

BHISHMA REALTY LIMITED

24th ANNUAL REPORT

2019-2020

A THACKERSEY GROUP COMPANY

DIRECTORS

RAOUL THACKERSEY
Chairman and Managing Director

CHANDRAHAS THACKERSEY
*Joint Managing Director
(Resigned on 16.01.2020)*

SUDHIR THACKERSEY
Director

SUJAL SHAH
Independent Director

BHAVESH PANJUANI
Independent Director

KRISHNADAS VORA
Independent Director

SOLICITORS

HARIANI & COMPANY

AUDITORS

ZADN & Associates.
Chartered Accountants

BANKERS

HDFC BANK LIMITED
BANK OF BARODA

REGISTERED OFFICE

SIR VITHALDAS CHAMBERS,
16, MUMBAI SAMACHAR MARG,
MUMBAI – 400 001.

<u>CONTENTS</u>	<u>PAGE NO.</u>
Notice	1-6
Board's Report	7-25
Auditors' Report	26-34
Balance Sheet	35-36
Statement of Profit & Loss	37
Cash Flow statement	39-40
Notes "1" to "48" to the Accounts	41-77
Proxy Form & Attendance Slip	78-80

**24th ANNUAL GENERAL MEETING ON FRIDAY,
27TH NOVEMBER, 2020 AT 11.00 A.M. AT "SIR
VITHALDAS CHAMBERS, 6th FLOOR, 16,
MUMBAI SAMACHAR MARG, MUMBAI – 400
001."**

THIS PAGE LEFT INTENTIONALLY BLANK

NOTICE

Notice is hereby given that the **TWENTY FOURTH** Annual General Meeting of the Members of Bhishma Realty Limited will be held on Friday, 27th November, 2020 at 11.00 AM at “Sir Vithaldas Chambers”, 6th Floor, 16, Mumbai Samachar Marg, Mumbai – 400 001, to transact the following business :

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2020 together with the reports of the Board of Directors and Auditors thereon.
2. To confirm the payment of Interim Dividend paid on Equity Shares.
3. To appoint a Director in place of Mr. Sudhir Thackersey (DIN 00060062), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

4. To consider and, if thought fit, to pass with or without modification, the following resolution as a **Special Resolution**:

“**RESOLVED THAT** in partial modification to the Special resolution passed by the members of the Company at their 22nd Annual General Meeting held on 24th July, 2018 and pursuant to the provisions of Section 186 and other applicable provisions, if any of the Companies Act, 2013 (including any Subsequent Statutory modification or re-enactment thereof for the time being in force) read with Companies (Meetings of Board and its Powers) Rules, 2014, and subject to such other approvals, consents, sanctions and permission of the appropriate authorities, departments or bodies corporate as may be necessary, the existing overall limit of Rs. 1000 Crores (Rupees One Thousand Crores only) be and is hereby enhanced to Rs. 2000 Crores (Rupees Two Thousand Crores only) authorizing the Board of Directors of the Company to make loan(s) and or give any guarantee(s)/provide any security(ies) in connection with loan(s) made to anybody corporate or person and/or to deploy surplus funds of the company and / or to acquire by way of subscription, purchase or otherwise the securities of other body corporate of such amount as may be decided by the Board notwithstanding the fact that the aggregate value of such investments to be made; securities to be provided; guarantee to be given, together with such investments made; loans and guarantee given and securities already provided shall not exceed the overall enhanced limit of Rs. 2000 Crores (Rupees Two Thousand Crores only).

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company, be and is hereby authorised to do all such acts and take such steps as may be necessary and also delegate all or any of the powers herein conferred, to any Committee(s) of Directors or any one or more Directors of the

Company, with the power to further delegate any such powers as they may deem fit, to finalize, settle and execute such documents/deeds/writing/agreements, as may be required, and to do all such acts, matters and things as it may at its absolute discretion deem proper, fit and expedient and to settle any question, difficulty or doubt that may arise in the best interests of the Company.”

By Order of the Board of Directors,

RAOUL THACKERSEY

DIN : 00332211

Chairman and Managing Director

Registered Office:

“Sir Vithaldas Chambers”,

16, Mumbai Samachar Marg,

Mumbai - 400 001.

CIN: U51900MH1996PLC104746

Place: Mumbai

Date : 26th October, 2020

NOTES FOR MEMBERS' ATTENTION :

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER.**
- 2. THE PROXY IN ORDER TO BE EFFECTIVE SHOULD BE LODGED WITH THE COMPANY AT LEAST 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY SO APPOINTED SHALL NOT HAVE ANY RIGHT TO SPEAK AT THE MEETING. BLANK PROXY FORM IS ENCLOSED.**

Pursuant to the provisions of section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total paid up share capital of the Company. A member holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member.

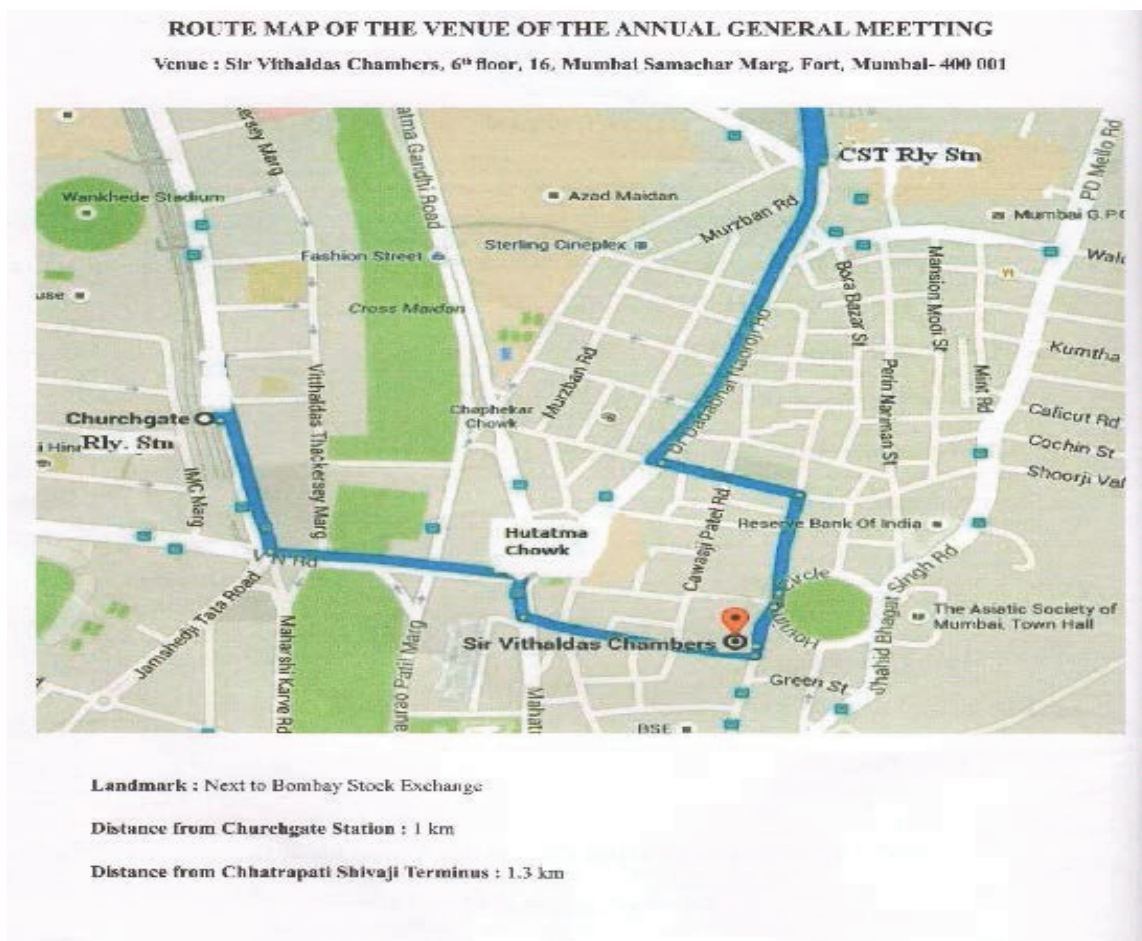
3. Corporate Members intending to send their Authorised Representatives to attend the meeting are requested to send to the Company a Certified Copy of the Board Resolution authorizing their Representative to attend and Vote on their behalf at the Meeting before two days of the date of the meeting.
4. Pursuant to the provisions of Section 124 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and rules made thereunder, unclaimed dividend amount of Rs. 1,02,000/- (Rupees One Lakh Two Thousand only) of the Company for the Financial year 2012-13 has been transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government, on 11th September, 2020 pursuant to Section 125 of the Companies Act, 2013.

5. Members are requested to note that the Dividend for the financial year 2013-14, which remained unpaid or unclaimed for seven consecutive years is due to be transferred to IEPF on 21st August, 2021 pursuant to Section 125 of the Companies Act, 2013 and the rules made thereunder. Shareholders are requested to verify if this dividend is claimed by them and if not, they are requested to intimate to the Company for duplicate dividend warrant/cheque.
6. Members seeking any information with regard to the accounts or any matters to be placed at the AGM, are requested to submit their question in advance 7 days before the AGM at the Company's email address i.e. contact@bhishmarealty.com. The same shall be taken up in AGM and replied by the Company suitably.
7. Members/Proxies and authorized signatories should bring the attendance slip duly filled in for attending the meeting.
8. In case of joint holder attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
9. Pursuant to Section 101 of the Companies Act, 2013 read with relevant Rules made there under, Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail addresses either with the Company or with the Depository. Members who have not registered their e-mail addresses so far are requested to register their e-mail address so that they can receive the Annual Report and other communication from the Company electronically. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only.
10. No arrangement for Video Conferencing or Other Audio Visual Means is being made in view of the lifting of lockdown. Members are requested to sanitise their hands and wear the masks and then enter the venue. Arrangement of seats will be made so as to adhere to the distancing norms.
11. The Company has established connectivity with the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The International Securities Identification Number (ISIN) of the Company is **INE679H01018**. The Members desirous of converting his/her physical holding into dematerialized form can avail the demat services by contacting Company or Computech Sharecap Limited the Registrar and Transfer Agents of the Company for assistance in this regard. The dematerialized mode of holding of shares will eliminate all risk associated with physical shares and will facilitate ease of portfolio management.

12. Members are requested to note the Address of Company's Registrar & Transfer Agent as under :-

Computech Sharecap Limited
147, Mahatma Gandhi Road,
3rd Floor, Fort
Mumbai – 400001.
Contact no : 022 2263 5000/01

13. The Route map of the venue of the meeting is appended along with the notice pursuant to para 1.2.4 of the secretarial standard.



EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**Item no.4**

The Members of the Company at their 22nd Annual General Meeting (AGM) held on 24th July, 2018 authorised the Board of Directors to give loan or guarantee or providing any security in connection with a loan to any other body Corporate or person or the acquisition by way of subscription, purchase or otherwise, the securities of any other body corporate for a sum not exceeding Rs. 1000 Crores.

Considering the nature of the business and with a view to facilitate the deployment of its surplus funds the Company is approaching its shareholders for seeking permission to enhance the limit to Rs. 2000 Crores from the existing limit of Rs. 1000 Crores by passing a Special resolution at the Annual General Meeting. The Company envisages probable enhancement in the value of the securities to be given to the Developer which is a body corporate as the mortgage is required to be created on the portion of the land belonging/owned by the Company. This will enable the Company to ensure timely and proper flow of fund to the Developer.

The resolution as set out in item no 4 of the Notice is, therefore, recommended for your approval.

None of the Director of the Company and their relatives is concerned or interested financially or otherwise in the aforesaid Resolution.

By Order of the Board of Directors,

RAOUL THACKERSEY

DIN : 00332211

Chairman and Managing Director

Registered Office:

“Sir Vithaldas Chambers”,

16, Mumbai Samachar Marg,

Mumbai - 400 001.

CIN: U51900MH1996PLC104746

Place: Mumbai

Date : 26th October, 2020

BOARD'S REPORT

To,
The Members,
BHISHMA REALTY LIMITED

Your Directors present their **TWENTY FOURTH** Annual Report together with the audited financial statement for the year ended 31st March, 2020.

1. FINANCIAL PERFORMANCE

(₹ in lakhs)		
Particulars	2019-20	2018-19
Total Income	1049.46	1459.75
Total Expenses	184.32	415.81
Profit before Taxation	865.14	1043.94
Tax Expenses	243.86	226.60
Other Comprehensive (loss)/Income	(4.03)	0.39
Total Comprehensive Income/Loss for the year	617.25	817.73

2. DIVIDEND

The Company has paid an Interim Dividend at ₹ 2000/- per equity share on 9892 Equity Shares of ₹ 10/- each, aggregating ₹ 238.51 lakhs (Incl. DDT) in pursuance of the resolution passed on 9th March, 2020.

In order to preserve the resources for the internal use by the Company and uncertainty created due to Covid-19 pandemic induced lockdown, your Directors have, after detailed discussion, decided not to recommend Final Dividend for the Financial Year ended 31st March, 2020. The Interim Dividend is to be treated as Final Dividend.

3. SHARE CAPITAL

During the year there is no change in the share capital of the Company.

4. OPERATIONS

Despite the ongoing national lockdown and migration of construction lab our, the Civil work of Phase -I, consisting of Tower A & Tower B, both of 50 habitable floor, is nearing completion. Finishing & the peripheral work are currently under way, to meet the completion date by June, 2022.

Due to global slowdown and huge supply of apartments in the vicinity, the sales of flats are sluggish, and are expected to gather momentum as the project is nearing completion.

Pending approval of the NCLT, to the Scheme of taking over of the project by Rustomjee Group of Company, as the Developer, the construction work is progressing as planned.

5. STEPS TO COMBAT COVID-19

The Company took several steps for reduction in the cost and deferred some of the expenditure which were not mandatory or not having effect on the prospect of the Company. However, the Company did not reduce salary/wages of the employees.

Members of the Staff were not allowed to attend the office till the end of 7th June, 2020.

The rampant spread of COVID-19 outbreak, across borders and geographies, has severely impacted almost the whole world and triggered significant downside risks to the overall global economic outlook. Operations were partially resumed with effect from 8th June, 2020 with limited staff, as permitted by Government. Social Distancing and sanitization are being observed strictly.

6. RESERVES AND SURPLUS

The Company has transferred ₹ 20 Lakhs to general reserve during the FY 2019-20.

7. MATERIAL CHANGES AND COMMITMENTS, IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE FINANCIAL YEAR END OF THE COMPANY TO WHICH FINANCIAL RESULTS RELATES.

There were no material changes and commitments, affecting the financial position of the Company, which have occurred between the end of the financial year of the Company to which the balance sheet relates to, and the date of the report.

8. PUBLIC DEPOSITS

Your Company has not accepted any deposits within the meaning of section 73 and 76 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

9. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of loans, guarantees and investments covered under the provisions of section 186 of the Companies Act, 2013 are given in the Note No. 41 of the Notes to the financial statements.

10. STATEMENT SHOWING THE DETAILS OF EMPLOYEES OF THE COMPANY PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(2) OF THE COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

During the year under review, there were no employees other than Managing Director and Joint Managing Director covered under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the details of which are disclosed under Note No. 36 of the Notes to the Financial Statements.

11. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

In view of the nature of activities which are being carried on by the Company, provisions regarding conservation of energy and technology absorption read with Section 134 (3) (m) of the Companies Act, 2013 and Rule 8(3) of the Companies (Accounts) Rules, 2014 are not applicable.

There were no foreign exchange earnings and outgo during the financial year.

12. MEETINGS**I. BOARD OF DIRECTORS (“BOD”)**

The Board of Directors of your Company met 4 times during financial year 2019-20. The meetings were held on 18th June, 2019, 13th September, 2019, 10th December, 2019 and 23rd January, 2020. The proceedings were properly recorded and signed in the minutes book maintained for the purpose. The maximum gap between any two meetings was less than 120 days.

The attendance of the directors at these Meetings is as under:

Meeting attended by	Total 4 meetings.	Whether attended the AGM held on 13th September, 2019
Sudhir Thackersey	3 meetings out of 4	Present
Chandrabhas Thackersey	2 meetings out of 3	Present
Raoul Thackersey	All the meetings	Present
Sujal Shah	All the meetings	Present
Bhavesh Panjuani	3 meetings out of 4	Absent
Krishnadas Vora	All the meetings	Present

II. ANNUAL GENERAL MEETING (“AGM”)

During the financial year 2019-20, the Annual General Meeting of the members of the Company was held on 13th September, 2019.

III. NOMINATION & REMUNERATION COMMITTEE (“NRC”)

The NRC was constituted pursuant to the provisions of section 178 of the Companies Act, 2013 and it comprises of Mr. Sujal Shah, Mr. Bhavesh Panjuani and Mr. Krishnadas Vora, Non-executive Independent Directors. There was no committee meeting held during the financial year 2019-20.

IV. AUDIT COMMITTEE (“AC”)

The Audit Committee of Directors was constituted pursuant to the provisions of section 177 of the Companies Act, 2013 and it comprises of Mr. Sujal Shah, Non-executive Independent Director, Mr. Bhavesh Panjuani, Non-executive Independent Director and Mr. Raoul Thackersey, Promoter and Executive Director. During the financial year 2019-20, the Audit Committee of the Company met on 10th December, 2019 and the proceedings were properly recorded and signed in the minutes book maintained for the purpose. All members were present at the meeting.

IV. CORPORATE SOCIAL RESPONSIBILITY (“CSR”) POLICY

The brief outline of the CSR initiatives undertaken by the Company on CSR activities during the year are set out in **Annexure I** of this report and forms part of this report. CSR Policy as recommended by the CSR Committee and approved by the Board of Directors is available on the website of the Company i.e. www.bhishmarealty.com

The CSR committee comprises of Mr. Sudhir Thackersey, Mr. Raoul Thackersey, Promoters and Executive Directors and Mr. Krishnadas Vora, Non-executive Independent Director. During the financial year 2019-2020, the CSR Committee of the Board of Directors of the Company met on 18th June, 2019 and 10th December, 2019 and the proceedings were properly recorded and signed in the minutes book maintained for the purpose. All members were present at the Meeting.

13. BOARD EVALUATION

The Board has carried out the annual evaluation of the performance of the Board, its Committees and of the Individual Directors in accordance with the Companies Act, 2013.

14. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Your Company has in place adequate internal financial controls with reference to financial statements. Based on the framework of internal financial controls and compliance system maintained by the Company, audit carried out by Internal and Statutory auditors, audit of internal financial controls over financial reporting by Statutory Auditors and review performed by the management, the board is of the opinion that the Company’s internal financial controls were adequate and effective during the year 2019-20.

15. DIRECTORS

Your Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed under sub-section (6) of section 149 of the Companies Act, 2013.

In accordance with the Articles 170 of the Articles of Association of the Company and provisions of section 152 (6)(a) and (c) of the Companies Act 2013, Mr. Sudhir Thackersey, retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for reappointment.

Mr. Krishnadas Vora, Mr. Sujal Shah and Mr. Bhavesh Panjuani were re-appointed as Independent Directors of the Company for a second term of 5 consecutive years from 1st April, 2019 to 31st March, 2024 at the Annual General Meeting held on 13th September, 2019.

Mr. Chandrahas Thackersey had resigned from the office of Joint Managing Directors of the Company with effect from 16th January, 2020.

16. STATEMENT ON DIRECTORS RESPONSIBILITY

In accordance with the provisions of section 134(5) of the Companies Act, 2013, your directors confirm that:

- (a) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- (b) the directors had selected accounting policies and applied them consistently and the directors made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at 31st March, 2020 and of the Profit of the Company for the year ended on that date;
- (c) proper and sufficient care has been taken 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;
- (d) the annual accounts have been prepared on a going concern basis; and
- (e) Proper systems to ensure compliance with the provisions of all applicable laws have been devised and that such systems are adequate and operating effectively.

17. STATUTORY AUDITORS

M/s ZADN & Associates, Chartered Accountants, Mumbai and having Firm Registration No: 112306W are the statutory auditors of the Company, who were appointed for a period of 5 years commencing from the conclusion of 23rd Annual General Meeting upto the conclusion of 28th Annual General Meeting of the Company. They have given the declaration to the effect that they continue to be eligible to hold office of the Statutory Auditors of the Company.

18. AUDITORS' REPORT

The Auditors Report to the shareholders on the accounts of the Company for the financial year ended 31st March, 2020 does not contain any qualification or adverse remarks or observation.

19. MAINTENANCE OF COST RECORDS

Maintenance of Cost Records as specified by the Central Government under Section 148(1) of the Companies Act, 2013 is not applicable to the Company.

20. VIGIL MECHANISM POLICY FOR THE DIRECTORS AND EMPLOYEES

Your Company promotes ethical behaviour in its business activities and has put in place a mechanism for reporting illegal and unethical behaviour. The Board of Directors of the Company have, pursuant to the provisions of Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, framed "Vigil Mechanism Policy" for directors and employees of the Company to provide a mechanism which ensures adequate safeguards to employees and directors from any victimization on raising of concerns of any violations of legal or regulatory requirements, incorrect or misrepresentation of any, financial statements and reports, etc.

21. RISK MANAGEMENT

Pursuant to the requirement of Section 134 of the Companies Act, 2013, the Company has put in place risk management system. At present there is no identifiable risk which, in the opinion, of the Board may threaten the existence of the Company.

22. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Your Company has zero tolerance towards sexual harassment at the workplace. The Company has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at Workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder.

The Company has complied with the provisions relating to the constitution of the Internal Complaints Committee as per the Sexual Harassment of Women at Workplace Prevention, Prohibition and Redressal) Act, 2013.

There was no complaint pending at the beginning of the year and no complaint has been received during the year under review.

The Company is committed to provide a safe and conducive work environment to its employees. During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

23. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

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

24. RELATED PARTY TRANSACTIONS

All related party transactions attracting compliance under Section 188 of the Companies Act, 2013 are placed before the Board for approval. The details of related party transactions are provided in the financial statements of the Company.

25. EXTRACT OF ANNUAL RETURN

The details forming part of the extract of Annual Return in prescribed Form MGT 9 is annexed to this Report as **Annexure-II** and forms the part of this Report.

26. GENERAL DISCLOSURE

During the year under review, the Company has not issued any shares. The Company has not issued shares with differential voting rights. It has neither issued employee stock options nor sweat equity shares to employees under any scheme.

27. SECRETARIAL STANDARDS

It is hereby confirmed that the Company has complied with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

28. ACKNOWLEDGEMENT

The Board wishes to place on record its appreciation of the significant contributions made by the employees of the Company during the year under review. The directors also wish to thank the shareholders for their support and co-operation to the Company.

For and on behalf of the Board of Directors,

Place : Mumbai
Date : 26th October, 2020

RAOUL THACKERSEY
Chairman & Managing Director
DIN: 00332211
Address: "Sir Vithaldas Chambers",
16, Mumbai Samachar Marg,
Mumbai - 400 001.

Annexure-I

FORMAT FOR THE ANNUAL REPORT ON CSR ACTIVITIES TO BE INCLUDED IN THE BOARD'S REPORT

1. A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.

CSR policy is per the following web link:

Web link : <https://www.bhishmarealty.com>

2. **The Composition of the CSR Committee.**

Mr. Sudhir Thackersey

Mr. Raoul Thackersey

Mr. Krishnadas D Vora

3. **Average net profit of the Company for last three financial years.**

(₹ in lakhs)

Sr. no	Particulars	Net Profit as per Section 198	Total
	Financial Years		
1	2016-2017	1,591.81	
2	2017-2018	1,155.44	
3	2018-2019	1,043.94	3,791.19
	Average Profit for 3 Financial years		1,263.73

4. **Prescribed CSR Expenditure (two per cent of the amount as stated in item 3 above):**

The Company is required to spend ₹ 25.27 Lakhs.

5. **Details of CSR spent during the financial year :**

Total amount spent during the financial year: ₹ 25.50 Lakhs

- (a) Amount unspent, if any : NIL

- (b) Manner in which the amount spent during the financial year is detailed below.

(₹ in lakhs)							
(1) Sr. No	(2) CSR project or activity identified	(3) Sector in which the project is covered	(4) Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertake n	(5) Amount outlay (budget) project or programs wise	(6) Amount spent on the projects or programs sub-heads: (1) Direct expenditure on projects or programs. (2)Overheads	(7) Cumula tive Expend iture upto the reporti ng period	(8) Amount Spent: Direct or through implementing agency
1	Scholarship given to student	Scholarship for Students	Mumbai	2.00	2.00	2.00	Rotary Club of Bombay Charities Trust No. 3
2	Alarming Issue of Early marriage	Programmes aimed at reducing the incidence of early marriage	Delhi	1.50	1.50	3.50	Breakthrough
3	Contribution to Sir Vithaldas Damodar Thackersey Charitable Trust	Various sectors covered by Schedule VII of the Companies Act 2013	Mumbai	22.00	22.00	25.50	Sir Vithaldas Damodar Thackersey Charitable Trust

6. 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.

Sudhir Thackersey
Chairman of the CSR Committee
DIN: 00060062

Raoul Thackersey
Member of CSR Committee
DIN: 00332211

Annexure -II
Form No. MGT-9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on 31.03.2020

[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	:	U51900MH1996PLC104746
ii.	Registration Date	:	27/12/1996
iii.	Name of the Company	:	Bhishma Realty Limited
iv.	Category / Sub-Category of the Company	:	Company having Share Capital
v.	Address of the Registered office and contact details	:	Sir Vithaldas Chambers, 16, Mumbai Samachar Marg, Fort, Mumbai – 400001 Tel. No. 022-22022732
vi.	Whether listed company Yes / No	:	No
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	:	Computech Sharecap Limited 147, Mahatma Gandhi Road, Opp. Jehangir Art Gallery, Mumbai – 400 023 Tel : 022 – 22635000/1/2/3/4 Email id: helpdesk@compu-techsharecap.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:

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
NIL			

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No	Name and Address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
NIL					

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
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	-	5499	5499	55.59	5504	-	5504	55.64	0.05
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	2705	2705	27.35	2705	-	2705	27.35	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	-	8204	8204	82.94	8209	-	8209	82.99	0.05
(2) Foreign	-	-	-	-	-	-	-	-	-
a) NRIs	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub-total(A)	-	-	-	-	-	-	-	-	-

(2):-									
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	-	8204	8204	82.94	8209	-	8209	82.99	0.05
B. Public Shareholding	-	-	-	-	-	-	-	-	-
(1) Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	5	5	0.05	-	5	5	0.05	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others(specify	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	5	5	0.05	-	5	5	0.05	-
2. Non-Institutions	-	-	-	-	-	-	-	-	-
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	21	21	0.21	-	21	21	0.21	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto ₹1 lakh	27	1631	1658	16.76	1091	562	1653	16.71	(0.05)
ii) Individual shareholders holding nominal share capital in excess of ₹1 lakh	-	-	-	-	-	-	-	-	-

c) Others (specify) (NRI & OCB)	-	4	4	0.04	-	4	4	0.04	-
Sub-total (B)(2):-	27	1656	1683	17.01	1091	587	1678	16.96	(0.05)
Total Public Shareholding (B)=(B)(1)+(B)(2)	27	1661	1688	17.06	1091	592	1683	17.01	(0.05)
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	27	9865	9892	100.00	9300	592	9892	100.00	-

ii) SHAREHOLDING OF PROMOTERS:

Sr. No.	Shareholding at the beginning of the year				Shareholding at the end of the year			
	Shareholder's Name	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	% change in share holding during the year
1.	Chandrabhas Thackersey	2230	22.54	-	1	0.01	-	(22.53)
2.	Raoul Thackersey	1560	15.77	-	3789	38.30	-	22.53
3.	Devaunshi Mehta	460	4.65	-	460	4.65	-	-
4.	Paulomi Jain	460	4.65	-	460	4.65	-	-
5.	Jagdish Thackersey	14	0.14	-	14	0.14	-	-
6.	Sudhir Thackersey	166	1.68	-	166	1.68	-	-
7.	Khushaal Thackersey	152	1.54	-	152	1.54	-	-
8.	Nina Thackersey	144	1.45	-	144	1.45	-	-
9.	Bhavika Thackersey	31	0.31	-	136	1.37	-	1.06
10.	Bhavika	105	1.06	-	0	0	-	(1.06)

	Sonawala							
11.	Mitika Thackersey	49	0.50	-	0	0	-	(0.05)
12.	Mitika Nanavati	87	0.87		136	1.37		0.05
13.	Leena Thackersey	27	0.27	-	27	0.27	-	
14.	Tanya Raoul Thackersey	14	0.14	-	19	0.19	-	0.05
15.	Capricon Realty Limited	2705	27.35	-	2705	27.35	-	-
	TOTAL	8204	82.94	-	8209	82.99	-	0.05

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

Name of Shareholder	Shareholding at the beginning of the year		Date	Increase/ Decrease in shareholding	Cumulative Shareholding during the year	
	No. of shares	% of total shares of the Company			No. of Shares	% of total shares of the Company
Tanya Thackersey	14	0.14	01.04.2019			
			20.09.2019	3	17	0.17
			20.03.2020	1	18	0.18
			27.03.2020	1	19	0.19
			31.03.2020		19	0.19
Chandras Thackersey	2230	22.54	01.04.2019			
			06.03.2020	(2229)	(2229)	(22.53)
			31.03.2020		1	0.01
Raoul Thackersey	1560	15.77	01.04.2019			
			06.03.2020	2229	2229	22.53
			31.03.2020		3789	38.30

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

Name of Shareholder	Shareholding at the beginning of the year		Date	Increase/ Decrease in Shareholding	Cumulative Shareholding during the year	
	No. of Shares	% of total shares of the Company			No. of Shares	% of total shares of the Company
Chandravadan	601	6.08	01.04.2019			

Purshotamdas Vora			31.03.2020	--	601	6.08
Hitesh Ramji Javeri	171	1.73	01.04.2019			
			31.03.2020	--	171	1.73
Madhu R Mehta	171	1.73	01.04.2019			
			13.09.2019	(114)	57	(1.15)
			31.03.2020	--	57	0.58
Pradeep Vora	75	0.76	01.04.2019			
			31.03.2020	--	75	0.76
Saurabh R Mehta	-	-	01.04.2019			
			13.09.2019	57	57	0.58
			31.03.2020	--	57	0.58
Ankit R Mehta	-	-	01.04.2019			
			13.09.2019	57	57	0.58
			31.03.2020	--	57	0.58
Minal Mangaldas Vora	-	-	01.04.2019			
			21.02.2020	40	40	0.40
			31.03.2020	--	40	0.40
Arun Narayanji Pandhi	40	0.40	01.04.2019			
			31.03.2020	--	40	0.40
Nilam Ramesh Mehta	35	0.35	01.04.2019	--		
			31.03.2020	--	35	0.35
Investor Education and Protection Fund Authority Ministry of Corporate Affairs	27	0.27	01.04.2019			
			31.03.2020	--	27	0.27

v) Shareholding of Directors and Key Managerial Personnel:

Sr. No		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1.	Mr. Sudhir Thackersey	166	1.68	166	1.68
2.	Mr. Chandrahas Thackersey (upto 16.01.2020)	2230	22.54	1	0.01
3.	Mr. Raoul Thackersey	1560	15.77	3789	38.30
4.	Mr. Sujal Shah	Nil	Nil	Nil	Nil

5.	Mr. Bhavesh Panjuani	Nil	Nil	Nil	Nil
6.	Mr. Krishnadas Vora	18	0.18	18	0.18

V. INDEBTEDNESS:

Indebtedness of the Company including interest outstanding/accrued but not due for payments
(₹ in lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	17,922.52	-	-	17,922.52
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due				
Total (i+ii+iii)	17,922.52	-	-	17,922.52
Change in Indebtedness during the financial year				
• Addition	36,464.00	-	-	36,464.00
• Reduction	(8,727.59)	-	-	(8,727.59)
Indebtedness at The end of the financial year				
i) Principal Amount	45,658.93	-	-	45,658.93
ii) Interest due but not paid	-			-
iii) Interest accrued but not due	406.80			406.80
Total (i+ii+iii)	46,065.73	-	-	46,065.73

VI. Remuneration of directors and Key Managerial Personnel

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

(₹ in lakhs)

	Particulars of Remuneration	Mr. Raoul Thackersey	Mr. Chandrahas Thackersey (upto 16.01.2020)	Total Amount
1	Gross Salary			
	(a) Salary as per provision contained in Section 17(1) of the Income-tax Act, 1961	48.00	38.06	86.06
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	0.40	--	0.40
	(c) Profits in lieu of salary under Section 17(3) of the Income-tax Act, 1961	--	--	--
2	Stock Options	--	--	--
3	Sweat Equity	--	--	--
4	Commission - As % of profit	--	--	--
5	Others, please specify Gratuity	--	13.85	13.85
	Total (A)	48.40	51.91	100.31

B. Remuneration to other Directors:

1. Independent Directors

(₹ in lakhs)

Particulars of Remuneration	Mr. Sujal Shah	Mr. Bhavesh Panjuani	Mr. K. D. Vora	Total Amount
-Fee for attending Board/Committee Meetings	1.00	0.80	1.20	3.00
-Commission	--	--	--	--
-Others, please Specify	--	--	--	--
Total (B) (1)	1.00	0.80	1.20	3.00

2. Other Non Executive Directors :-

(₹ in lakhs)		
Particulars of Remuneration	Mr. Sudhir Thackersey	Total Amount
- Fee for attending Board / Committee Meetings	0.60	0.60
- Commission	--	--
- Others, please specify	--	--
Total (B)(2)		0.60
Total (B) = (B)(1) + B(2)		3.60

C. Remuneration to Key Managerial Personnel other than MD/MANAGER/WTD:NIL

VII. Penalties / Punishment/ Compounding of offences

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

For and on behalf of the Board of Directors,

Place : Mumbai
Date : 26th October, 2020

RAOUL THACKERSEY
Chairman & Managing Director
DIN: 00332211
Address: "Sir Vithaldas Chambers",
16, Mumbai Samachar Marg,
Mumbai - 400 001.

ZADN & Associates **Chartered Accountants**

1st Floor, Sadhana Rayon House,
Dr. D. N. Road, Fort,
Mumbai 400 001, INDIA
Tel. No.: +91 22 49735451/ 52/ 53
www.zadn.in

INDEPENDENT AUDITOR'S REPORT

To the Members of **Bhishma Realty Limited**

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **Bhishma Realty Limited** ("the Company"), which comprise the balance sheet as at March 31, 2020, the statement of profit and loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information thereon (together referred to as the financial statements).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and its Profit and its cash flows for the year ended on that date.

Basis for Opinion

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

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors are responsible for the other information. The other information comprises the Directors' report.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in

ZADN & Associates

Chartered Accountants

1st Floor, Sadhana Rayon House,
Dr. D. N. Road, Fort,
Mumbai 400 001, INDIA
Tel. No.: +91 22 49735451/ 52/ 53
www.zadn.in

accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report.

ZADN & Associates

Chartered Accountants

1st Floor, Sadhana Rayon House,
Dr. D. N. Road, Fort,
Mumbai 400 001, INDIA
Tel. No.: +91 22 49735451/ 52/ 53
www.zadn.in

However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

The financial statements of the Company for the year ended March 31, 2019, were audited by another auditor whose report dated June 18, 2019 expressed an unmodified opinion on those financial statements.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The 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 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, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164(2) of the Act.

ZADN & Associates

Chartered Accountants

1st Floor, Sadhana Rayon House,
Dr. D. N. Road, Fort,
Mumbai 400 001, INDIA
Tel. No.: +91 22 49735451/ 52/ 53
www.zadn.in

- f) With respect to the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our Report in “**Annexure B**”.
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations which would impact its financial position in its financial statement –Refer Note 36 to the financial statement.
 - 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 **ZADN & Associates**

Chartered Accountants

Firm Registration No. 112306W

Abuali Darukhanawala

Partner (Membership No.:108053)

Mumbai: October 26, 2020

UDIN: 20108053AAAALL8517

ZADN & Associates

Chartered Accountants

1st Floor, Sadhana Rayon House,
Dr. D. N. Road, Fort,
Mumbai 400 001, INDIA
Tel. No.: +91 22 49735451/ 52/ 53
www.zadn.in

Annexure A to the Independent Auditors' Report of even date on the Financial Statements of Bhishma Realty Limited for the year ended March 31, 2020

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report dated October 26, 2020]

On the basis of such checks as we considered appropriate and according to the information and explanations given to us during the course of our audit, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
(b) As explained to us, all the Fixed assets have been physically verified by the Management during the year and there is a regular program of verification which, in our opinion, is reasonable having regard to the size of the Company and nature of its assets. No material discrepancies have been noticed on such verification;
(c) According to the information and explanation given to us, and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) The inventory consist of work-in-progress land. Work-in-progress consist of land under development and other expenses incurred for development. The Management has conducted physical verification of inventory at reasonable intervals during the year except inventory comprising of work in progress and no discrepancies were noticed on physical verification of inventory. According to the information and explanation given to us, and also keeping in view the nature of the operations of the company, the inventory of work-in-progress cannot be physically verified.
- (iii) The Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Act, Hence, provisions of paragraph 3 (iii) of the Order is not applicable to it.
- (iv) In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act.
- (v) The Company has not accepted any deposits from the public as covered under provisions of Section 73 to 76 of the Act and rules made thereunder to the extent notified. Accordingly, provisions of paragraph 3 (v) of the Order is not applicable to it
- (vi) As informed to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the services rendered by the Company. Accordingly, provisions of paragraph 3 (vi) of the Order is not applicable to it.
- (vii) (a) According to the information and explanations given to us and based on the records of the Company examined by us, the Company is generally regular in depositing the undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Service Tax, Goods and Service Tax, Cess, VAT and other material statutory dues, as applicable, with the appropriate authorities in India. There are no undisputed statutory dues remaining outstanding for the period exceeding six months as at the date of the Balance sheet.
(b) According to the information and explanations given to us and based on the records of the Company examined by us, the outstanding dues of Income Tax and Service Tax, Goods and Service Tax, Cess, VAT and any other statutory dues on account of any disputes, are as follows :

ZADN & Associates

Chartered Accountants

1st Floor, Sadhana Rayon House,
Dr. D. N. Road, Fort,
Mumbai 400 001, INDIA
Tel. No.: +91 22 49735451/ 52/ 53
www.zadn.in

Name of the statute	Nature of dues	Amount (Rs.)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income tax and interest thereon	34,29,285*	FY 09-10	Income tax Appellate Tribunal
Income Tax Act, 1961	Income tax and interest thereon	82,33,790	FY 10-11	Commissioner Income tax (Appeals)
Income Tax Act, 1961	Income tax and interest thereon	1,81,310	FY 12-13	Commissioner Income tax (Appeals)
Income Tax Act, 1961	Income tax and interest thereon	3,01,16,851	FY 14-15	Commissioner Income tax (Appeals)
Income Tax Act, 1961	Income tax and interest thereon	7,77,335	FY 16-17	Commissioner Income tax (Appeals)

*Net of Rs. 34,29,258 paid under protest.

- (viii) In our opinion and according to the information and explanations given to us and based on our examination of the records of the Company, the Company has not defaulted in repayment of dues to the bank and financial institutions. The Company does not have any loans or borrowings from any government or debenture holders.
- (ix) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has utilized the monies raised by way of term loans for the purpose for which the term loan was obtained. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year.
- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees have been noticed or reported during the course of our audit.
- (xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company paid/ provided for managerial remuneration in accordance with the requisite approvals mandate by the provisions laid down in Section 197 read with Schedule V of the Act.
- (xii) In our opinion and based on our examination of records of the Company, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanation given to us and based on our examination of the records of the Company, transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and details of such transactions

ZADN & Associates
Chartered Accountants

1st Floor, Sadhana Rayon House,
Dr. D. N. Road, Fort,
Mumbai 400 001, INDIA
Tel. No.: +91 22 49735451/ 52/ 53
www.zadn.in

have been disclosed in the financial statements as require by the applicable Accounting Standards.

- (xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under report. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable.
- (xv) According to the information & explanations furnished to us and based on our examinations of the records of the Company, the Company has not entered into non cash transactions with the directors or persons connected with them. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) In our opinion, the Company is not required to be registered under Section 45 IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi) of the Order is not applicable.

For **ZADN & Associates**

Chartered Accountants

Firm Registration No. 112306W

Abuali Darukhanawala

Partner (Membership No.:108053)

Mumbai: October 26, 2020

UDIN: 20108053AAAALL8517

ZADN & Associates

Chartered Accountants

1st Floor, Sadhana Rayon House,
Dr. D. N. Road, Fort,
Mumbai 400 001, INDIA
Tel. No.: +91 22 49735451/ 52/ 53
www.zadn.in

Annexure B to the Independent Auditor's Report of even date on the Financial Statements of Bhishma Realty Limited

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report]

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

We have audited the internal financial controls with reference to financial statements of Bhishma Realty Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI) (the "Guidance Note"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls with Reference to Financial Statements

A Company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the

ZADN & Associates

Chartered Accountants

1st Floor, Sadhana Rayon House,
Dr. D. N. Road, Fort,
Mumbai 400 001, INDIA
Tel. No.: +91 22 49735451/ 52/ 53
www.zadn.in

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

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

Opinion

In our opinion, the Company has, in all material respects, an internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2020, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note.

For ZADN & Associates

Chartered Accountants

Firm Registration No. 112306W

Abuali Darukhanawala

Partner

Membership No.:108053

Mumbai: October 26, 2020

UDIN: 20108053AAAALL8517

THIS PAGE LEFT INTENTIONALLY BLANK

Bhishma Realty Limited
Balance Sheet as at 31st March, 2020

₹ in lakhs

	Particulars	Note No.	As at 31st March, 2020	As at 31st March, 2019
I	ASSETS			
(1)	Non-Current Assets			
	(a) Property, Plant and Equipment	2	65.50	31.06
	(b) Investment Property	3	1,708.77	-
	(c) <u>Financial Assets</u>			
	(i) Investments	4	4,600.22	3,522.17
	(d) Other Non-Current Assets	5	3,529.06	1,011.18
	Total Non-Current Assets		9,903.55	4,564.41
(2)	Current Assets			
	(a) Inventories	6	82,058.89	58,487.97
	(b) <u>Financial Assets</u>			
	(i) Investments	7	12,556.60	7,249.58
	(ii) Trade receivables	8	680.75	160.19
	(iii) Cash and cash equivalents	9	164.04	54.54
	(iv) Bank balances other than (iii) above	10	65.42	131.35
	(v) Loans	11	1,777.65	2,052.00
	(vi) Others Financial Assets	12	262.23	321.90
	(c) Current Tax Asset (net)	13	350.22	213.72
	(d) Other Current Assets	14	2,817.82	1,754.33
	Total Current Assets		1,00,733.62	70,425.58
	Total Assets		1,10,637.17	74,989.99
II	EQUITY AND LIABILITIES			
	Equity			
	(a) Equity Share capital	15	0.99	0.99
	(b) Other Equity	16	6,888.55	6,748.31
	Total Equity		6,889.54	6,749.30
	Liabilities			
(1)	Non-Current Liabilities			
	(a) <u>Financial Liabilities</u>			
	(i) Borrowings	17	45,658.93	17,922.52
	(ii) Other Financial Liabilities	18	36.00	7,000.00
	(b) Provisions	19	81.86	75.83
	(c) Deferred Tax Liabilities (Net)	20	142.00	64.02
	(d) Other non-current liabilities	21	53,752.81	41,143.17
	Total Non-Current Liabilities		99,671.60	66,205.54
(2)	Current Liabilities			
	(a) <u>Financial Liabilities</u>			
	(i) Trade payables	22	3,541.20	1,698.94
	(ii) Other Financial Liabilities	23	463.45	154.51
	(b) Provisions	24	2.54	4.62
	(c) Other current liabilities	25	68.84	177.08
	Total Current Liabilities		4,076.03	2,035.15
	Total Equity and Liabilities		1,10,637.17	74,989.99

Significant Accounting Policies

1

Other Notes to Accounts

2-48

Notes referred to above and notes attached thereto form an integral part of Balance Sheet

As per our report of even date attached

For and on behalf of the Board

For ZADN & Associates

Chartered Accountants.

Firm Reg. No. - 112306W

Raoul Thackersey
Chairman and Managing Director
DIN : 00332211

Abuali Darukhanawala

Partner (Membership No. : 108053)

UDIN :20108053AAAALL8517

Sudhir Thackersey

Director

DIN : 00060062

Place : Mumbai

Date : 26th October, 2020

Place : Mumbai

Date :26th October, 2020

Bhishma Realty Limited
Statement of profit and loss for the year ended 31st March, 2020

₹ in lakhs

	Particulars	Note No.	For the year ended 31st March, 2020	For the year ended 31st March, 2019
I	Other Income	26	1,049.46	1,459.75
	TOTAL INCOME		1,049.46	1,459.75
II	EXPENSES			
	(a) Construction expenses		19,773.74	17,588.28
	(b) Changes in inventories	27	(23,570.92)	(18,430.26)
	(c) Employee benefits expense	28	252.00	246.35
	(d) Finance costs	29	3,514.24	550.73
	(e) Depreciation and amortization expense	30	102.43	14.11
	(f) Other expenses	31	87.33	426.60
	(g) CSR expenses		25.50	20.00
	TOTAL EXPENSES (a to g)		184.32	415.81
III	Profit before tax (I-II)		865.14	1,043.94
IV	Tax expense:	32		
	Current tax		160.00	325.00
	Deferred tax		79.34	(98.40)
	Adjustments for earlier years		4.52	-
	Total tax expense		243.86	226.60
V	Profit for the year (III-IV)		621.28	817.34
VI	Other Comprehensive Income ('OCI')			
	(i) Items that will not be reclassified to profit or loss			
	- Remeasurement of defined benefit plan		5.39	0.54
	(ii) Income tax relating to items that will not be reclassified to profit or loss		(1.36)	(0.15)
	Total Other comprehensive income		4.03	0.39
VII	Total comprehensive income for the year (V+VI)		617.25	817.73
VIII	Earnings per equity share	33		
	- Basic and Diluted (face value Rs. 10/-)		6,280.60	8,262.64

Significant Accounting Policies

1

Other Notes to Accounts

2 - 48

Notes referred to above and notes attached thereto form an integral part of Statement of Profit and Loss

As per our report of even date attached

For and on behalf of the Board

For ZADN & Associates

Chartered Accountants.

Firm Reg. No. - 112306W

Raoul Thackersey
Chairman and Managing Director
DIN : 00332211

Abuali Darukhanawala

Partner (Membership No. : 108053)

UDIN : 20108053AAAALL8517

Sudhir Thackersey
Director
DIN : 00060062

Place : Mumbai

Date : 26th October, 2020

Place : Mumbai

Date : 26th October, 2020

Bhishma Realty Limited

Statement of changes in equity for the year ended 31st March, 2020

a. Equity Share Capital

₹ in lakhs

Particulars	Amount
Balance as at 1st April, 2018	0.99
Changes in equity share capital	-
Balance as at 31st March, 2019	0.99
Changes in equity share capital	-
Balance as at 31st March, 2020	0.99

b. Other Equity

₹ in lakhs

Particulars	Reserves and surplus			Other Comprehensive Income	Total Equity
	Capital Redemption Reserve	General reserve	Retained Earnings		
As at 1st April, 2018	5.01	1,029.40	5,132.75	1.93	6,169.09
Addition / (Deletions) during the year	-	20.00	(20.00)	-	-
Profit for the year 2018-19	-	-	817.34	0.39	817.73
Dividend (including tax on dividend)	-	-	(238.51)	-	(238.51)
As at 31st March, 2019	5.01	1,049.40	5,691.58	2.32	6,748.31
Addition / (Deletions) during the year	-	20.00	(20.00)	-	-
Profit for the year 2019-20	-	-	621.28	(4.03)	617.25
Dividend (including tax on dividend)	-	-	477.01	-	477.01
As at 31st March, 2020	5.01	1,069.40	5,815.84	(1.71)	6,888.55

Significant Accounting Policies

1

Other Notes to Accounts

2-48

Notes referred to above and notes attached thereto form an integral part of Statement of Profit and Loss

As per our report of even date attached

For ZADN & Associates

Chartered Accountants.

Firm Reg. No. - 112306W

Abuali Darukhanawala

Partner (Membership No. : 108053)

UDIN :20108053AAAALL8517

Place : Mumbai

Date : 26th October 2020

For and on behalf of the Board

Raoul Thackersey

Chairman and Managing Director

DIN : 00332211

Sudhir Thackersey

Director

DIN : 00060062

Place : Mumbai

Date : 26th October,2020

Bhishma Realty Limited

Statement of cash flows for the year ended 31st March, 2020

₹ in lakhs

	Particulars	For the year ended 31st March, 2020		For the year ended 31st March, 2019	
A	<u>Cash flow from operating activities</u>				
	Profit before tax		865.14		1,043.94
	<u>Adjustments for:</u>				
	Finance costs	3,514.24		550.73	
	Depreciation and amortisation expenses	102.43		14.11	
	Interest income	(112.47)		(474.26)	
	Remeasurement of defined benefit liabilities	5.39		0.54	
	Gain / (Loss) on fair valuation of investment	(303.86)		346.96	
	Gain on sale of investments	(426.65)		(877.67)	
	Dividend Income on Current investments	(13.25)		(63.40)	
	Income received from Amount invested in Funds	(25.64)		(39.43)	
	Provision no longer required written back	-		(4.98)	
	Investment Related Expenses	2.61		0.11	
			2,742.80		(547.29)
	Operating profit / loss before working capital changes		3,607.94		496.65
	<u>Movements in working capital:</u>				
	<u>Adjustments for (increase)/decrease in operating assets:</u>				
	Trade receivables	(520.56)		14.18	
	Inventories	(23,570.92)		(18,430.26)	
	Other non current assets	(2,517.88)		(252.50)	
	Other current assets	(1,063.49)		(1,675.83)	
	Other current financial assets	6.15		(14.05)	
	Loans	274.35		25.00	
	<u>Adjustments for increase/(decrease) in operating liabilities:</u>				
	Trade payables	1,842.27		1,698.94	
	Borrowings	27,736.41		17,922.52	
	Other non current liabilities	12,609.64		637.43	
	Other Non current financial liabilities	(6,964.00)		-	
	Other current financial liabilities	35.86		(88.47)	
	Other current liabilities	(108.50)		80.44	
	Provisions	(1.45)		13.63	
	Cash utilised from operations	7,757.88	11,365.82	(68.97)	427.68
	Direct taxes paid (net)		(305.54)		(255.22)
	Net Cash Generated /Used from operating activities (A)		11,060.28		172.46
B	<u>Cash flows from investing activities</u>				
	Purchase of property, plant and equipment	(53.16)		(0.08)	
	Acquisition of Investment Property	(1,792.49)		-	
	Purchase of non current investments	(27,609.89)		16,988.47	
	Proceeds from sale of investments	21,954.98		(16,850.25)	
	Income Received from amount invested in funds	25.64		39.43	
	Interest income	165.99		12.81	
	Investment Related expenses	(2.61)		(0.11)	
	Dividend Income on Current investments	13.25		63.40	
	Net cash (used /generated from) investing activities (B)		(7,298.29)		253.67

Bhishma Realty Limited

Statement of cash flows for the year ended 31st March, 2020

₹ in lakhs

	Particulars	For the year ended 31st March, 2020		For the year ended 31st March, 2019	
C	Cash flow from financing activities				
	Interest paid	(3,241.16)		(417.01)	
	Dividend paid (including dividend distribution tax)	(477.27)		(238.79)	
	Interest Income	-		372.67	
	Net cash (used in) financing activities (C)		(3,718.43)		(283.13)
D	NET INCREASE IN CASH AND CASH EQUIVALENTS [(A) + (B) + (C)]		43.56		143.00
	CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR				
	Balances with banks in current accounts, earmarked balances and deposit accounts		185.43		40.31
	Cash on hand		0.46		2.58
	CASH AND CASH EQUIVALENTS AS PER NOTE 9 AND 10		185.89		42.89
	CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR				
	Balances with banks in current accounts, earmarked balances and deposit accounts		229.18		185.43
	Cash on hand		0.28		0.46
	CASH AND CASH EQUIVALENTS AS PER NOTE 9 AND 10		229.46		185.89

Notes:

- 1 Components of Cash and Cash equivalents includes Cash and Bank balances in Current Accounts.
- 2 The Cash flow statement has been prepared under the "Indirect Method" as set out in Ind AS 7 "Cash Flow Statement"
- 3 In Part A of the Cash flow statement, figures in brackets indicate deductions made from the net profit for deriving the net cash flow from operating activities. Part B and Part C figures in brackets indicate cash outflows.

Significant Accounting Policies

1

Other Notes to Accounts

2 - 48

Notes referred to above and notes attached thereto form an integral part of Statement of Profit and Loss

As per our report of even date attached

For and on behalf of the Board

For ZADN & Associates

Chartered Accountants.

Firm Reg. No. - 112306W

Raoul Thackersey
Chairman and Managing Director
DIN : 00332211

Abuali Darukhanawala

Partner (Membership No. : 108053)

UDIN :20108053AAAALL8517

Sudhir Thackersey

Director

DIN : 00060062

Place : Mumbai

Date : 26th October, 2020

Place : Mumbai

Date : 26th October, 2020

Bhishma Realty Limited**Notes to Financial Statements for the year ended 31st March, 2020****CORPORATE INFORMATION:**

Bhishma Realty Limited ('BRL' or 'the Company') is a limited company incorporated and domiciled in India and has its registered office at Sir Vithaldas Chambers. 16. Mumbai Samachar Marg. Fort. Mumbai - 400 001. The Company is in the business of Real Estate Development.

1 BASIS OF COMPLAINEE, BASIS OF PREPARATION, CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGEMENTS AND SIGNIFICANT ACCOUNTING POLICIES**I Basis of Compliance:**

The financial statements comply in all material aspects with Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013 ('Act') read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

Until the adoption of Ind AS, for all periods up to and including the year ended 31st March, 2018, the Company prepared its financial statements in accordance with Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 ('Previous GAAP'). The financial statements for the year ended 31st March, 2018 and the opening Balance Sheet as at 1st April, 2017 have been restated in accordance with Ind AS for comparative information.

II Basis of Preparation and Presentation:

The financial statements have been prepared under historical cost convention using the accrual method of accounting basis, except for certain financial instruments that are measured at fair values at the end of each reporting period as explained in the significant accounting policies below.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Act. The Company's normal operating cycle in respect of operations relating to the construction of real estate projects may vary from project to project depending upon the size of the project, type of development, project complexities and related approvals.

All amounts disclosed in the financial statements and notes have been rounded off to the nearest Rupees in lakhs as per the requirement of Schedule III, unless otherwise stated.

The financial statements of the Company for the year ended 31st March, 2020 were approved for issue in accordance with a resolution of the Board of Directors in its meeting held on 26th October, 2020.

III Use of Judgements and Estimates:

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities, income, expenses and disclosures of contingent assets and liabilities at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

Estimates and underlying assumptions are reviewed at each reporting date. Any revision to accounting estimates and assumptions are recognised prospectively i.e. recognised in the period in which the estimate is revised and future periods affected.

i. Significant Management Judgements:**a) Operating lease contracts – The Company as Lessor:**

The Company has entered into leases of its investment properties. The Company has determined based on an evaluation of the terms and conditions of the arrangements, that it retains all the significant risks and rewards of ownership of these properties and so accounts for the leases as operating leases.

Bhishma Realty Limited**Notes to Financial Statements for the year ended 31st March, 2020****b) Recognition of Deferred Tax Assets:**

The extent to which deferred tax assets can be recognised is based on an assessment of the probability of the Company's future taxable income against which the deferred tax assets can be utilized. In addition, significant judgement is required in assessing the impact of any legal or economic limits or uncertainties in various tax jurisdiction.

ii. Estimates and Assumptions:**a) Classification of assets and liabilities into current and non-current:**

The management classifies the assets and liabilities into current and non-current categories based on the operating cycle of the respective business / projects.

b) Impairment of Assets:

In assessing impairment, management estimates the recoverable amounts of each asset or Cash Generating Unit (CGU) (in case of non-financial assets) based on expected future cash flows and uses an estimated interest rate to discount them. Estimation relates to assumptions about future cash flows and the determination of a suitable discount rate.

c) Useful lives of depreciable/ amortisable (Property, Plant and Equipment, Intangible Assets and Investment Property):

Management reviews its estimate of the useful lives of depreciable / amortisable assets at each reporting date, based on the expected usage of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the usage of certain assets.

d) Inventories:

Inventory is stated at the lower of cost or net realisable value (NRV).

NRV for completed inventory property is assessed including but not limited to market conditions and prices existing at the reporting date and is determined by the Company based on net amount that it expects to realise from the sale of inventory in the ordinary course of business.

NRV in respect of inventories under construction is assessed with reference to market prices (reference to the recent selling prices) at the reporting date less estimated costs to complete the construction, and estimated cost necessary to make the sale. The costs to complete the construction are estimated by management.

e) Defined Benefit Obligation (DBO):

The cost of defined benefit gratuity plan and the present value of the gratuity obligation along with leave salary are determined using actuarial valuations. An actuarial valuation involves making various assumptions such as standard rates of inflation, mortality, discount rate, attrition rates and anticipation of future salary increases. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

f) Fair Value Measurements:

Management applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available) and non-financial assets. This involves developing estimates and assumptions consistent with how market participants would price the instrument / assets. Management bases its assumptions on observable data as far as possible but this may not always be available. In that case management uses the best relevant information available. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

Bhishma Realty Limited**Notes to Financial Statements for the year ended 31st March, 2020****IV Property, Plant and Equipment (PPE)****i. Recognition and Initial Measurement:**

- a) Property, plant and equipment are stated at cost net of accumulated depreciation and accumulated impairment loss, if any.
- b) The initial cost of an asset comprises its purchase price, borrowings costs (including import duties and non-refundable taxes), any costs directly attributable to bringing the asset into the location and condition necessary for it to be capable of operating in the manner intended by the management, the initial estimate of an decommissioning obligation, if any, and, borrowing cost for qualifying assets (i.e. assets that necessarily take a substantial period of time to get ready for their intended use).

ii. Subsequent Measurement (depreciation and useful lives):

- a) Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the Statement of Profit and Loss during the period in which they are incurred.
- b) Depreciation is provided on a pro-rata basis on written down value method based on estimated useful life prescribed under Schedule II to the Act.
- c) The residual values and useful lives of property, plant and equipment are reviewed at each financial year end and changes, if any, are accounted in the line with revisions to accounting estimates.
- d) Leasehold land is amortised over the primary lease period. Other assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets. However, when there is no reasonable certainty that ownership will be obtained by the end of the lease term, assets are depreciated over the shorter of the lease term and useful lives.

iii. De-recognition:

PPE are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the statement of profit and loss in the period of de-recognition.

V Investment Property**i. Recognition and Initial Measurement:**

Investment property is property (land or a building - or part of a building - or both) held either to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in production or supply of goods or services or for administrative purposes.

Investment Property are stated at cost net of accumulated depreciation and accumulated impairment loss, if any.

ii. Subsequent Measurement (depreciation and useful lives):

- a) Investment properties are stated at cost net of accumulated depreciation and accumulated impairment losses, if any.
- b) Depreciation on building is provided over its useful life using written down value method. These useful life determined are in line with the useful lives as prescribed in the Schedule II of the Act.

iii. De-recognition:

Any gain or loss on disposal of investment property is calculated as the difference between the net proceeds from disposal and the carrying amount of the investment property is recognised in Statement of Profit and Loss.

Bhishma Realty Limited**Notes to Financial Statements for the year ended 31st March, 2020****VI Capital Work in Progress**

Capital work in progress is stated at cost less impairment losses, if any. Cost comprises of expenditures incurred in respect of capital projects under development and includes any attributable / allocable cost and other incidental expenses. Revenues earned, if any, from such capital project before capitalisation are adjusted against the capital work in progress.

VII Leases

The Company evaluates each contract or arrangements, whether it qualifies as lease as defined under Ind AS 116

i. Company as a Lessee:

The company assesses, whether the contract is, or contains, a lease at the inception of the contract or upon the modification of a contract. A contract is, or contains a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The company at the commencement of the lease contract recognizes a Right-of-Use (ROU) asset at cost and corresponding lease liability, except for lease with a term of twelve months or less (short-term leases) and leases for which the underlying asset is of low value (low-value leases). For these short term and low-value leases, the Company recognizes the lease payments as an operating expenses on a straight-line basis over the term of the lease.

The cost of the right-of-use assets comprises the amount of the initial measurement of the lease liability, adjusted for any lease payments made at or prior to the commencement date of the lease, any initial direct costs incurred by the Company, any lease incentives received and expected costs for obligations to dismantle and remove right-to-use assets when they are no longer used.

Subsequently, the right-of-use assets is measured at cost less any accumulated depreciation and accumulated impairment losses, if any. The right-of-use assets are depreciated on a straight-line basis from the commencement date of the lease over the shorter of the end of the lease term or useful life of the right of use asset.

Right of use are assessed for impairment whenever there is an indication that the balance sheet carrying amount may not be recoverable using cash flow projection for the useful life.

ii. Company as a Lessor:

In arrangements where the company is a lessor, it determines at lease inception whether the lease is a finance lease or an operating lease. Leases that transfer substantially all of the risk and rewards incidental to ownership of the underlying assets to the counterparty (the lessee) are accounted for as finance leases. Lease that do not transfer substantially all of the risk and rewards of ownership are accounted for as operating leases. Lease payments received under operating leases are recognised as income in the statement of profit and loss on a straight line basis over the lease term or another systematic basis. The company applies another systematic basis if that basis is more representative of the pattern in which benefits from the use of the underlying asset is diminished.

VIII Impairment of Non-Financial Assets

- i. Non-financial assets other than inventories, deferred tax assets and non-current assets classified as held for sale are reviewed at each Balance Sheet date to determine whether there is any indication of impairment. If any indication of such impairment exists, the recoverable amount of such assets / cash generating unit is estimated and in case the carrying amount of these assets exceeds their recoverable amount, an impairment is recognised. After impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

Bhishma Realty Limited**Notes to Financial Statements for the year ended 31st March, 2020**

- ii. The recoverable amount is the higher of the fair value less cost of disposal and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. Assessment is also done at each Balance Sheet date as to whether there is indication that an impairment loss recognised for an asset in prior accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss.

IX Inventories**i. Construction Work in Progress:**

The construction work in progress is valued at lower of cost or net realisable value.

Work in Progress includes the cost of land at Dadar unit of the erstwhile The Hindoostan Spinning and Weaving Mills Ltd., assigned to the Company as per the Sanctioned Scheme. It also includes directly attributable development expenses, interest cost incurred (net of credits, if any), allocated overheads and other incidental expenses by the Company thereon.

X Fair Value Measurements

- i. The Company measures certain financial instruments at fair value at each reporting date.
- ii. Certain accounting policies and disclosures require the measurement of fair values, for both financial and non- financial assets and liabilities.
- iii. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the Company has access at that date. The fair value of a liability also reflects its non-performance risk.
- iv. The best estimate of the fair value of a financial instrument on initial recognition is normally the transaction price – i.e. the fair value of the consideration given or received. If the Company determines that the fair value on initial recognition differs from the transaction price and the fair value is evidenced neither by a quoted price in an active market for an identical asset or liability nor based on a valuation technique that uses only data from observable markets, then the financial instrument is initially measured at fair value, adjusted to defer the difference between the fair value on initial recognition and the transaction price. Subsequently that difference is recognised in Statement of Profit and Loss on an appropriate basis over the life of the instrument but no later than when the valuation is wholly supported by observable market data or the transaction is closed out.
- v. While measuring the fair value of an asset or liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation technique as follows:
 - Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
 - Level 2: inputs other than quoted prices included in Level 1 that are observable for the assets or liability, either directly (i.e.as prices) or indirectly (i.e. derived from prices)
 - Level 3: inputs for the assets or liability that are not based on observable market data (unobservable inputs)

Bhishma Realty Limited**Notes to Financial Statements for the year ended 31st March, 2020**

- vi. When quoted price in active market for an instrument is available, the Company measures the fair value of the instrument using that price. A market is regarded as active if transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.
- vii. If there is no quoted prices in an active market, then the Company uses a valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs. The chosen valuation technique incorporates all of the factors that market participants would take into account in pricing a transaction.
- viii. The Company regularly reviews significant unobservable inputs and valuation adjustments. If the third party information, such as broker quotes or pricing services, is used to measure fair values, then the Company assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

XI Financial Instruments**i. Financial Assets:**

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

On initial recognition, a financial asset is recognised at fair value, in case of financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction cost are recognised in the statement of profit and loss. In other cases, the transaction cost are attributed to the acquisition value of the financial asset.

Financial assets are subsequently classified as measured at

- amortised cost
- fair value through profit and loss (FVTPL)
- fair value through other comprehensive income (FVOCI).

Financial assets are not reclassified subsequent to their recognition, except if and in the period the Company changes its business model for managing financial assets.

a) Trade Receivables and Loans:

Trade receivables are initially recognised at fair value. Subsequently, these assets are held at amortised cost, using the effective interest rate (EIR) method net of any expected credit losses. The EIR is the rate that discounts estimated future cash income through the expected life of financial instrument.

b) Debt Instruments:

Debt instruments are subsequently measured at amortised cost, fair value through other comprehensive income ('FVOCI') or fair value through profit or loss ('FVTPL') till de-recognition on the basis of:

- the entity's business model for managing the financial assets and
- the contractual cash flow characteristics of the financial asset.

Measured at amortised cost:

Financial assets that are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows that are solely payments of principal and interest, are subsequently measured at amortised cost using the effective interest rate ('EIR') method less impairment, if any. The amortisation of EIR and loss arising from impairment, if any is recognised in the Statement of Profit and Loss.

Bhishma Realty Limited**Notes to Financial Statements for the year ended 31st March, 2020**Measured at fair value through other comprehensive income:

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognised in the Statement of Profit and Loss. On de-recognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to 'other income' in the Statement of Profit and Loss.

Measured at fair value through profit or loss:

A financial asset not classified as either amortised cost or FVOCI, is classified as FVTPL. Such financial assets are measured at fair value with all change in fair value, including interest income and dividend income if any, recognised as 'other income' in the Statement of Profit and Loss.

c) Equity Instruments:

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

Fair value changes on an equity instrument is recognised as other income in the Statement of Profit and Loss unless the Company has elected to measure such instrument at FVOCI. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognised in OCI. Amounts recognised in OCI are not subsequently reclassified to the Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognised as 'other income' in the Statement of Profit and Loss.

d) De-recognition:

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the contractual rights to receive the cash flows from the asset.

ii. Financial Liabilities:**a) Initial Recognition and Measurement:**

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss. In case of trade payables, they are initially recognised at fair value and subsequently, these liabilities are held at amortised cost, using the effective interest method.

b) Subsequent Measurement:

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

c) De-recognition:

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

iii. Offsetting of financial instruments:

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

Bhishma Realty Limited**Notes to Financial Statements for the year ended 31st March, 2020****XII Revenue Recognition****i. Revenue from Real Estate Projects:**

Application money received for allotment of property to be constructed is treated as advances received from customers. Revenue in such cases is recognized on completion of Building and on receipt of Occupation Certificate (OC) for the constructed property.

Revenue in respect of insurance/other claims, interest on application money etc, is recognized only when it is reasonably certain of realization.

Brokerage and commission is paid against application money received in respect of flats and the same is accounted as expenses on recognition of the sale of flats. Till such time, it is considered as prepaid expenses and shown under the head Loans & Advances.

ii. Revenue from lease rentals and related income:

Lease income is recognised in the statement of profit and loss on straight line basis over the lease term, unless there is another systematic basis which is more representative of the time pattern of the lease. Revenue from lease rentals is disclosed net of indirect taxes, if any.

ii. Interest Income:

For all financial instruments measured at amortised cost, interest income is recognised using the effective interest rate (EIR), which is the rate that exactly discounts the estimated future cash payments or receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial assets. Interest income is included in other income in the statement of profit and loss.

iii. Dividend Income:

Revenue is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

XIII Employee Benefits**i. Short term employee benefits:**

Short-term employee benefits (including leave) are recognized as an expense at an undiscounted amount in the Statement of Profit and Loss of the year in which the related services are rendered.

ii. Post-employment benefits:**a) Defined Contribution Plans**

Obligations for contributions to defined contribution plans such as provident fund are recognised as an expense in the Statement of Profit and Loss as the related service is provided.

b) Defined Benefit Plans

The Company's net obligation in respect of defined benefit plans such as gratuity is calculated by estimating the amount of future benefit that the employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligation is performed at each reporting period end by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of the economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan.

The current service cost of the defined benefit plan, recognized in the Statement of Profit and Loss as part of employee benefit expense, reflects the increase in the defined benefit obligation resulting from employee service in the current year, benefit changes, curtailments and settlements. Past service costs are recognized immediately in the Statement of Profit and Loss. The net interest is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This net interest is included in employee benefit expense in the Statement of Profit and Loss.

Bhishma Realty Limited**Notes to Financial Statements for the year ended 31st March, 2020**

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income.

c) Leave Policy

Accumulated leave, which is expected to be utilized within next twelve months, is treated as short term employee benefit. The Company treats accumulated leave to be carried forward beyond twelve months as long term employee benefit for measurement purposes. Such long term compensated absences are provided for based on actuarial valuation using projected unit credit method at the year end. Actuarial gains/losses are recognized in the Statement of Profit and Loss and are not deferred.

XIV Borrowing Costs

- i. Borrowing costs that are attributable to the acquisition or construction of qualifying assets (i.e. an asset that necessarily takes a substantial period of time to get ready for its intended use) are capitalized as a part of the cost of such assets. Other borrowing costs are recognized as an expense in the period in which they are incurred.
- ii. Borrowing costs are capitalized as a part of project cost when the activities that are necessary to prepare the asset for its intended use or sale are in progress.

XV Provisions and Contingent Liabilities

- i. Provisions are recognized when there is a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.
- ii. The expenses relating to a provision is presented in the Statement of Profit and Loss net of reimbursements, if any.
- iii. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.
- iv. Contingent liabilities are possible obligations whose existence will only be confirmed by future events not wholly within the control of the Company, or present obligations where it is not probable that an outflow of resources will be required or the amount of the obligation cannot be measured with sufficient reliability.
- v. Contingent liabilities are not recognized in the financial statements but are disclosed unless the possibility of an outflow of economic resources is considered remote.
- vi. Contingent assets are not recognized in the financial statements.

XVI Taxes on Income**i. Current Tax**

Income-tax Assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, by the end of reporting period.

Current Tax items are recognised in correlation to the underlying transaction either in the Statement of Profit and Loss, other comprehensive income or directly in equity.

ii. Deferred tax

Deferred tax is provided using the Balance Sheet method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

Bhishma Realty Limited**Notes to Financial Statements for the year ended 31st March, 2020**

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

Deferred Tax items are recognised in correlation to the underlying transaction either in the Statement of Profit and Loss, Other Comprehensive Income or directly in Equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

XVII Earnings per share

- i. Basic earnings per share are calculated by dividing the profit or loss for the period attributable to equity shareholders (after deducting preference dividends, if any, and attributable taxes) by the weighted average number of equity shares outstanding during the period.
- ii. For the purpose of calculating diluted earnings per share, the profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effect of all dilutive potential equity shares.

XVIII Cash and Cash equivalents

Cash and cash equivalents in the Balance Sheet include cash at bank, cash, cheque, draft on hand and demand deposits with an original maturity of less than three months, which are subject to an insignificant risk of changes in value.

For the purpose of Statement of Cash Flows, Cash and cash equivalents include cash at bank, cash, cheque and draft on hand. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

XIX Cash Flows

Cash flows are reported using the indirect method, where by net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities are segregated.

XX Dividend

The Company recognises a liability to make cash distributions to Equity holders when the distribution is approved by the shareholders. A corresponding amount is recognised directly in Equity. Interim dividends, if any, are recorded as a liability on the date of declaration by the Company's Board of Directors.

2 Property, Plant and Equipment

Particulars	Gross Block				Depreciation Block			Net Block ₹ in lakhs
	Opening Block as at 1st April ,2019	Additions	Deductions	Closing Block as at 31st March,2020	Opening Block as at 1st April ,2019	Additions	Deductions	
Airconditioner	1.06	-	-	1.06	1.01	-	-	0.05
Computer	1.73	0.76	-	2.49	1.61	0.39	-	0.49
Furniture & Fixture	0.16	0.07	-	0.23	0.16	0.01	-	0.06
Motor Car	147.64	52.33	-	199.97	116.76	18.31	-	64.90
Total	150.59	53.16	-	203.75	119.54	18.71	-	65.50

Particulars	Gross Block				Depreciation Block			Net Block
	Opening Block as at 1st April ,2018	Additions	Deductions	Closing Block as at 31st March,2019	Opening Block as at 1st April ,2018	Additions	Deductions	
Airconditioner	1.06	-	-	1.06	1.00	0.01	-	0.05
Computer	1.65	0.08	-	1.73	1.55	0.06	-	0.12
Furniture & Fixture	0.17	-	-	0.17	0.15	0.01	-	0.01
Motor Car	147.64	-	-	147.64	102.73	14.03	-	30.88
Total	150.52	0.08	-	150.60	105.43	14.11	-	31.06

3 Investment property

₹ in lakhs

Particulars	Gross Block			Depreciation Block			Net Block	
	Opening Block as at 1st April, 2019	Additions	Deductions	Closing Block as at 31st March, 2020	Opening Block as at 1st April	Additions	Deductions	Closing Block as at 31st March, 2020
Office premises at Capital One - BKC								
Current Year	-	1,792.49	-	1,792.49	-	83.72	-	1,708.77
Previous Year	-	-	-	-	-	-	-	-
Total	-	1,792.49	-	1,792.49	-	83.72	-	1,708.77
Total	-	-	-	-	-	-	-	-

Bhishma Realty Limited

Notes to Financial Statements for the year ended 31st March, 2020

4 Other Investments (Non Current)

₹ in lakhs

Particulars	As at 31st March, 2020	As at 31st March, 2019
Investments at Fair Value through Profit and Loss		
<u>Quoted :</u>		
<u>Investment in Tax Free Bonds</u>		
15,735 Numbers (Previous year : 15,735 Numbers) Bonds of HUDCO of Rs. 1,000/- each	184.14	171.68
<u>Unquoted :</u>		
<u>Investment in Real Estate Investment Trust</u>		
226,400 (Previous Year : 226,400) Units of Embassy Office Parks of Rs. 10/- each	794.08	679.20
<u>Investment in Real Estate Investment Trust</u>		
52 Numbers (Previous Year : Nil) Reddy Veerana NCD -Series A	520.00	-
<u>Investment in Equity Shares</u>		
634 Numbers (Previous Year : 634 Numbers) Equity Shares of Capricon Realty Limited of Rs. 10/- each	1,765.03	1,765.03
<u>Investment in Mutual Funds</u>		
1,355,546.217 (Previous Year : 1,355,546.217) Units of PPFAS Long Term Value Fund	296.30	348.79
2,000,000 (Previous Year : 2,000,000) Units of HDFC Housing Opportunity Fund	122.80	189.60
<u>Investment in Funds</u>		
167.87 (Previous Year : 167.87) Units of Milestone Opportunities Fund 10 of Rs. 100,000/- each	167.87	167.87
7,500 (Previous year: 2,000) Units of Edelweiss Infrastructure Yield Plus Fund of Rs. 10,000/- each	750.00	200.00
Total	4,600.22	3,522.17

Particulars	As at 31st March, 2020	As at 31st March, 2019
(a) Aggregate amount of quoted investments and market value thereof	184.14	171.68
(b) Aggregate value of unquoted investments	4,416.08	3,350.49
(c) Aggregate value of impairment in value of investments	-	-

Bhishma Realty Limited

Notes to Financial Statements for the year ended 31st March, 2020

5 Other Non-Current Assets

₹ in lakhs

Particulars	As at 31st March, 2020	As at 31st March, 2019
<u>Unsecured, Considered Good</u>		
Capital Advances	2,445.00	252.50
Advances to Brokers against Advance received for Sale of flats	1,084.06	758.68
Total	3,529.06	1,011.18

6 Inventories (at lower of cost and net realisable value)

₹ in lakhs

Particulars	As at 31st March, 2020	As at 31st March, 2019
Work-in-Progress	82,058.89	58,487.97
Total	82,058.89	58,487.97

Bhishma Realty Limited

Notes to Financial Statements for the year ended 31st March, 2020

7 Investments (Current)

₹ in lakhs

Particulars	As at 31st March, 2020	As at 31st March, 2019
Investment at Fair value through profit and loss		
<u>Quoted:</u>		
<u>Investment In Equity Shares</u>		
100 (Previous Year : Nil) Numbers Equity Shares of Bajaj Finance Service Ltd	4.59	-
2,500 (Previous Year : Nil) Numbers Equity shares of HDFC Bank Ltd	21.55	-
200 (Previous Year : Nil) Numbers Equity Shares of HDFC Ltd	3.26	-
2,500 (Previous Year : Nil) Numbers Equity Shares of HDFC Standard Life Insurance Ltd	11.04	-
5,500 (Previous Year : Nil) Numbers Equity Shares of L& T Ltd	44.47	-
1,000 (Previous yrsr : Nil) Numbers Equity shares of Reliance Industries	11.12	-
900 (Previous Year : Nil) Numbers Equity shares of Tata Consultancy Services Ltd	16.41	-
3,000 (Previous Year : Nil) Numbers Equity shares of Tata Iron & Steel Co Ltd	8.09	-
2,000 (Previous year : Nil) Numbers Equity Shares of Titan Industries Ltd	18.67	-
250 (Previous Year : Nil) Numbers Equity Shares of Ultratech Cement Co. Ltd	8.14	-
<u>Unquoted :</u>		
<u>Investment in Mutual Funds</u>		
590,225.92 (Previous Year : 6,446,312.52) Units of HDFC Floating Rate Income Fund - STP	208.84	2,108.17
616,181.166 (Previous year : 616,181.166) Units of Birla Sunlife Treasury Optimiser Plan	1,631.65	1,480.99
3,76,25,606.06 (Previous year : Nil) Units of HDFC Short Term Debt Fund Direct Growth	8,611.86	-
169,555.98 (31st March, 2019 : 169,555.99, 31st March, 2018 : Nil) Units of Aditya Birla Low Duration Fund	870.80	802.31
Nil (Previous year : 38,15,337.66) Units of Franklin Low Duration Fund	-	829.45
3,927,560.08 (Previous Year : 3,927,560.08) Units of Franklin India Short Bond Fund	1,086.11	1,036.24
Investment at Amortised Cost		
<u>Unquoted :</u>		
<u>Investment in Bonds</u>		
Nil (Previous Year : 10) Bonds of HDFC Ltd - June 2019 of Rs. 10,000,000/- each	-	992.42
Total	12,556.60	7,249.58

Particulars	As at 31st March, 2020	As at 31st March, 2019
(a) Aggregate amount of quoted investments and market value thereof	147.34	-
(b) Aggregate value of unquoted investments	12,409.26	7,249.58
(c) Aggregate value of impairment in value of investments	-	-

Bhishma Realty Limited

Notes to Financial Statements for the year ended 31st March, 2020

8 Trade Receivables

₹ in lakhs

Particulars	As at 31st March, 2020	As at 31st March, 2019
Considered good - Unsecured	680.75	160.19
Total	680.75	160.19

9 Cash & Cash Equivalents

₹ in lakhs

Particulars	As at 31st March, 2020	As at 31st March, 2019
<u>Balances with Banks</u>		
In Current Accounts	163.76	54.08
Cash on Hand	0.28	0.46
Total	164.04	54.54

10 Bank balances other than above

₹ in lakhs

Particulars	As at 31st March, 2020	As at 31st March, 2019
<u>Balances with Banks</u>		
In Designated RERA Accounts	58.20	123.87
In Current Accounts (Fractional Coupons)	0.10	0.10
In Current Account (Unpaid Dividend)	7.12	7.38
Total	65.42	131.35

11 Loans (Current)

₹ in lakhs

Particulars	As at 31st March, 2020	As at 31st March, 2019
<u>Considered good - Secured</u>		
<u>Loans Given</u>		
To Partnership Firm(Refer Note No.45)	1,500.00	1,500.00
To Body Corporate *	277.65	552.00
Total	1,777.65	2,052.00

* Financed for the development and construction of villas on land at Goa

12 Other Financial Assets (Current)

₹ in lakhs

Particulars	As at 31st March, 2020	As at 31st March, 2019
Interest Receivable	243.75	297.27
Others	18.48	24.63
Total	262.23	321.90

Bhishma Realty Limited

Notes to Financial Statements for the year ended 31st March, 2020

13 Current Tax assets (net)

₹ in lakhs

Particulars	As at 31st March, 2020	As at 31st March, 2019
Advance Tax (Net of Provisions of Rs.1724.16 lakhs, Previous Year : Rs.1721.81 lakhs)	350.22	213.72
Total	350.22	213.72

14 Other Current Assets

₹ in lakhs

Particulars	As at 31st March, 2020	As at 31st March, 2019
Balance with Government Authorities	2,815.51	1,750.40
Other Advances (Prepaid Expenses)	2.31	3.93
Total	2,817.82	1,754.33

15 Equity Share Capital

₹ in lakhs

Particulars	As at 31st March, 2020	As at 31st March, 2019
AUTHORISED CAPITAL		
50,000 (Previous Year : 50,000) Equity Shares of Rs. 10/- each	5.00	5.00
50,000 (Previous Year : 50,000) 0.10% Non- Cumulative Redeemable Preference Shares of Rs. 10/- each	5.00	5.00
	10.00	10.00
ISSUED, SUBSCRIBED AND PAID UP CAPITAL		
9,892 * (Previous Year : 9,892) Equity Shares of Rs. 10/- each fully paid up	0.99	0.99
Total	0.99	0.99

*Above Equity shares of Rs. 10/- each are allotted as fully paid up without payment being received in cash pursuant to the Rehabilitation Scheme sanctioned by Hon'ble Board for Industrial and Financial Reconstruction vide its order dated 1st April, 2004.

Reconciliation of No. of Shares outstanding at the beginning and at the end of the year

Particulars	As at 31st March, 2020	As at 31st March, 2019
Opening Balance	9,892	9,892
Issued during the year	-	-
Closing Balance	9,892	9,892

Rights, preferences and restrictions attached to shares

Equity Shares: The Company has only one class of equity shares having par value of ₹ 10 per share. Each shareholder is entitled to one vote per share held. Dividend if any declared is payable in Indian Rupees. The dividend proposed by the 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.

Details of the Shareholders holding more than 5% of Shares in the Company

Name of Shareholders	As at 31st March, 2020	As at 31st March, 2019
Equity Shareholders		
<u>Mr. Chandrahas Thackersey</u>		
No. of shares	1.00	2,230
% held	0.01%	22.54%
<u>Mr. Raoul Thackersey</u>		
No. of shares	3,789	1,560
% held	38.30%	15.77%
<u>Capricon Realty Limited</u>		
No. of shares	2,705	2,705
% held	27.35%	27.35%

16 Other Equity

₹ in lakhs

Particulars	As at 31st March, 2020	As at 31st March, 2019
Capital Redemption Reserve		
Balance as per last Financial Statement	5.01	5.01
Add : Transferred from Statement of Profit and Loss	-	-
Closing balance	5.01	5.01
Other Reserve		
General Reserve		
Balance as per last Financial Statement	1,049.40	1,029.40
Add : Transfer from Statement of Profit and Loss	20.00	20.00
Balance transferred to Balance Sheet	1,069.40	1,049.40
Surplus		
Balance as per last Financial Statement	5,691.58	5,132.75
Add: Net Profit after Tax transferred from Statement of Profit & Loss	621.28	817.34
Amount available for Appropriation (A)	6,312.86	5,950.09
Appropriations:		
Dividend	197.84	197.84
Interim Dividend	197.84	-
Taxes on Dividend	81.33	40.67
Transfer to General Reserve	20.00	20.00
Total of Appropriations (B)	497.01	258.51
Balance in Surplus (A-B)	5,815.85	5,691.58
Other Comprehensive Income (OCI)		
Balance as per last Financial Statement	2.32	1.93
Actuarial gain/ loss	(4.03)	0.39
Total OCI	(1.71)	2.32
Total	6,888.55	6,748.31

17 Borrowings (Non Current)

₹ in lakhs

Particulars	As at 31st March, 2020	As at 31st March, 2019
Secured Loans		
Construction Finance from Financial Institution	29,867.43	5,996.07
Line of credit from Financial Institution (Refer Note no. 40)	15,791.50	11,926.45
Total	45,658.93	17,922.52

18 Other Financial Liabilities

₹ in lakhs

Particulars	As at 31st March, 2020	As at 31st March, 2019
Refundable Deposit from Developer	-	7,000.00
Deposit	36.00	-
Total	36.00	7,000.00

Bhishma Realty Limited

Notes to Financial Statements for the year ended 31st March, 2020

19 Provisions (Non Current)

₹ in lakhs

Particulars	As at 31st March, 2020	As at 31st March, 2019
Provision for Employee Benefits		
Provision for Leave Salary	19.35	16.41
Provision for Gratuity	62.51	59.42
Total	81.86	75.83

20 Deferred Tax Liabilities (Net)

₹ in lakhs

Particulars	As at 31st March, 2020	As at 31st March, 2019
Fair Valuation on Investments	177.88	105.25
Total DTL	177.88	105.25
On Property, Plant and Equipment	14.64	17.80
On Gratuity and Leave Encashment	21.24	23.43
Total DTA	35.88	41.23
Net DTA / (DTL)	(142.00)	(64.02)

21 Other Non-Current Liabilities

₹ in lakhs

Particulars	As at 31st March, 2020	As at 31st March, 2019
Advance Received Against Flat	53,752.81	41,143.17
Total	53,752.81	41,143.17

22 Trade Payables

₹ in lakhs

Particulars	As at 31st March, 2020	As at 31st March, 2019
Outstanding dues of creditors other than micro enterprises and small enterprises	3,541.20	1,698.94
Total	3,541.20	1,698.94

Note:

Based on the information available with the Company, there are no outstanding dues and payments made to any supplier of goods and services for the year ended 31 March 2020 under Micro, Small and Medium Enterprises Development Act, 2006 [MSMED Act]. There is no interest payable or paid to any suppliers under the said Act.

Disclosure relating to suppliers registered under MSMED Act based on the information available with the Company:

₹ in lakhs

Particulars	As at 31st March, 2020	As at 31st March, 2019
(a) Amount remaining unpaid to any supplier at the end of each accounting year:	-	-
Principal	-	-
Interest	-	-
Total	-	-
(b) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
(c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act.	-	-
(d) The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
(e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act.	-	-

23 Other Financial Liabilities (Current)

₹ in lakhs

Particulars	As at 31st March, 2020	As at 31st March, 2019
Interest accrued but not due on Loan	406.80	133.72
Other Liabilities	56.65	20.79
Total	463.45	154.51

24 Provisions (Current)

₹ in lakhs

Particulars	As at 31st March, 2020	As at 31st March, 2019
<u>Provision for Employee Benefits</u>		
Provision for Leave Salary	0.58	0.88
Provision for Gratuity	1.96	3.74
Total	2.54	4.62

25 Other Current Liabilities

₹ in lakhs

Particulars	As at 31st March, 2020	As at 31st March, 2019
Director's Current A/c	2.00	3.00
Unclaimed Dividend	7.12	7.38
Statutory dues payable	18.25	91.67
Other Liabilities	41.47	75.03
Total	68.84	177.08

Bhishma Realty Limited

Notes to Financial Statements for the year ended 31st March, 2020

26 Other Income

₹ in lakhs

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Interest Income	112.47	474.26
Income received from Edelweiss Infra Fund	25.64	39.43
Net Gain on Sale of Investments	426.65	877.67
Income -REIT	22.32	-
Dividend Income	13.25	63.40
Rental Income	145.22	-
Fair Value Gain on Investments Valued as FVTPL	303.86	-
Miscellaneous Income	0.05	4.99
Total	1,049.46	1,459.75

27 Changes in Inventories of Finished Goods and Work in Progress

₹ in lakhs

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
<u>Work in Process</u>		
Opening Stock	58,487.97	40,057.71
Less : Closing Stock	82,058.89	58,487.97
Total	(23,570.92)	(18,430.26)

28 Employee Benefits Expense

₹ in lakhs

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Salaries and Perquisites	149.36	136.48
Managerial Remuneration	86.06	95.60
Leave Encashment	3.29	2.42
Gratuity	13.26	11.76
Staff Welfare Expenses	0.03	0.09
Total	252.00	246.35

Bhishma Realty Limited

Notes to Financial Statements for the year ended 31st March, 2020

29 Finance Costs

₹ in lakhs

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Interest on		
Term loans	3,514.09	540.38
Others	0.15	0.01
Stamp Duty Charges on Loans	-	10.34
Total	3,514.24	550.73

30 Depreciation and Amortisation Expenses

₹ in lakhs

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
On Property, Plant & Equipment	18.71	14.11
On Investment Property	83.72	-
	102.43	14.11

31 Other Expenses

₹ in lakhs

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Rent, Rates and Taxes	24.56	17.25
Insurance Premium	2.53	2.08
Directors Sitting Fees	3.60	3.72
Legal & Professional Fees	31.48	37.89
Auditors Remuneration (Ref. note no.31.1)	5.57	10.51
Profession Tax	0.03	0.03
Investment related expenses	2.61	0.11
Miscellaneous Expenses	16.95	8.05
Fair Value Loss on Investments Valued as FVTPL	-	346.96
Total	87.33	426.60

31.1 Auditor's Remuneration comprises:

₹ in lakhs

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
As Auditor	4.87	4.13
Reimbursement of expenses	-	0.77
For other services	0.70	5.61
Total	5.57	10.51

32 Tax Expense And Deferred Tax Liabilities (Net)
(a) Amounts recognized in Profit and Loss

₹ in lakhs

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Current tax		
(i) Current period	160.00	325.00
(ii) Changes in estimates related to prior years	4.52	-
	164.52	325.00
Deferred tax	79.34	(98.40)
	79.34	(98.40)
Total Tax	243.86	226.60

(b) Amounts recognized in Other Comprehensive Income

₹ in lakhs

Particulars	For the year ended 31st March, 2020			For the year ended 31st March, 2019		
	Before tax	Tax (expense) benefit	Net of tax	Before tax	Tax (expense) benefit	Net of tax
Items that will not be reclassified to profit and loss						
Remeasurements of the defined benefit plans	5.39	(1.36)	4.03	0.54	(0.15)	0.39
	5.39	(1.36)	4.03	0.54	(0.15)	0.39

(c) Reconciliation of Effective Tax Rate

₹ in lakhs

Particulars	For the year ended 31st March, 2020		For the year ended 31st March, 2019	
	%	Amounts	%	Amounts
Profit before tax		865.14		1,043.94
Tax using the Company's domestic tax rate	25.17%	217.76	29.12%	304.00
Tax effect of:				
Effect of non deductible tax expenses	-3.56%	(30.78)	4.08%	42.55
Effect of tax exempt income	-1.42%	(12.26)	-12.49%	(130.39)
Effect of items taxed at lower rates	-	-	1.58%	16.50
Others	7.99%	69.14	-0.58%	(6.06)
	28.19%	243.86	21.71%	226.60

(d) Movement in Deferred tax

₹ in lakhs

Particulars	As at 31st March, 2020					
	Net balance April 1, 2019	Recognized in profit or loss	Recognized in OCI	Net	Deferred tax asset	Deferred tax liability
Fair value of investments	(105.25)	(72.63)	-	(177.88)	-	(177.88)
On Property, plant and equipment	17.80	(3.16)	-	14.64	14.64	-
On gratuity and leave encashment	23.43	(2.19)	-	21.24	21.24	-
	(64.02)	(77.98)	-	(142.00)	35.88	(177.88)

₹ in lakhs

Particulars	As at 31st March, 2019					
	Net balance April 1, 2018	Recognized in profit or loss	Recognized in OCI	Net	Deferred tax asset	Deferred tax liability
Fair value of investments	(198.37)	93.11	-	(105.25)	-	(105.25)
On Property, plant and equipment	17.50	0.30	-	17.80	17.80	-
On gratuity and leave encashment	18.59	4.99	(0.15)	23.43	23.43	-
	(162.28)	98.40	(0.15)	(64.02)	41.23	(105.25)

Bhishma Realty Limited

Notes to Financial Statements for the year ended 31st March, 2020

33 Earnings Per Share (EPS)

₹ in lakhs

Particulars	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Profit after Taxation as per Statement of Profit & Loss	621.28	817.34
Profit available for Equity Shareholders	621.28	817.34
No. of Equity Shares	9,892	9,892
Earnings per Share (of ₹ 10/- each)		
Basic and Diluted	6,280.60	8,262.64

Bhishma Realty Limited

Notes to Financial Statements for the year ended 31st March, 2020

34 Financial Instruments

A Capital Management:

The Company manages its capital structure with a view to ensure that it will be able to continue as a going concern while maximising the return to stakeholders through the optimization of the debt and equity balance.

The capital structure of the Company consists of net debt (borrowings as detailed in notes 17 and 10 offset by cash and bank balances) and total equity of the Company.

As per the agreement entered into with the Financial Institutions, Company is not required to maintain any gearing ratio.

The Company's management reviews the capital structure of the Company on an annual basis. As part of this review, the management considers the cost of capital and the risks associated with each class of capital.

Equity share capital and other equity are considered for the purpose of Company's capital management.

The Company manages its capital so as to safeguard its ability to continue as a going concern and to optimise returns to shareholders. The capital structure of the Company is based on management's judgement of its strategic and day-to-day needs with a focus on total equity so as to maintain investor, creditors and market confidence.

The management and the Board of Directors monitors the return on capital as well as the level of dividends to shareholders. The Company may take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

The gearing ratio at the end of the reporting period was as follows:

Particulars	₹ in lakhs	
	As at 31st March, 2020	As at 31st March, 2019
Non-Current Borrowings	45,658.93	17,922.52
Current maturities of non-current borrowings	-	-
Total Debt	45,658.93	17,922.52
Less: Cash and Bank balances	229.46	185.89
Net Debts	45,429.47	17,736.63
Equity	6,889.54	6,749.30
Net Debt to Equity Ratio (%)	659.40%	262.79%

For the purpose of computing debt to equity ratio, equity includes Equity Share Capital and Other Equity and Debt includes Long term borrowings, short term borrowings and current maturities of long term borrowings.

B Financial Instruments-Accounting Classifications and Fair Value Measurements

i) Classification of Financial Assets and Liabilities:

Particulars	As at 31st March, 2020	As at 31st March, 2019
Financial assets		
At Amortised cost		
Other loans	1,777.65	2,052.00
Trade Receivables	680.75	160.19
Cash and cash equivalents	164.04	54.54
Bank balances other than above	65.42	131.35
Other financial assets	262.23	321.90
Investment in bonds	-	992.42
Investment in funds	917.87	367.87
At Fair value through Profit and Loss		
Investments in mutual funds	12,828.36	6,795.55
Investments in equity shares	1,912.37	1,765.03
Investment in REIT	794.08	679.20
Investment in bonds	184.14	171.68
Total	19,586.91	13,491.73
Financial liabilities		
At Amortised cost		
Borrowings	45,658.93	17,922.52
Trade payables	3,541.20	1,698.94
Other Financial liabilities	499.46	7,154.51
Total	49,699.59	26,775.97

ii) Fair Value Measurements (Ind AS 113):

The fair values of the Financial Assets and Liabilities are included at the amount, at which instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments based on the input that is significant to the fair value measurement as a whole:

- Level 1 : This hierarchy uses quoted (unadjusted) prices in active markets for identical assets or liabilities. The fair value of all Equity Shares which are traded on the stock exchanges, is valued using the closing price at the reporting date.
- Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on company specific estimates. The mutual fund units are valued using the closing Net Asset Value.
- Level 3: If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2. If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

Particulars	₹ in lakhs	
	Fair Values	
	As at 31st March, 2020	As at 31st March, 2019
Financial Assets at Fair Value through Profit and Loss		
Investments in equity shares and mutual funds and bonds (Level 1)	13,953.92	6,795.55
Investments in equity shares (Level 3)	1,765.03	1,765.03
Total	15,718.95	8,560.58

The management assessed that cash and bank balances, trade receivables, loans, trade payables, borrowings and other financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

During the reporting period ending 31st March, 2020 and 31st March, 2019, there was no transfer between level 1 and level 2 fair value measurement.

Key Inputs for Level 1 and 2 Fair valuation Technique:

1. Listed Equity Investments : Quoted Bid Price on Stock Exchange (Level 1)

There are no changes in level 3 items for the periods ended 31st March, 2020 and 31st March, 2019

Bhishma Realty Limited**Notes to Financial Statements for the year ended 31st March, 2020****35 Financial Risk Management Objectives**

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The key risks and mitigating actions are also placed before the Audit Committee of the Company.

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

- A) Credit risk;
- B) Liquidity risk;
- C) Market risk; and
- D) Interest rate risk

A Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Credit risk arises primarily from financial assets such as trade receivables, investments in mutual funds, other balances with banks, loans and other receivables.

Trade and Other Receivables

Customer credit is managed as per the Company's established policies, procedures and control relating to customer credit risk management.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The Company does not hold collateral as security. The Company has no concentration of credit risk as the customer base is widely distributed both economically and geographically.

The Company measures the expected credit loss of trade receivables based on historical trend, industry practices and the business environment in which the entity operates. Loss rates are based on actual credit loss experience and past trends.

The following table provides information about the exposure to credit risk and Expected Credit Loss Allowance for trade and other receivables:

Particulars	₹ in lakhs	
	As at 31st March, 2020	As at 31st March, 2019
0-180 days	337.96	-
181-365 days	342.32	-
Above 365 days	0.47	160.19
Total	680.75	160.19

Based on the ECL assessment, there is no requirement of provision for the credit losses, hence the company has not provided for any credit losses during the current period.

Other Financial Assets

The Company maintains exposure in cash and cash equivalents, investments in mutual funds, bonds, funds and equity shares. The Company has diversified portfolio of investment with various number of counter-parties which have secure credit ratings hence the risk is reduced. Individual risk limits are set for each counter-party based on financial position, credit rating and past experience. Credit limits and concentration of exposures are actively monitored by the Management of the Company.

B Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial

Liquidity risk is managed by Company through effective fund management. The Company's principal sources of liquidity are cash and cash equivalents, investments and the cash flow that is generated from operations. The Company believes that current cash and cash equivalents, tied up borrowing lines and cash flow that is generated from operations is sufficient to meet requirements. Accordingly, liquidity risk is perceived to be low.

The following are the remaining contractual maturities of financial liabilities at the reporting date. Amounts disclosed are the contractual un-discounted cash flows.

Maturity analysis of Significant Financial Liabilities

Particulars	As at 31st March, 2020			As at 31st March, 2019		
	Carrying Amount	Contractual cash flows		Carrying Amount	Contractual cash flows	
		Upto 1 year	More than 1 year		Upto 1 year	More than 1 year
Financial Liabilities						
Borrowings (including Current Maturities of Long-Term Debts)	45,658.93	-	45,658.93	17,922.52	-	17,922.52
Trade and other payables	3,541.20	3,541.20	-	1,698.94	1,698.94	-
Other financial liabilities	499.46	499.46	-	7,154.51	7,154.51	-
	49,699.59	4,040.66	45,658.93	26,775.97	8,853.45	17,922.52

₹ in lakhs

Bhishma Realty Limited
Notes to Financial Statements for the year ended 31st March, 2020

C Market Risk

Market Risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and price risk.

i Currency Risk

The Company is not exposed to currency risk on account of its operating and financing activities. The functional currency of the Company is Indian Rupee.

The Company do not use derivative financial instruments for trading or speculative purposes.

ii Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in prevailing market interest rates. The Company's exposure to the risk due to changes in interest rates relates primarily to the Company's long-term borrowings in with floating interest rates. The Company constantly monitors the credit markets and revisits its financing strategies to achieve an optimal maturity profile and financing cost.

Interest Rate Exposure:

Particulars	₹ in lakhs			
	As at 31st March, 2020			Non-Interest Bearing Borrowings
	Total Borrowings	Floating Rate Borrowings	Fixed Rate Borrowings	
Term loans	45,658.93	45,658.93	-	-
	45,658.93	45,658.93	-	-

Particulars	₹ in lakhs			
	As at 31st March, 2019			Non-Interest Bearing Borrowings
	Total Borrowings	Floating Rate Borrowings	Fixed Rate Borrowings	
Term loans	17,922.52	17,922.52	-	-
	17,922.52	17,922.52	-	-

Interest rate sensitivities for floating rate borrowings:

Particulars	₹ in lakhs			
	Increase in interest rate by 0.25%		Decrease in interest rate by 0.25%	
	For the year ended 31st March, 2020	For the year ended 31st March, 2019	For the year ended 31st March, 2020	For the year ended 31st March, 2019
Rupee Borrowings	114.15	44.81	(114.15)	(44.81)

Interest rate sensitivity has been calculated assuming the borrowings outstanding at the reporting date have been outstanding for the entire reporting period.

Bhishma Realty Limited

Notes to Financial Statements for the year ended 31st March, 2020

36 Related party disclosures

1 Relationships

(a) Associate Company

Capricon Realty Limited

(b) Key Managerial Personnel & their Relatives

Mr.Sudhir Thackersey

Mr.Raoul Thackersey

Mr.Chandahas Thackersey

2 Details of transactions with above related parties

₹ in lakhs

Nature of Transaction	Associate Company		Key Managerial Personnel & Relatives		Entity where control exists	
	As at 31st March, 2020	As at 31st March, 2019	As at 31st March, 2020	As at 31st March, 2019	As at 31st March, 2020	As at 31st March, 2019
(a) Remuneration						
Mr.Raoul Thackersey	-	-	48.40	47.60	-	-
Mr.Chandahas Thackersey	-	-	51.91	48.00	-	-
(b) Sitting Fees						
Mr.Sudhir Thackersey	-	-	0.60	0.60	-	-
(c) Interest - Director's Current Account						
Mr.Sudhir Thackersey	-	-	0.09	0.09	-	-
Mr.Raoul Thackersey	-	-	0.09	0.09	-	-
Mr.Chandahas Thackersey	-	-	0.07	0.09	-	-
(e) Directors Current A/c						
Payment to Mr. Chandahas Thackersey	1.00	-				
(d) Dividend Received						
Capricon Realty Limited	12.68	12.68	-	-	-	-
(d) Dividend Paid						
Capricon Realty Limited	108.20	54.10	-	-	-	-

3 Balances Outstanding

₹ in lakhs

Nature of Transaction	Associates Enterprises		Key Managerial Personnel & Relatives	
	As at 31st March, 2020	As at 31st March, 2019	As at 31st March, 2020	As at 31st March, 2019
(a) Investment in Shares				
Capricon Realty Limited	1,765.03	1,765.03	-	-
(b) Unsecured Loan Given	-	-	-	-
(c) Security Deposits	-	-	-	-
(d) Trade Receivables	-	-	-	-
(e) Director's Current Account				
Mr.Sudhir Thackersey	-	-	1.00	1.00
Mr.Raoul Thackersey	-	-	1.00	1.00
Mr.Chandahas Thackersey	-	-	-	1.00
(f) Interest Payable				
Mr.Sudhir Thackersey	-	-	0.08	0.08
Mr.Raoul Thackersey	-	-	0.08	0.08
Mr.Chandahas Thackersey	-	-	-	0.08

Footnotes:

(a) All the above transactions with related parties are made at arm's length price.

(b) Amounts outstanding are unsecured and will be settled in cash or receipts of goods and services.

(c) No expense has been recognised for the year ended 31st March 2020 and 31st March, 2019 for bad or doubtful trade receivables in respect of amounts owed by related parties.

(e) The remuneration of directors and KMP is determined by the Nomination and Remuneration Committee having regard to the performance of individuals and market trends. As the liabilities for the defined benefit plans and other long term benefits are provided on actuarial basis for the Company, the amount pertaining to KMP are not included above.

Notes :

a. The above excludes payment of Dividend.

b. Related Party information is as identified by the Company and relied upon by the Auditors.

Bhishma Realty Limited

Notes to Financial Statements for the year ended 31st March, 2020

37 Employee benefits

A Defined Contribution plans:

B Defined benefit plans:

The Company has a defined benefit gratuity plan in India (unfunded). The Company's defined benefit gratuity plan is a final salary plan for employees. Gratuity is paid from Company as and when it becomes due and is paid as per company scheme for Gratuity.

Reconciliation in present value of obligations (PVO)			₹ in lakhs	
Particulars	As at 31st March, 2020	As at 31st March, 2019		
Present value of Defined Benefit Obligation at the Beginning of the Period	63.17	51.94		
Interest cost	4.86	3.93		
Current Service Cost	8.41	7.83		
Past Service Cost	-	-		
Benefits paid	(17.36)	-		
Benefits Paid from the Fund	-	-		
Net Actuarial Gain	5.39	(0.54)		
Present value of Defined Benefit Obligation as on 31st March, 2020	64.47	63.16		
Fair value of plan assets	-	-		
Net liability recognized in Balance Sheet	64.47	63.16		
Actuarial Assumptions				
Mortality Table	Indian Assured life mortality (2006-08)	Indian Assured life mortality (2006-08)		
Discount Rate (per annum)	6.87%	7.69%		
Salary Escalation	8.00%	8.00%		

Net Liabilities / (Assets) recognised in the balance sheet:			₹ in lakhs	
Particulars	As at 31st March, 2020	As at 31st March, 2019		
Present value of Defined Benefit Obligation as on 31 st March, 2020	64.47	63.16		
	64.47	63.16		

Amount recognised in Statement of Profit and Loss			₹ in lakhs	
Particulars	2019-2020	2018-2019		
Current Service costs	8.40	7.83		
Net interest costs	4.86	3.93		
Past service costs	-	-		
	13.26	11.76		

Amount recognised in Other Comprehensive Income (OCI)			₹ in lakhs	
Particulars	2019-2020	2018-2019		
Actuarial (gains) losses on obligation for the period	5.39	(0.54)		
	5.39	(0.54)		

The expected future cash flows as at 31st March, 2020 were as follows:			₹ in lakhs	
Year	2019-2020	2018-2019		
1st following year	1.96	3.74		
2nd following year	2.33	4.21		
3rd following year	3.68	2.75		
4th following year	5.45	3.94		
5th following year	21.49	5.54		
Sum of years 6 to 10	8.48	31.55		
Sum of Years 11 & Above	162.18	140.89		

Sensitivity Analysis		₹ in lakhs
	2019-20	2018-19
Defined benefit obligation	64.47	63.17
<u>Change in rate of discounting</u>		
increase by 1%	(6.97)	(5.66)
decrease by 1%	8.68	6.85
<u>Change in rate of salary increase</u>		
increase by 1%	8.49	6.76
decrease by 1%	(6.96)	(5.70)
<u>Change in rate of employee turnover</u>		
increase by 1%	(1.01)	(0.35)
decrease by 1%	1.19	0.38

The above details include payments for Key managerial personnels (KMP's) compensation

Risks associated with defined benefit plan:

(i) Interest Rate Risk:

A fall in the discount rate which is linked to the government securities will increase the present value of the liability requiring higher provision.

(ii) Salary Risk:

The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

(iii) Asset Liability Matching Risk:

The plan faces the ALM risk as to the matching cash flow. Company has to manage pay-out based on pay as you go basis from own funds.

(iv) Mortality Risk:

Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

Notes:

The estimates of rate of escalation in salary considered in actuarial valuation take into account Inflation, seniority, promotion and other relevant factors including supply and demand in Employment market. The above information is certified by the actuary.

Leave Encashment

The liability towards leave encashment as on 31st March, 2020 as per actuarial valuation is Rs 19.93 lakhs (31st March, 2019 : Rs. 17.29 lakhs), which has been duly provided for.

Bhishma Realty Limited

Notes to Financial Statements for the year ended 31st March, 2020

38 Contingent Liabilities not provided for:

₹ in lakhs

Particulars	31-Mar-20	31-Mar-19
(a) Claims against the company not acknowledged as debt;		
Claims against the Company not acknowledged as debts on account of disputed labour dues.(as taken over in accordance with the Sanctioned Scheme of BIFR-Refer item Note no. 43)	2.37	2.37
Claims against the Company not acknowledged as debts on account of disputed damages levied by Employees' Provident Fund Organisation (as taken over in accordance with the Sanctioned Scheme of BIFR – Refer item Note no. 43)	209.36	209.36
(b) Other money for which the company is contingently liable		
The Income-Tax demands in respect of earlier years under dispute are pending in appeal before higher authorities.	461.68	453.91

Bhishma Realty Limited

Notes to Financial Statements for the year ended 31st March, 2020

39 CSR Expenditure

a) Gross amount required to be spent by the Company during the year – ₹ 25.27 lakhs (31st March, 2019 : ₹ 19.91 lakhs)

b) Amount spent during the year

₹ in lakhs

Particulars	For the year ended 31st March, 2020			For the year ended 31st March, 2019		
	Paid before the year end	Yet to be paid	Total	Paid before the year end	Yet to be paid	Total
Construction/acquisition of any asset	-	-	-	-	-	-
On purposes other than above	25.50	-	25.50	20.00	-	20.00

40 Terms and Conditions for Construction Finance and Line of Credit Loan from HDFC Ltd .:

Sanction Amount

Construction Finance ₹ 350 Crores

Line of Credit ₹ 200 Crores.

Interest Rates HDFC CPLR minus 885 bps p.a.
(Effective rate as on 31-03-2020 is 10.50% p.a)

Repayment Over a period of 60 months i.e. upto August 2023.

Secured by

i) Mortgage of 127 identified flats coming to the share of the Company admeasuring 2,23,749 sq.ft. of carpet area together with proportionate undivided share in underlying land.

ii) Exclusive charge on receivables / cash flows pertaining to the said flats.

iii) Company's liability is restricted only to the extent of realizations of the 127 identified flats mortgaged to HDFC.

41 Particulars of Loans, Guarantees or Investments covered under section 186(4) of the Companies Act, 2013

a) Loans given & investments made are given under the respective heads.

b) 1) The Company had agreed to allow the developer, M/s. Real Gem Buildtech Pvt Ltd, to obtain a construction finance loan up to ₹ 450 crores for the project, from the Housing Development Corporation Ltd. (HDFC), against the security, inter alia, of the unsold flats / saleable area due to the developer under the development agreement dated 31-07-2009 read with supplementary agreements thereto, by creating a registered mortgage charge in favour of HDFC on the said flats / saleable area together with the undivided share in the land proportionate to such unsold flats / saleable area. The said construction finance loan has since been reduced to ₹ 277 crores and accordingly, the Charge filed with the Registrar of Companies has been reduced & modified to ₹277 crores.

2) The Company has further agreed to allow the Developer M/s. Real Gem Buildtech Pvt. Ltd. to obtain a new construction finance loan up to ₹250 crores for the project from the HDFC against the security, inter alia, of the unsold flats / saleable area coming to the share of the developer under the development agreement dated 31-07-2009 read with supplementary agreements thereto, by creating a registered mortgage charge in favour of HDFC, on the said flats / saleable area, together with the undivided share in the land proportionate to such unsold flats / saleable area.

c) The Company has also agreed to permit M/s. Dreamz Dwellers LLP an associate firm of the Development Manager, M/s. Kingmaker Development Pvt. Ltd. to avail loan up-to Rs.100 crores, from HDFC, to finance purchase of flats from the existing flat purchasers who may desire to exit the project by cancelling their bookings of such flats sold by the Company and / or by the Developer, against the security, inter alia, of the said purchased flats, by creating a registered mortgage charge in favour of HDFC on the said flats, together with the undivided share in the land proportionate to such flats.

d) Under the Registered Mortgage of 127 identified flats, mentioned in note 40 above, the Company has agreed to offer the said security as a "Cross Collateral Security" to the new construction finance loan up to Rs.250 crores obtained by the Developer & the loan of ₹100 crores obtained by M/s. Dreamz Dwellers LLP mentioned in b) & c) above.

42 Estimated amount of Contracts remaining to be executed

₹ in lakhs

Particulars	As at 31st March, 2020	As at 31st March, 2019
Estimated amount of contracts remaining to be executed on capital account and not provided for	2,297.16	2,200.00
Other Commitments	56,339.00	68,674.00

- 43** In terms of the Rehabilitation Scheme of The Hindoostan Spg. & Wvg. Mills Ltd. (HSWML) sanctioned by Hon'ble BIFR vide its order dated 1st April, 2004, certain assets including land at HSWML's Dadar property have been assigned at an estimated realizable value to the company and certain liabilities such as secured loans (including redemption premium payable for estimated tenure of liability), workers dues, statutory dues as per the scheme in respect of HSWML's Dadar property have been transferred to the company.
- 44** In terms of settlement letter received from Hooq Digital India Private Limited deposit outstanding as on March 31,2020 is to be adjusted against future rent liabilities of Hooq digital india private limited hence Long-term interest-free security deposit is not measured at fair value .
- 45** The outstanding loan of ₹ 1,500 lacs to a Partnership Firm, represents a construction loan for the development of a land parcel owned by the said Firm, secured by a registered mortgage of the the said land parcel. The loan is further secured by a collateral security by way of personal guarantees of the partners of the firm. In view of the current conditions prevailing in the Real Estate market, the project has not taken off the ground. Consequently, the firm has not been able to pay either interest thereon or the repayment of the loan. The Company has initiated recovery proceedings against the firm & its partners. The management considers the outstanding loan as good for recovery.
- 46 Leases**
The lease expense for cancellable and non-cancellable operating leases was ₹5.07 lakh (Previous year Rs.4.96 lakh) for the year ended March 31, 2020. There is no future minimum lease payments under non-cancellable operating lease
- 47** Figures for the previous period are re-classified/ re-arranged/ re-grouped, wherever necessary, to correspond with the current period's classification and disclosures.
- 48** Previous Year's figures have been regrouped wherever necessary.

Significant Accounting Policies**1****Other Notes to Accounts****2-48**

Notes referred to above and notes attached thereto form an integral part of Balance Sheet

As per our report of even date attached**For ZADN & Associates****Chartered Accountants.**

Firm Reg. No. - 112306W

Abuali Darukhanawala

Partner (Membership No. : 108053)

UDIN :20108053AAAALL8517

Place : Mumbai

Date 26th October, 2020

For and on behalf of the Board

Raoul Thackersey

Chairman and Managing Director

DIN : 00332211

Sudhir Thackersey

Director

DIN : 00060062

Place : Mumbai

Date :26th October, 2020

THIS PAGE LEFT INTENTIONALLY BLANK

Form No. MGT-11**Proxy form**

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

CIN: U51900MH1996PLC104746

Name of the Company: BHISHMA REALTY LIMITED

Registered office: SIR VITHALDAS CHAMBERS, 16-MUMBAI SAMACHAR MARG, MUMBAI:400001

Name of the Member(s):

Registered address:

E-mail Id:

Folio no/Client Id :

DP ID:

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

1. Name:

Address:

E-mail Id:

Signature:, or failing him

2. Name:

Address:

E-mail Id:

Signature:, or failing him

3. Name:

Address:

E-mail Id:

Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 24th Annual General Meeting of the Company, to be held on **Friday, 27th November, 2020** at 11.00 a.m at "Sir Vithaldas Chambers", 16, Mumbai Samachar Marg, Mumbai - 400 001, and at any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Business:

- (1) To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2020 together with the reports of the Board of Directors and Auditors thereon.
- (2) To confirm the payment of Interim Dividend paid on Equity Shares.
- (3) To appoint a Director in place of Mr. Sudhir Thackersey (DIN: 00060062), who retires by rotation and being eligible, offer himself for re-appointment.

Special Business:

- (4) To increase in threshold of loans/guarantee, providing of securities and making of investments in securities under section 186 of the Companies Act, 2013.

Signed thisday of..... 2020

Signature of Shareholder:.....

Signature of Proxy holder(s):.....

Affix A 15
Paiza Revenue
Stamp

Note: 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.

ATTENDANCE SLIP

Please complete this attendance slip and hand it over at the entrance of the Meeting Hall.

BHISHMA REALTY LIMITED

“Sir Vithaldas Chambers”,
16, Mumbai Samachar Marg,
Mumbai - 400 001.

I hereby record my presence at the 24th Annual General Meeting of the Company at “Sir Vithaldas Chambers”, 6th floor, 16, Mumbai Samachar Marg, Mumbai - 400 001, on **Friday, 27th November, 2020** at 11.00 a.m

Name of the

Member: _____

(in block letters) :

Regd. Folio No/ DP ID/Client

ID. _____

Number of Shares held _____

Signature of

Member: _____

Signature of

Member/Proxy: _____

BOOK-POST

If undelivered please return to:

BHISHMA REALTY LIMITED

Regd. Office: Sir Vithaldas Chambers, 16, Mumbai Samachar Marg, Fort, Mumbai- 400 001.