95)
7	Remuneration	-	-	-	<b>68.86</b>	<b>0.60</b>	<b>69.46</b>
		(-)	(-)	(-)	(74.21)	(1.12)	(75.33)
8	Royalty paid	-	-	-	<b>1.00</b>	-	<b>1.00</b>
		(-)	(-)	(-)	(1.00)	(-)	(1.00)
9	Lease rent paid	-	<b>0.96</b>	<b>3.40</b>	-	-	<b>4.36</b>
		(-)	(0.96)	(3.40)	(-)	(-)	(4.36)
10	Donation made	-	-	<b>7.30</b>	-	-	<b>7.30</b>
		(-)	(-)	(7.20)	(-)	(-)	(7.20)
11	Lease security refunded	-	-	-	-	-	-
		(0.18)	(-)	(-)	(-)	(-)	(0.18)
12	Lease security received back	-	<b>14.00</b>	<b>30.05</b>	-	-	<b>44.05</b>
		(-)	(-)	(-)	(-)	(-)	(-)
13	Loan received(net)	<b>(23.20)</b>	<b>(36.87)</b>	-	<b>12.65</b>	-	<b>(47.42)</b>
		(23.20)	(36.87)	(-)	(93.13)	(-)	(153.20)
14	Bank guarantees matured	-	-	-	-	-	-
		(-)	(-)	(0.05)	(-)	(-)	(0.05)
15	Share Purchased	-	-	-	<b>1.04</b>	<b>0.14</b>	<b>1.18</b>
		(-)	(-)	(-)	(-)	(-)	(-)
<b>B</b>	<b>Closing balances</b>						
1	Trade receivables	-	-	<b>45.74</b>	-	-	<b>45.74</b>
		(-)	(-)	(26.90)	(-)	(-)	(26.90)
2	Loans & advances recoverable	-	-	<b>447.41</b>	-	-	<b>447.41</b>
		(-)	(-)	(611.51)	(-)	(-)	(611.51)
3	Lease security recoverable	-	-	-	-	-	-
		(-)	(14.00)	(30.05)	(-)	(-)	(44.05)
4	Trade payable	-	-	<b>97.08</b>	-	-	<b>97.08</b>
		(-)	(-)	(374.59)	(-)	(-)	(374.59)
5	Advances/balance outstanding	<b>185.23</b>	-	<b>100.11</b>	<b>99.26</b>	<b>0.04</b>	<b>384.64</b>
		(47.68)	(-)	(44.18)	(108.80)	(0.05)	(200.71)
6	Loans received outstanding	<b>200.00</b>	-	-	<b>105.78</b>	-	<b>305.78</b>
		(223.20)	(36.87)	(-)	(93.13)	(-)	(353.20)
7	Lease security payable	<b>0.03</b>	<b>0.03</b>	-	-	-	<b>0.06</b>
		(0.03)	(0.03)	(-)	(-)	(-)	(0.06)
8	Bank guarantees	-	-	<b>0.10</b>	-	-	<b>0.10</b>
		(-)	(-)	(0.10)	(-)	(-)	(0.10)

Figures in bracket represents those of previous year.

Particulars of transactions in excess of 10% of the total related party transactions and their balance at year end:

(₹ in mio)

S. No.	Name of Transaction	Holding Company		Fellow Subsidiaries		Entities over which key managerial personnel and / or their relatives exercise significant influence		Key managerial personnel		Relatives of key managerial personnel	
		Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2015	Year ended March 31, 2014
<b>A Transactions during the year</b>											
1	<b>Income from real estate projects</b>										
	Deepsing Realtors Private Limited					14.10					
	Devgar Estate Developers Private Limited					12.16					
	Manwal Colonisers Private Limited					10.27					
	Motto Developers Private Limited					8.50					
	Spike Developers Private Limited					18.00	24.63				
2	<b>Lease rent received</b>										
	Guild Builders Private Limited	0.12	0.52								
	Dream Home Developers Private Limited			0.12	0.12						
	Omaxe Retail Limited					0.10	0.12				
3	<b>Interest income</b>										
	Hansa Properties Private Limited			0.68	0.70						
	Buildwell Builders Private Limited					0.92	0.95				
4	<b>Dividend Paid</b>										
	Guild Builders Private Limited	58.62	87.42								
	Dream Home Developers Private Limited			4.46	6.25						
	Rohtas Goel							1.37	1.92		
	Sushma Goel									1.19	1.66
	Sunil Goel							1.67	2.34		
	Jai Bhagwan Goel							1.55	2.17		
	Rohtas Goel (HUF)					0.01	0.01				
	Sunil Goel (HUF)					0.01	0.01				
5	<b>Interest cost</b>										
	Guild Builders Private Limited	39.21	17.95								
	Kashish Buildtech Private Limited					13.37					
	Kamini Builders And Promoters Private Limited					5.09					
	Shikhar Landcon Private Limited					4.47					
6	<b>Remuneration</b>										
	Rohtas Goel							34.10	45.10		

	Sunil Goel						15.60	18.00		
	Jai Bhagwan Goel						8.40	9.91		
	Nakul Goel								0.60	0.14
<b>7</b>	<b>Royalty paid</b>									
	Rohtas Goel						1.00	1.00		
<b>8</b>	<b>Lease rent paid</b>									
	Hansa Properties Private Limited		0.96	0.96						
	Buildwell Builders Private Limited				1.00	1.00				
	Dwarkadish Land & Farms Private Limited				1.20	1.20				
	Sukhversa Properties Private Limited				1.20	1.20				
<b>9</b>	<b>Donation made</b>									
	Omaxe Foundation (Regd.)				1.30	1.20				
	Maa Omwati Education Trust				6.00	6.00				
<b>10</b>	<b>Lease security received back</b>									
	Hansa Properties Private Limited		14.00							
	Buildwell Builders Private Limited				19.05					
	Sukhversa Properties Private Limited				6.00					
	Dwarkadish Farms & Land Private Limited				5.00					
<b>11</b>	<b>Loan received (net)</b>									
	Guild Builders Private Limited	(23.20)	23.20							
	Dream Home Developers Private Limited			(36.87)	36.87					
	Rohtas Goel						(5.00)	75.49		
	Sunil Goel						15.10	12.99		
	Jai Bhagwan Goel						2.55			
<b>12</b>	<b>Shares Purchased</b>									
	Mohit Goel						0.90			
	Sushma Goel								0.05	
	Seema Goel								0.05	
	Rekha Goel								0.05	
<b>B</b>	<b>Closing balances</b>									
<b>1</b>	<b>Trade receivables</b>									
	Spike Developers Private Limited				18.90	23.49				
	Deepsing Realtors Private Limited				13.01					
	Manwal Colonisers Private Limited				10.22					
<b>2</b>	<b>Loans &amp; advances recoverable</b>									
	Arjit Builders Private Limited				97.73	97.73				
	Kashish Buildtech Private Limited				61.36					
	Dvm Realtors Private Limited				52.65	211.58				
<b>3</b>	<b>Trade payable</b>									
	Shikhar Landcon Private Limited				24.13	51.52				

	Kamini Builders And Promoters Private Limited				26.41	86.72				
	Kashish Buildtech Private Limited				46.54	236.15				
4	<b>Advances/balance outstanding</b>									
	Guild Builders Private Limited	185.23	47.68							
	Starex Projects Private Limited				26.67	26.67				
	Arhant Infrabuild Private Limited				72.73					
	Rohtas Goel						95.62	100.28		
	Nakul Goel								0.04	0.05
5	<b>Loans received outstanding</b>									
	Guild Builders Private Limited	200.00	223.20							
	Rohtas Goel						70.49	75.49		
	Sunil Goel						28.09	12.99		
6	<b>Lease security payable</b>									
	Guild Builders Private Limited	0.03	0.03							
	Dream Home Developers Private Limited			0.03	0.03					
7	<b>Bank guarantees</b>									
	Omaxe Retail Limited				0.10	0.10				

43. The details of goodwill and capital reserve on consolidation are as under:-

(₹ in mio)

Particulars	As at March 31, 2015	As at March 31, 2014
Goodwill	787.47	789.56
Capital reserve	56.85	57.63
<b>Goodwill (net of capital reserve) on consolidation</b>	<b>730.62</b>	<b>731.93</b>

44. The company has regrouped / reclassified previous year figures where necessary to conform with current year's classification.

The notes no. 1-44 referred to above form an integral part of financial statements.

As per our audit report of even date attached

For and on behalf of  
**Doogar & Associates**  
(Regn. No. -000561N)  
Chartered Accountants

For and on behalf of board of directors

Sd/-  
**M.K. Doogar**  
Partner  
M. No. 80077

Sd/-  
**Rohtas Goel**  
DIN: 00003735  
Chairman and Managing Director

Sd/-  
**Jai Bhagwan Goel**  
DIN: 00075886  
Director

Sd/-  
**Vijayalaxmi**  
Chief Operating Officer

Place: New Delhi  
Date: 28<sup>th</sup> May, 2015

Sd/-  
**Vimal Gupta**  
Chief Financial Officer

Sd/-  
**Venkat Rao**  
Company Secretary



**(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)**  
**Statement containing salient features of the financial statement of subsidiaries**

(₹ in mio)

Sl. No.	Name of subsidiary	Reporting period	Reporting currency and Exchange rate	Note No.	Share Capital	Reserves & surplus	Total Assets	Total Liabilities	Total Investments	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	Proposed Dividend	% of shareholding
1	Aditya Realtech Private Limited	March 31, 2015	INR	1	0.10	0.01	0.12	0.12	-	0.02	0.00	0.00	0.00	-	100.00
2	Anjanputra Builders Private Limited	March 31, 2015	INR	1	0.50	0.13	71.45	71.45	-	0.03	0.00	0.00	0.00	-	100.00
3	Ansh Builders Private Limited	March 31, 2015	INR	1	0.50	0.01	0.52	0.52	-	0.03	0.00	0.00	0.00	-	100.00
4	Arman Builders Private Limited	March 31, 2015	INR	1	0.50	0.01	0.52	0.52	-	0.03	0.00	0.00	0.00	-	100.00
5	Bhanu Infrabuild Private Limited	March 31, 2015	INR	3	0.50	9.99	2,164.56	2,164.56	1.50	120.01	2.42	0.75	1.67	-	100.00
6	Champion Realtors Private Limited	March 31, 2015	INR	1	0.50	0.06	0.57	0.57	0.04	0.02	0.00	0.00	0.00	-	100.00
7	Eden Buildcon Limited	March 31, 2015	INR	1	0.50	5.16	750.72	750.72	-	0.03	0.00	-	0.00	-	100.00
8	Ekansh Buildtech Private Limited	March 31, 2015	INR	1	0.50	0.01	0.52	0.52	0.03	0.03	0.00	0.00	0.00	-	100.00
9	Garv Buildtech Private Limited	March 31, 2015	INR	1	0.50	(37.70)	4,672.87	4,672.87	17.25	37.46	(9.59)	(0.25)	(9.33)	-	100.00
10	Golden Glades Builders Private Limited	March 31, 2015	INR	1	0.50	(0.01)	0.50	0.50	-	0.03	0.00	0.00	0.00	-	100.00
11	Green Planet Colonisers Private Limited	March 31, 2015	INR	1	10.00	55.84	65.85	65.85	-	0.04	0.00	0.00	0.00	-	100.00
12	Hamara Ghar Constructions and Developers Private Limited	March 31, 2015	INR	1	0.50	0.40	0.92	0.92	-	0.05	0.00	0.00	0.00	-	100.00
13	Jagdamba Contractors and Builders Limited	March 31, 2015	INR	1	50.00	92.47	1,919.13	1,919.13	-	3,833.24	16.91	10.58	6.33	-	100.00
14	Jewel Projects Private Limited	March 31, 2015	INR	1	0.50	0.32	0.83	0.83	-	0.05	0.00	0.00	0.00	-	100.00
15	JKB Constructions Private Limited	March 31, 2015	INR	1	0.50	0.22	0.73	0.73	-	0.04	0.00	0.00	0.00	-	100.00
16	JRS Projects Private Limited	March 31, 2015	INR	1	0.50	0.67	1.19	1.19	-	0.03	0.00	0.00	0.00	-	100.00
17	Kaya Buildtech Private Limited	March 31, 2015	INR	1	0.50	0.01	0.52	0.52	0.03	0.03	0.00	0.00	0.00	-	100.00
18	Landlord Developers Private Limited	March 31, 2015	INR	1	20.00	55.46	134.97	134.97	-	-	(0.21)	-	(0.21)	-	100.00
19	Link Infrastructure and Developers Private Limited	March 31, 2015	INR	1	0.50	0.31	0.83	0.83	-	0.03	0.00	0.00	0.00	-	100.00
20	Mehboob Builders Private Limited	March 31, 2015	INR	1	0.50	0.00	0.51	0.51	0.13	0.04	0.00	0.00	0.00	-	100.00
21	Mehtab Infratech Private Limited	March 31, 2015	INR	1	0.50	0.00	0.51	0.51	0.12	0.02	0.00	0.00	0.00	-	100.00
22	Monarch Villas Private Limited	March 31, 2015	INR	1	0.50	0.37	0.89	0.89	-	0.05	0.00	0.00	0.00	-	100.00
23	National Affordable Housing and Infrastructure Limited	March 31, 2015	INR	1	0.50	0.28	0.79	0.79	-	0.03	(0.11)	0.00	(0.11)	-	100.00
24	Navratan Techbuild Private Limited	March 31, 2015	INR	1	0.50	152.00	352.07	352.07	324.01	0.04	(2.85)	47.19	(50.04)	-	100.00
25	Oasis Township Private Limited	March 31, 2015	INR	1	0.10	(1.33)	8.89	8.89	-	43.37	(0.98)	-	(0.98)	-	100.00
26	Omaxe Buildhome Limited	March 31, 2015	INR	1	250.00	1,724.19	5,259.08	5,259.08	123.91	1,051.21	4.80	1.63	3.17	-	100.00
27	Omaxe Buildtech Limited	March 31, 2015	INR	1	20.00	(0.21)	19.81	19.81	-	0.04	0.00	-	0.00	-	100.00
28	Omaxe Buildwell Limited	March 31, 2015	INR	1	10.50	292.32	1,302.24	1,302.24	5.60	216.39	21.54	7.56	13.99	-	100.00
29	Omaxe Chandigarh Extension Developers Private Limited	March 31, 2015	INR	1	85.00	414.56	6,795.51	6,795.51	3.90	3,264.55	126.41	45.79	80.62	-	100.00
30	Omaxe Connaught Place Mall Limited	March 31, 2015	INR	1	0.50	(0.11)	0.40	0.40	-	0.04	0.00	-	0.00	-	100.00
31	Omaxe Entertainment Limited	March 31, 2015	INR	1	0.50	0.06	0.57	0.57	-	0.03	0.00	0.00	0.00	-	100.00
32	Omaxe Forest Spa and Hills Developers Limited	March 31, 2015	INR	1	911.00	721.11	3,795.65	3,795.65	1,400.00	885.81	157.89	61.28	96.61	-	100.00
33	Omaxe Hitech Infrastructure Company Private Limited	March 31, 2015	INR	1	0.50	(0.12)	0.40	0.40	-	0.03	0.00	-	0.00	-	100.00

Sl. No.	Name of Subsidiary	Reporting period	Reporting currency and Exchange rate	Note No.	Share Capital	Reserves & surplus	Total Assets	Total Liabilities	Total Investments	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	Proposed Dividend	% of shareholding
34	Omaxe Housing and Developers Limited	March 31, 2015	INR	1	22.62	30.62	182.52	182.52	-	32.18	3.15	0.97	2.18	-	100.00
35	Omaxe Housing And Infrastructure Limited	March 31, 2015	INR	1	0.50	(0.15)	2.60	2.60	-	0.41	0.00	0.00	0.00	-	100.00
36	Omaxe Infotech City Developers Limited	March 31, 2015	INR	1	0.50	(0.02)	0.50	0.50	-	0.02	0.00	0.00	0.00	-	100.00
37	Omaxe Infrastructure Limited	March 31, 2015	INR	1	46.29	22.84	270.23	270.23	-	91.97	1.46	0.70	0.77	-	100.00
38	Omaxe Power Private Limited	March 31, 2015	INR	1	0.50	0.05	2.27	2.27	-	0.09	0.00	0.00	0.00	-	100.00
39	Omaxe Rajasthan SEZ Developers Limited	March 31, 2015	INR	1	0.50	0.01	0.52	0.52	-	0.02	0.00	0.00	0.00	-	100.00
40	Omtech Infrastructure and Construction Limited	March 31, 2015	INR	1	0.50	0.02	0.53	0.53	-	0.02	0.00	0.00	0.00	-	100.00
41	Pam Developers (India) Private Limited	March 31, 2015	INR	1	0.10	(0.60)	1.40	1.40	0.09	0.04	0.00	0.00	0.00	-	100.00
42	Pancham Realcon Private Limited	March 31, 2015	INR	1	0.50	2.62	1,395.00	1,395.00	0.30	3.01	(1.17)	0.05	(1.22)	-	100.00
43	Panchi Developers Private Limited	March 31, 2015	INR	1	0.50	0.00	0.51	0.51	0.12	0.02	0.00	-	0.00	-	100.00
44	PP Devcon Private Limited	March 31, 2015	INR	1	0.10	(0.56)	108.78	108.78	-	-	(0.16)	-	(0.16)	-	75.00
45	Primordial Buildcon Private Limited	March 31, 2015	INR	1	0.50	82.47	86.47	86.47	-	23.73	8.27	1.83	6.43	-	100.00
46	Rivaj Infotech Private Limited	March 31, 2015	INR	1	0.50	(0.32)	141.32	141.32	-	-	(0.29)	-	(0.29)	-	100.00
47	Robust Buildwell Private Limited	March 31, 2015	INR	1	380.00	(10.08)	2,015.28	2,015.28	0.40	7.70	(14.24)	(0.61)	(13.64)	-	75.00
48	Rohtas Holdings (Gulf) Limited #	March 31, 2015	1 AED = Rs. 16.97	1	0.59	(14.11)	245.13	245.13	1.70	0.00	(0.06)	-	(0.06)	-	100.00
49	Shamba Developers Private Limited	March 31, 2015	INR	1	0.50	0.00	0.52	0.52	-	0.02	0.00	0.00	0.00	-	51.00
50	Sri Balaji Green Heights Private Limited	March 31, 2015	INR	1	0.50	0.64	35.06	35.06	-	0.02	0.00	0.00	0.00	-	75.00
51	Volvo Properties Private Limited	March 31, 2015	INR	1	10.00	34.28	507.43	507.43	-	771.94	5.81	2.61	3.20	-	100.00
52	Zodiac Housing and Infrastructure Private Limited	March 31, 2015	INR	1	0.50	0.40	0.92	0.92	-	0.03	0.00	0.00	0.00	-	100.00
53	Oasis Suncity Realtors Private Limited	March 31, 2015	INR	2	0.50	(0.25)	0.27	0.27	-	0.03	0.00	0.00	0.00	-	100.00
54	Reliable Manpower Solutions Limited	March 31, 2015	INR	2	122.00	0.30	122.31	122.31	-	0.04	0.00	0.00	0.00	-	99.18
55	RPS Suncity Promoters and Developers Private Limited	March 31, 2015	INR	2	0.50	(0.02)	0.49	0.49	-	0.02	0.00	0.00	0.00	-	100.00
56	Aadhira Developers Private Limited	March 31, 2015	INR	3	0.10	0.14	0.25	0.25	-	0.02	0.00	0.00	0.00	-	100.00
57	Aashna Realcon Private Limited	March 31, 2015	INR	3	0.10	0.12	0.23	0.23	-	0.02	0.00	0.00	0.00	-	100.00
58	Aradhya Real Estate Private Limited	March 31, 2015	INR	3	0.10	0.12	0.23	0.23	-	0.02	0.00	0.00	0.00	-	100.00
59	Ashray Infrabuild Private Limited	March 31, 2015	INR	3	0.50	0.07	0.58	0.58	-	0.03	0.00	0.00	0.00	-	100.00
60	Ayush Landcon Private Limited	March 31, 2015	INR	3	0.10	0.06	0.17	0.17	-	0.02	0.00	0.00	0.00	-	100.00
61	Caspian Realtors Private Limited	March 31, 2015	INR	3	0.10	0.11	0.22	0.22	-	0.02	0.00	0.00	0.00	-	100.00
62	Chapal Buildhome Private Limited	March 31, 2015	INR	3	0.10	0.15	0.27	0.27	-	0.02	0.00	0.00	0.00	-	100.00
63	Daman Builders Private Limited	March 31, 2015	INR	3	0.10	0.12	0.23	0.23	-	0.02	0.00	0.00	0.00	-	100.00
64	Damodar Infratech Private Limited	March 31, 2015	INR	3	0.10	0.10	0.22	0.22	-	0.02	0.00	0.00	0.00	-	100.00
65	Davesh Technobuild Private Limited	March 31, 2015	INR	3	0.10	0.12	0.23	0.23	-	0.02	0.00	0.00	0.00	-	100.00
66	Dhanu Real Estate Private Limited	March 31, 2015	INR	3	0.10	0.06	0.17	0.17	-	0.02	0.00	0.00	0.00	-	100.00
67	Dinkar Realcon Private Limited	March 31, 2015	INR	3	0.10	0.12	0.23	0.23	-	0.02	0.00	0.00	0.00	-	100.00
68	Ekapad Developers Private Limited	March 31, 2015	INR	3	0.10	0.12	0.23	0.23	-	0.02	0.00	0.00	0.00	-	100.00
69	Hemang Buildcon private Limited	March 31, 2015	INR	3	0.10	0.12	0.23	0.23	-	0.02	0.00	0.00	0.00	-	100.00
70	Hresh Builders Private Limited	March 31, 2015	INR	3	0.50	0.07	0.58	0.58	-	0.02	0.00	0.00	0.00	-	100.00
71	Manit Developers Private Limited	March 31, 2015	INR	3	0.10	0.12	0.23	0.23	-	0.02	0.00	0.00	0.00	-	100.00
72	Rupesh Infratech private Limited	March 31, 2015	INR	3	0.10	0.12	0.23	0.23	-	0.02	0.00	0.00	0.00	-	100.00

Sl. No.	Name of Subsidiary	Reporting period	Reporting currency and Exchange rate	Note No.	Share Capital	Reserves & surplus	Total Assets	Total Liabilities	Total Investments	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	Proposed Dividend	% of shareholding
73	Sanvim Developers Private Limited	March 31, 2015	INR	3	0.10	0.13	0.24	0.24	-	0.03	0.00	0.00	0.00	-	100.00
74	Sarthak Landcon Private Limited	March 31, 2015	INR	3	0.10	0.09	0.20	0.20	-	0.02	0.00	0.00	0.00	-	100.00
75	Sarva Buildtech Private Limited	March 31, 2015	INR	3	0.10	0.26	0.38	0.38	-	0.03	0.00	0.00	0.00	-	100.00
76	Shubh Bhumi Developers Private Limited	March 31, 2015	INR	3	0.10	0.13	0.24	0.24	-	0.03	0.00	0.00	0.00	-	100.00
77	Silver Peak Township Private Limited	March 31, 2015	INR	3	0.50	0.14	0.65	0.65	-	0.02	0.00	0.00	0.00	-	100.00
78	Ashok Infrabuild Private Limited	March 31, 2015	INR	4	0.10	0.01	16.23	16.23	-	0.02	0.00	0.00	0.00	-	100.00
79	Glacier Agro Foods Products Private Limited	March 31, 2015	INR	4	3.79	5.50	9.30	9.30	-	0.02	0.00	0.00	0.00	-	100.00
80	Tejpal Infra Developers Private Limited	March 31, 2015	INR	4	0.10	0.00	7.27	7.27	-	0.02	0.00	0.00	0.00	-	100.00
81	Aviral Colonizers Private Limited	March 31, 2015	INR	5	0.10	0.03	31.23	31.23	-	0.02	0.00	0.00	0.00	-	100.00
82	Satkar Colonisers Private Limited	March 31, 2015	INR	5	0.10	0.01	47.03	47.03	-	0.02	0.00	0.00	0.00	-	100.00
83	Utkrisht Real Estate and Associates Private Limited	March 31, 2015	INR	5	0.10	0.00	33.68	33.68	-	0.02	0.00	0.00	0.00	-	100.00
84	Aarzo Technobuild Private Limited	March 31, 2015	INR	6	0.50	0.04	0.55	0.55	-	0.03	0.00	0.00	0.00	-	100.00
85	Abheek Builders Private Limited	March 31, 2015	INR	6	0.50	0.15	0.66	0.66	-	0.03	0.00	0.00	0.00	-	100.00
86	Radiance Housing and Properties Private Limited	March 31, 2015	INR	6	0.50	0.13	0.64	0.64	-	0.03	0.00	0.00	0.00	-	100.00
87	Abhas Realcon Private Limited	March 31, 2015	INR	7	0.10	(0.01)	128.65	128.65	-	0.02	0.00	0.00	0.00	-	75.00
88	Adesh Realcon Private Limited	March 31, 2015	INR	7	0.10	(0.01)	222.63	222.63	-	0.03	0.00	0.00	0.00	-	75.00
89	Anveshan Builders Private Limited	March 31, 2015	INR	7	0.10	(0.01)	119.35	119.35	-	0.02	0.00	0.00	0.00	-	75.00
90	Navadip Developers Private Limited	March 31, 2015	INR	7	0.10	(0.02)	17.09	17.09	-	0.02	0.00	0.00	0.00	-	75.00
91	Marine Sands Limited #	March 31, 2015	1 AED = Rs. 16.97	8	1.65	(2.89)	251.10	251.10	-	-	0.07	-	0.07	-	100.00
92	Omaxe India Trade Centre Private Limited	March 31, 2015	INR	9	0.10	(8.74)	1,734.57	1,734.57	-	1,108.41	12.90	(1.17)	14.07	-	90.00
93	S N Realtors Private Limited	March 31, 2015	INR	10	0.50	26.07	1,854.28	1,854.28	-	261.89	9.28	2.91	6.37	-	100.00
94	Satvik Hitech Builders Private Limited	March 31, 2015	INR	11	1,400.00	(10.00)	1,390.01	1,390.01	-	0.02	(0.29)	0.01	(0.30)	-	100.00

**Note no.**

- Subsidiaries of Omaxe Limited
- Subsidiaries of Omaxe Buildhome Limited
- Subsidiaries of Omaxe Chandigarh Extension Developers Private Limited
- Subsidiaries of Garv Buildtech Private Limited
- Subsidiaries of Pancham Realcon Private Limited
- Subsidiaries of Bhanu Infrabuild Private Limited
- Subsidiaries of Robust Buildwell Private Limited
- Subsidiaries of Rohtas Holdings (Gulf) Limited
- Subsidiaries of Pam Developers (India) Private Limited
- Subsidiaries of Navratan Tech Build Private Limited
- Subsidiaries of Omaxe Forest SPA and Hills Developers Limited

#Foreign Subsidiary registered in Dubai.

For and on behalf of board of directors

Sd/-  
**Rohtas Goel**  
DIN: 00003735  
Chairman and Managing Director

Sd/-  
**Jai Bhagwan Goel**  
DIN: 00075886  
Director

Sd/-  
**Vijayalaxmi**  
Chief Operating Officer

Sd/-  
**Vimal Gupta**  
Chief Financial Officer

Sd/-  
**Venkat Rao**  
Company Secretary

Place: New Delhi  
Date: 28<sup>th</sup> May, 2015







**Omaxe Ltd.**

(CIN: L74899HR1989PLC051918)

**Registered Office:** Shop No 19B, First Floor, Omaxe Celebration Mall, Sohna Road, Gurgaon-122001, Haryana

**Corporate Office:** 'Omaxe House', 7, L.S.C. Kalkaji, New Delhi-110019

Tel: 91-11-41893100, 41896680-85, Fax: 91-11-41896653, Website: www.omaxe.com

**ATTENDANCE SLIP**

Twenty Sixth Annual General Meeting

Tuesday, the 29th day of September, 2015 at 11.00 a.m.

Folio No. / DP ID & Client ID : .....
No. of Shares : .....
Name of Shareholder(s) / Proxy : .....

I/We hereby record my/our presence at the Twenty Sixth Annual General Meeting of the Company held on Tuesday, the 29th day of September, 2015 at 11.00 a.m. at CasaBella Banquet , Omaxe Celebration Mall, Sohna Road, Gurgaon-122001, Haryana.

Member's/ Proxy's Signature

Notes:

- 1. Members holding shares in physical form are requested to advise the change in their address if any, to M/s Link Intime India Private Limited, 44, Community Centre, 2nd Floor, Naraina Industrial Area, Phase-I, Near PVR Naraina, New Delhi - 110028.
2. Members are informed that no duplicate slips will be issued at the venue of the Meeting and they are requested to bring this slip for the meeting.
3. Please note that no gift or gift coupons will be distributed.



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**PROXY FORM - MGT - 11**

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

Name of the Member(s) .....
Registered Address .....
E-mailld .....

Folio No. / Client Id: ..... DP ID: .....

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

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

as my/our proxy to attend and vote, in case of a poll, for me/us and on my/our behalf at 26th Annual General Meeting of the company, to be held on Tuesday, 29th September, 2015 at 11. A.M. at CasaBella Banquet, Omaxe Celebration Mall, Sohna Road, Gurgaon-122001, Haryana and at any adjournment thereof in respect of such resolutions and in such manner as are indicated below:

Res. No.	Description	For*	Against*
1	Adoption of Audited Financial Statements and Reports of the Board of Director's and Auditors' thereon for the Financial Year ended 31 <sup>st</sup> March, 2015		
2	Declaration of Dividend on Preference shares		
3	Declaration of Dividend on Equity shares		
4	Reappointment of Mr. Sunil Goel, who retires by rotation		
5	Ratification of the appointment of M/s Doogar & Associates, Chartered Accountants as Statutory Auditors of the Company and fix their remuneration		
6	Appointment of Ms. Padmaja Ruparel as an Independent Director of the Company for a term of five years		
7	Ratification of remuneration of M/s S. K. Bhatt & Associates, Cost Accountants as Cost Auditor of the Company for the Financial Year 2015-16		
8	Private placement of Non Convertible Debenture and/or other Debt Securities.		

Dated: \_\_\_\_\_ day of \_\_\_\_\_ 2015

\_\_\_\_\_  
Signature of shareholder

\_\_\_\_\_  
Signature of Proxy holder(s)

Affix Revenue  
Stamp

**Notes:**

1. The Proxy form should be signed across the Revenue Stamp as per specimen signature(s) registered with the Company.
2. \*Please put a "√" in the Box in the appropriate column against the respective resolution. If you leave the "For" or "Against" column blank against any or all the resolution, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
3. 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.
4. A proxy need not be a member.
5. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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.

# *Project Glimpse*



The Palace, Gomti Nagar Extn., Lucknow



Grand Omaxe, Gomti Nagar Extn., Lucknow



Omaxe Hazratganj, Lucknow



The Lake, Omaxe New Chandigarh



Celestia Grand, Omaxe Royal Residency, Ludhiana



Omaxe Royal Residency, Omaxe City Centre, Faridabad





**OMAXE LIMITED**

(CIN L74899HR1989PLC051918)

**Registered Office:**

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Sohna Road, Gurgaon 122001, Haryana

**Corporate Office:**

'Omaxe House', 7, Local Shopping Centre, Kalkaji, New Delhi - 110019  
Tel: +91 11 41893100 / 6776 / 6680, Fax: +91 11 41896799 / 6653

**[www.omaxe.com](http://www.omaxe.com)**