

22nd ANNUAL REPORT

2024-25

PALIWAL REAL ESTATE LIMITED

CIN: U45201DL2003PLC123061

**Registered. Office: DLF Centre, Sansad Marg,
New Delhi-110001**

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COMPANY INFORMATION

Board of Directors

Mr. Shibli Khan
Director & Manager
(DIN: 10351090)

Mr. Manish Mehrotra
Director
(DIN: 09076697)

Mr. Baljeet Singh
Director
(DIN: 07156209)

Ms. Gitanjali Singh
Director
(DIN: 10811537)

Chief Financial Officer

Mr. Ankur Maheshwari

Company Secretary

Mr. Sonu Maggo
(w.e.f. 16th April 2025)

Registered Office

DLF Centre, Sansad Marg, New Delhi-110001

Corporate Office

DLF Cyberpark, 9th Floor, Tower C, Sector- 20,
Gurugram – 122016, Haryana

Tel: +91-124-4568900

E-mail: customercare@dlfmallofindia.in

Website: www.dlfmallofindia.com

Statutory Auditors

S.R. Batliboi & Co. LLP,
Chartered Accountants
4th Floor, Office 405 World Mark -2,
Aerocity, New Delhi - 110037

Registrar & Share Transfer Agent

Zuari Finserv Limited
Zuari House, Plot No. 2, Community Centre
Zamrudpur, Kailash Colony,
New Delhi-110048

Paliwal Real Estate Limited

Corporate Office: DLF Cyberpark,
9th Floor, Tower C, Sector- 20, Gurugram – 122016, Haryana - India
Tel: +91-124-4568900



NOTICE

NOTICE IS HEREBY GIVEN THAT THE 22nd ANNUAL GENERAL MEETING (AGM) OF PALIWAL REAL ESTATE LIMITED ('THE COMPANY') WILL BE HELD ON MONDAY, 28th JULY 2025 AT 10:00 A.M. (IST) AT THE REGISTERED OFFICE OF THE COMPANY AT DLF CENTRE, SANSAD MARG, NEW DELHI-110001 TO TRANSACT THE FOLLOWING BUSINESS:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March 2025 together with the Reports of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Manish Mehrotra (DIN: 09076697), who retires by rotation and being eligible, offers himself for re-appointment.
3. To re-appoint Statutory Auditors and fix their remuneration.

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

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (including any statutory amendment(s), modification(s) or re-enactment thereof for the time being in force), S.R. Batliboi & Co. LLP, Chartered Accountants (FRN 301003E/E300005), be and are hereby re-appointed as Statutory Auditors of the Company for another term of 5 (five) consecutive years, to hold office from the conclusion of 22nd Annual General Meeting till the conclusion of 27th Annual General Meeting of the Company, at such remuneration as may be fixed by the Board of Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things, as it may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution."

SPECIAL BUSINESS:

4. **Appointment of Ms. Gitanjali Singh (DIN: 10811537) as Director, liable to retire by rotation.**

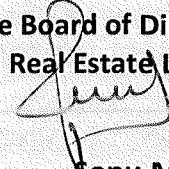
To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and all other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force) ['the Act'], Ms. Gitanjali Singh (DIN: 10811537), who was appointed by the Board of Directors as an Additional Director of the Company w.e.f. 18th October 2024, and who holds office up to the date of this Annual General Meeting, in terms of Section 161 of the Act read with the Articles of Association of the

Company and in respect of whom, the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of a Director of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds and things, as it may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution."

**By order of the Board of Directors
For Paliwal Real Estate Limited**



Sonu Maggo

Company Secretary

Membership No.: FCS 12274



Date: 06.05.2025

Place: Gurugram

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE ENCLOSED PROXY FORM, IF INTENDED TO BE USED SHOULD REACH THE REGISTERED OFFICE OF THE COMPANY DULY COMPLETED, STAMPED AND SIGNED NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE TIME FIXED FOR THE MEETING.**
2. Keeping in view the requirements set-out in the Companies Act, 2013 ('the Act'), the Board of Directors has recommended the re-appointment of S.R. Batliboi & Co. LLP, Chartered Accountants (FRN 301003E/E300005) as Statutory Auditors of the Company for second term of 5 (five) consecutive years from the conclusion of 22nd AGM till the conclusion of the 27th AGM, at such remuneration as may be fixed by the Board of Directors.

S.R. Batliboi & Co. LLP, Statutory Auditors, have consented to and confirmed that their re-appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act. They have also confirmed that they are not disqualified to be appointed as Statutory Auditors in terms of the provisions of the proviso to Section 139(1), 141(2) and 141(3) of the Act and rules made thereunder. The Board commends the Ordinary Resolution set-out at Item No. 4 of the Notice for approval by the members.
3. The Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act') setting out the material facts concerning the special business under Item No. 4 of the Notice is annexed hereto and forms part of this Notice.
4. The details of Directors seeking appointment/ re-appointment, in terms of the Act (including Secretarial Standard-2) are annexed hereto and forms part of this Notice.
5. Relevant documents, if any, and statutory registers will be open for inspection, in physical form, at the Registered Office of the Company on all working days up to the date of the AGM and will also be available for inspection at the AGM.
6. Corporate members intending to send its authorised representative(s) to attend the meeting are requested to send a certified copy of the Board Resolution authorizing its representative to attend and vote on its behalf at the AGM.
7. In terms of the Articles of Association, the facility for voting through polling paper in terms of Section 109 of the Act and the rules made thereunder shall be made available at the AGM.
8. The Company has appointed Mr. Neeraj Bajaj, Company Secretary in whole time practice as Scrutinizer to scrutinize the polling process in fair and transparent manner. Mr. Bajaj has given his/her consent for such appointment.
9. The Company, being a wholly owned subsidiary of DLF Cyber City Developers Limited, therefore, route map of the venue of the meeting and prominent landmark as per Secretarial Standard-2 on General Meetings have not been provided.
10. Members are requested to quote their DP ID – Client ID and email-id, telephone/ mobile no. in all their correspondences.

Statement
(Pursuant to Section 102 of the Companies Act, 2013)

Item No. 4

Pursuant to the provisions of Section 149(1) and 161 of the Companies Act, 2013 read with the rules made thereunder ('the Act') and the Articles of Association of the Company, Ms. Gitanjali Singh (DIN: 10811537), was appointed as an Additional Director of the Company w.e.f. 18th October 2024. Accordingly, she shall hold office up to the date of this Annual General Meeting ('AGM').

The Company has received a notice in writing under the provisions of Section 160 of the Act from a member proposing the candidature of Ms. Gitanjali, for the office of Director of the Company, liable to retire by rotation.

Ms. Gitanjali has given a declaration to the effect that she is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given her consent to act as a Director in accordance with Section 152 of the Act.

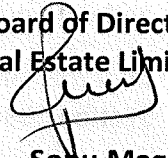
A brief resume of Ms. Gitanjali and nature of her expertise in specific functional areas along with details in terms of the provisions of the Act (including Secretarial Standard-2) is annexed and forms part of this Notice.

Ms. Gitanjali Singh, being the appointee and her relatives are deemed to be interested in the resolution as set-out at Item No. 4 of the Notice. Save and except the above, none of the other Directors and Key Managerial Personnel of the Company and/ or their respective relatives, in any way, are concerned or interested, financially or otherwise, in the resolution set-out above.

The Board commends the resolution, set out at Item No. 4 of the Notice, for approval of the members as an **Ordinary Resolution**.

Date: 06.05.2025
Place: Gurugram

By order of the Board of Directors
For Paliwal Real Estate Limited


Sonu Maggo
Company Secretary
Membership No.: FCS 12274



**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]**

22nd Annual General Meeting - Monday, 28th July 2025 at 10.00 A.M. (IST)

CIN: U45201DL2003PLC123061

Name of the Company: Paliwal Real Estate Limited

Registered Office: DLF Centre, Sansad Marg, New Delhi-110001

Name of the Member(s): Registered Address:		Email id: Folio No./ Client Id*: DP Id*:	
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I/ We, being the member(s) holding Shares of the above-named Company, hereby appoint

(1)	Name:
	Address:
	E-mail ID:
	Signature:
	or failing him/her;
(2)	Name:
	Address:
	E-mail ID:
	Signature:
	or failing him/her;
(3)	Name:
	Address:
	E-mail ID:
	Signature:

as my/ our proxy to attend and vote for me/ us and on my/ our behalf at the **22nd Annual General Meeting of the Company to be held on Monday, 28th July 2025 at 10.00 A.M. (IST) at the registered office of the Company at DLF Centre, Sansad Marg, New Delhi-110001** and at any adjournment thereof in respect of such resolution(s) as are indicated below:

Resl. No.	Resolution(s)	For [#]	Against [#]	Abstained [#]
1.	Adoption of Audited Financial Statement, Directors' Report and Auditors' Report for the financial year ended on 31 st March 2025			
2.	Re-appointment of Mr. Manish Mehrotra (DIN: 09076697), who retires by rotation.			
3.	Re-appointment of Statutory Auditors and fix their remuneration.			
4.	Appointment of Ms. Gitanjali Singh (DIN: 10811537) as Director, liable to retire by rotation.			

Signed this day of..... 2025

Signature of shareholder

Signature of Proxy holder (s)

AFFIX
REVENUE
STAMP OF
APPROPRIATE
VALUE

Notes:

- 1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, atleast forty eight (48) hours before the commencement of the meeting.**
- 2) A Proxy need not be a member of the Company.**
- 3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.**
- 4) #This is optional. Please put 'x' or '✓' in the appropriate column against the resolution indicated in the Box. If you leave 'For' or 'Against' or 'Abstain' column blank against the resolution, your Proxy will be entitled to vote in the manner as he/ she deems appropriate.**
- 5) Appointing a proxy does not prevent a member from attending the meeting in person, if he/ she so desire.**

ATTENDANCE SLIP

22nd Annual General Meeting - Monday, 28th July 2025 at 10.00 A.M. (IST)

1.	Full Name and Registered Address of the Member (in BLOCK LETTERS)	
2.	Full Name of the Proxy (in BLOCK LETTERS)	
3.	DP ID - Client ID	
4.	No. of Equity Share(s) held	

I/ We, being the Registered Shareholder/ Proxy for the Registered Shareholder* of the Company, hereby record my/ our presence at 22nd Annual General Meeting of the Company to be held on **Monday, 28th July 2025 at 10.00 A.M. (IST)** at **registered office of the Company at DLF Centre, Sansad Marg, New Delhi-110001** and at any adjournment(s) thereof.

Member's/ Proxy's Signature

**Strike off whichever is not relevant*

Details of the Directors seeking appointment/ re-appointment at the AGM

Name	Mr. Manish Mehrotra	Ms. Gitanjali Singh
Age	58 years	47 years
DIN	09076697	10811537
Qualifications	Mr. Manish Mehrotra holds B.Sc. degree from University of Pune and Certification in Financial Management from Cornell University (eCornell).	Ms. Gitanjali holds post graduate degree from Delhi University MBA in Marketing.
Experience	He has more than 30 years of experience in hospitality. In his current role, he focuses on driving operational excellence and setting benchmarks within the retail industry, contributing to DLF's success and has a history of significant contributions to prominent organizations in the retail sector, including ITC Retail, Tata Teleservices, Pantaloon Retail (Aditya Birla Group), and Landmark Group - Dubai. His expertise lies in operations, strategy, Profit Centre management and analytics. His leadership is characterized by a commitment to delivering results and fostering growth. With a comprehensive understanding of the retail landscape, he consistently strives for excellence, aiming to make a lasting impact on industry.	She has over 22 years of professional experience specialising in consumer, media and retail marketing. Over her career she has worked with notable organisations like Discovery Communications Inc., Living Media Limited, Select Infrastructure Limited. She has also undertaken executive programmes at IIM Ahmedabad & ISB, Hyderabad.
Terms and Conditions of appointment/ re-appointment	Director, liable to retire by rotation.	Director, liable to retire by rotation.
Details of remuneration sought to be paid, if any	N.A.	N.A.
Details of the remuneration last drawn	He has not drawn any remuneration from the Company.	She has not drawn any remuneration from the Company.
Date of first appointment on the Board	25 th March 2021	18 th October 2024
Shareholding in the Company	NIL	NIL
Relationship with other Directors, Manager and other KMP(s)	NIL	NIL

Number of Board Meetings attended during the financial year 2024-25	6 out of 6	3 out of 3
Other Directorship(s)	1. Nambi Buildwell Limited; and 2. DLF Promenade Limited.	1. Nambi Buildwell Limited
Committee Positions in other Companies (including this Company)	Corporate Social Responsibility Committee DLF Promenade Limited – Member	NIL

Paliwal Real Estate Limited

Corporate Office: DLF Cyberpark,
9th Floor, Tower C, Sector- 20, Gurugram – 122016, Haryana - India
Tel: +91-124-4568900



DIRECTORS' REPORT

To the Members,

Your Directors have pleasure in presenting their 22nd Annual Report on the business and operations of the Company together with the audited financial statement for the financial year ended 31st March 2025.

Financial Performance

The financial performance of the Company for the financial year ended 31st March 2025 is as under:

(₹ in lakh)		
Particulars	2024-25	2023-24
Total income	48,322.05	45,862.14
Total expenses	36,066.09	37,311.04
Profit/ (loss) before tax	12,255.96	8,551.10
Less: Tax expenses		
-Current tax expense	2,147.45	1,497.88
-Deferred tax expense	1,596.60	(6,111.29)
Profit/ (loss) after tax	8,511.91	13,164.51
Other Comprehensive Income	-	-
Total Comprehensive Income/(Loss)	8,511.91	13,164.51

Review of Operations

During the financial year 2024-25, the Company earned a total income of ₹ 48,322.05 lakh reflecting a growth of 5.36% from the previous year. Total expenses were ₹ 36,066.09 lakh, marking a decline of 3.34% from the previous year. The net profit for the year stood at ₹ 8,511.91 lakh. The basic and diluted earnings per share (EPS) were ₹ 0.86 for the financial year 2024-25.

Business Review

The Company owns DLF Mall of India Noida (DLF MOIN), which maintains its position as a benchmark within the Indian retail landscape. With a footprint of 2 million square feet, DLF MOIN pioneered the concept of "Zoning," ensuring a curated and efficient shopping experience for our valued patrons. The five distinct zones within the mall cater to specific needs, offering a comprehensive array of premium Indian and international fashion brands, a dedicated children's zone, exceptional entertainment options, and a diverse range of culinary experiences. Over 400 brands, including more than 100 fashion labels, alongside 75+ Food & Beverage options ensure patrons a truly unparalleled shopping and leisure experience.

DLF MOIN strategic position in Sector-18, Noida, provides seamless access to affluent areas in Noida, Greater Noida, East Delhi, South Delhi, and even Lutyens Delhi.

The recent opening of the Ashram Flyover has further enhanced accessibility, with nearly 40% of our visitors originating from Delhi. This strategic location, coupled with the innovative zoning approach and expansive size, has undoubtedly redefined retail within India. DLF MOIN remains a one-stop destination for a truly exceptional experience.

Even though the retail industry is experiencing sluggish sales, DLF MOIN has achieved impressive sales growth compared to last year, with even stronger growth in sales per customer (conversion rate). This positive performance reflects the increasing premiumization trend in Noida.

Future Outlook

DLF MOIN is strategically positioned to thrive alongside India's projected 6.5% GDP growth in FY 2026. As the nation solidifies its status as the fastest-growing major economy, rising disposable incomes and consumer spending will fuel demand for premium retail experiences. MOIN's alignment with these macroeconomic trends ensures its role as a leader in India's evolving retail landscape.

In terms of market positioning, DLF MOIN capitalizes on Noida's emergence as a premium market, driven by a surge in high-end residential developments. The mall's curated mix of premium brands and aspirational lifestyle offerings aligns perfectly with the catchment's affluent demographics. Consistent month-on-month growth in premium segment sales underscores the success of this strategy, reinforcing MOIN's commitment to elevating its brand portfolio.

DLF MOIN is poised to dominate the premium retail sector by blending economic foresight, strategic brand curation, and relentless customer focus. With infrastructure upgrades, community-centric initiatives, and a pulse on evolving consumer trends, DLF MOIN will solidify its status as Noida's premier destination for luxury, entertainment, and lifestyle. As India's economy grows, DLF MOIN's adaptive strategies ensure it remains synonymous with innovation and excellence in retail.

Dividend

Due to the inadequacy of accumulated profits earned by the Company, the Board of Directors have not declared any dividend on equity shares and 5% Non-Cumulative Compulsorily Convertible Preference Shares during the year under review.

Transfer to Reserves

Due to the inadequacy of accumulated profits earned by the Company, no amount has been transferred to the General Reserve, during the financial year 2024-25.

Share Capital

During the financial year under review, there were no changes in the share capital of the Company.

Public Deposits

During the financial year under review, the Company has neither invited nor accepted/ renewed any public deposits under the provisions of the Companies Act, 2013 ('the Act') and the rules made thereunder.

Holding Company

DLF Cyber City Developers Limited (DCCDL) along with its nominees holds 100% of the paid-up equity share capital of the company and therefore, DCCDL and DLF Limited continue to be the holding companies and Rajdhani Investments & Agencies Private Limited is the ultimate holding company of your Company.

Subsidiary(ies)/ Associates company(ies)/ Joint Venture(s)

During the financial year ended 31st March 2025, your Company did not have any subsidiary(ies)/ associate company(ies)/ joint venture(s). Therefore, the provisions of Section 129(3) of the Act and the rules made thereunder do not apply.

Material Changes and Commitment

There have been no material changes and commitments affecting the financial position of your Company which have occurred between the end of the financial year to which the financial statement relates and the date of this Report.

Changes in the nature of Business

There has been no change in the nature of business during the financial year under review.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo, as stipulated under Section 134(3)(m) of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014, as amended, are given at **Annexure-A** hereto and forms part of this Report.

Particulars of Employees/ Employee Remuneration

Being an unlisted Company, disclosure under Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable.

Directors' Responsibility Statement

In terms of the provisions of Section 134(5) of the Act, your Directors confirm that-

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed and there are no material departures from the same;
- (b) they had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- (c) they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

- (d) they had prepared the annual accounts on a going concern basis; and
- (e) they had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

The Board of Directors and Key Managerial Personnel

The Board of your Company represents a mix of professionalism, knowledge and experience, which enables the Board to discharge responsibilities and provide effective leadership for the achievement of a long-term vision and achieve the governance standards.

As on 31st March 2025, the Board comprises four Directors. The composition of the Board of Directors is in conformity with the provisions of the Act.

During the year under review and as on the date of this report, the following changes took place in the Board of Directors and the Key Managerial Personnel of the Company: -

- 1) The Board of Directors appointed Ms. Shreyasi Srivastava (PAN: GOSPS4262E) as Company Secretary of the Company w.e.f. 1st October 2024.
- 2) The Board of Directors appointed Ms. Gitanjali Singh (DIN: 10811537) as Additional Director of the Company w.e.f. 18th October 2024.
- 3) Ms. Ritika Jain (DIN: 10356742) resigned from the directorship of the Company w.e.f. 18th October 2024.
- 4) Ms. Shreyasi Srivastava resigned as Company Secretary of the Company w.e.f. 20th January 2025.
- 5) The Board of Directors appointed Mr. Sonu Maggo (PAN: AKTPM5081C) as Company Secretary of the Company w.e.f. 16th April 2025.

Further, the following matters are proposed at the ensuing Annual General Meeting for the shareholders' approval:

- 1) Pursuant to the provisions of Section 152 of the Act and in accordance with the Articles of Association of the Company, Mr. Manish Mehrotra (DIN: 09076697), Director, liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offered himself for re-appointment. The Board of Directors of your Company has recommended his re-appointment.
- 2) Appointment of Ms. Gitanjali Singh (DIN: 10811537) as Directors of the Company, liable to retire by rotation. The Company has received the requisite notice from member in writing, proposing the candidature of Ms. Gitanjali Singh as Director of the Company, liable to retire by rotation.

A brief resume of the Director seeking appointment/ re-appointment, along with other details, as stipulated in the Secretarial Standard on General Meetings, is provided in the Notice for convening the Annual General Meeting.

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

As on the date of this report, Mr. Shibli Khan, Manager, Mr. Ankur Maheshwari, Chief Financial Officer and Mr. Sonu Maggo, Company Secretary, are the Key Managerial Personnel of the Company in terms of the provisions of Section 203 of the Act.

Board Meetings

The Board regularly meets to deliberate and decide business policy and strategy in addition to routine and other statutory businesses. All material information is circulated to the Directors before meetings or placed at the meeting. The Company also provides an option of video/ audio visual/ teleconferencing facilities to Directors to facilitate their participation in meetings. Generally, meetings of the Board/ Committee are held in Gurugram.

The draft minutes of the Board and its Committee are sent to the members for their comments in accordance with the Secretarial Standards and after incorporating the comments of Directors, the minutes are entered in the minutes book within 30 days of the conclusion of the respective meetings.

During the financial year 2024-25, 6 (six) board meetings were held on 3rd May 2024, 16th July 2024, 1st October 2024, 18th October 2024, 16th January 2025 and 17th March 2025.

Composition, Meetings and Attendance

The composition of the Board and details of attendance of the Directors at the Board Meetings during the financial year 2024-25 are as follows:

S. No.	Name of the Directors	Position	No. of meeting(s)	
			Held during tenure	Attended
1.	Mr. Shibli Khan	Director & Manager	6	6
2.	Mr. Baljeet Singh	Director	6	6
3.	Mr. Manish Mehrotra	Director	6	6
4.	Ms. Ritika Jain*	Director	4	4
5.	Ms. Gitanjali Singh [#]	Director	3	3

*Resigned w.e.f. 18th October 2024.

[#]Appointed w.e.f. 18th October 2024.

The maximum interval between any two meetings was less than 120 days, which was in compliance with the provisions of the Act. The requisite quorum was present in all the meetings.

Corporate Social Responsibility Committee (CSR Committee)

As on the date of this report, the CSR Committee comprises of 3 (three) Directors. The CSR Committee's composition and terms of reference are in compliance with provisions of Section 135 of the Act.

The Board of Directors, in its meeting held on 18th October 2024, has reconstituted the Corporate Social Responsibility Committee by inducting Ms. Gitanjali Singh as Member, in place of Ms. Ritika Jain.

During the financial year under review, two (2) meetings of the CSR Committee were held on 16th July 2024 and 18th October 2024.

S. No.	Name of the Members	Position	No. of meeting(s)	
			Held during tenure	Attended
1.	Mr. Baljeet Singh	Chairman	2	2
2.	Mr. Shibli Khan	Member	2	2
3.	Ms. Ritika Jain*	Member	2	2
4.	Ms. Gitanjali Singh [#]	Member	-	-

*Resigned w.e.f. 18th October 2024.

[#]Appointed w.e.f. 18th October 2024.

The requisite quorum was present at both the meetings.

The Company is committed to make significant contributions in community welfare by undertaking projects through its implementing agency, namely DLF Foundation, which strategically implements project like Preventive Health care - Saving lives through safer roads - FOB Manapakkam.

The Board of Directors of the Company, in terms of the provisions of Section 135 of the Act, approved a contribution of ~ ₹ 69.67 lakh to DLF Foundation, for the financial year 2024-25 to undertake one long-term project/ programme/ activity ('Ongoing/ Multiyear Project').

Out of the total CSR contribution of ~ ₹ 69.67 lakh pertaining to the financial year 2024-25, no amount has been spent during the financial year 2024-25 and the entire amount of ~ ₹ 69.67 lakh has been transferred to a separate bank account (unspent CSR Account) in compliance to the provisions of Section 135(6) of the Act. Since the Company has undertaken Ongoing/ Multiyear Project, the said unspent amount is required to be spent by the Company by 31st March 2028 in compliance to the provisions of the Act.

The Board has adopted the Annual Action Plan for the financial year 2024-25 in accordance with Section 135 of the Act and rules made thereunder. A copy of the Annual Action plan is available on the Company's website viz. [https:// www.dlfmallofindia.com/ img/ policy/ Paliwal Annual action plan FY 24 25.pdf](https://www.dlfmallofindia.com/img/policy/Paliwal%20Annual%20action%20plan%20FY%2024%2025.pdf).

A copy of the CSR policy is available on the Company's website at [https://www.dlfmallofindia.com/investors new](https://www.dlfmallofindia.com/investors_new).

The Annual Report on CSR activities for the financial year 2024-25, as per the prescribed format under the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended, is enclosed at **Annexure-B**.

Auditors and Auditors' Report

Pursuant to the provisions of Section 139 of the Act and the rules made thereunder, S.R. Batliboi & Co. LLP [301003E/ E300005], Chartered Accountants were appointed as Statutory Auditors of the Company for a term of five consecutive years from the conclusion of 17th Annual General Meeting (AGM) till the conclusion of the 22nd AGM of the Company. Accordingly, the existing Statutory Auditors are due for retirement at the ensuing 22nd AGM. As per the provisions of

Section 139 of the Act, an audit firm can be re-appointed for a further period of five consecutive years.

Subject to the approval of the members of the Company, the Board of Directors in its meeting held on 6th May 2025 has considered and approved the re-appointment of S.R. Batliboi & Co. LLP, Chartered Accountants as the Statutory Auditors of the Company, to hold office from the conclusion of ensuing 22nd AGM until the conclusion of the 27th AGM of the Company to be held in year 2030.

S.R. Batliboi & Co. LLP have given their consent for the proposed re-appointment. They have further confirmed that the said re-appointment, if made, would be within the prescribed limits under Section 141(3)(g) of the Act and that they are not disqualified for appointment.

The notes on the financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation, adverse remarks or disclaimer.

The Emphasis of Matters given in the Auditors' Report on the financial statement are self-explanatory and do not call for any further comments.

Cost Records & Audit

Pursuant to the provisions of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, maintenance of cost records and appointment of Cost Auditor are not applicable to Company for the financial year under review.

Secretarial Audit

Pursuant to the provisions of Section 204 of the Act, the Board appointed M/s VKC & Associates, Company Secretary in practice, as Secretarial Auditor of the Company to conduct a Secretarial Audit for the financial year 2024-25. The Secretarial Audit Report for the financial year ended 31st March 2025 is enclosed at **Annexure-C**. The said Report does not contain any qualification, reservation, adverse remarks or disclaimer.

Reporting of Frauds by Auditors

During the financial year under review, the auditors have not reported any instances of fraud committed by the Company, its officers or employees under Section 143(12) of the Act.

Annual Return

In accordance with provisions of the Act, a copy of the Annual Return for the financial year ended 31st March 2025 is available on the website of the Company at weblink: https://www.dlfdmlofindia.com/investors_new

Secretarial Standards

During the financial year under review, your Company has followed the applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General

Meetings' issued by the Institute of Company Secretaries of India and approved by the Ministry of Corporate Affairs.

Particulars of Loans, Guarantees, Securities and Investments

Particulars of loans, guarantees, securities and investments, if any, have been disclosed in the notes to the financial statement for the financial year 2024-25.

Transactions with Related Parties

The Company has robust procedures for identification and monitoring of related party(ies) and related party transactions. None of the transactions with related parties fall under the scope of Section 188(1) of the Act.

The Company's policy for related party transactions regulates the transactions between the Company and its related parties. The policy intends to ensure that proper reporting, approval and disclosure processes are in place for all transactions between the Company and its related parties. Information on transaction(s) with related party(ies) pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014, as amended, are given in Form No. AOC-2 at **Annexure-D**.

For details on related party transactions, members may refer to the notes to the financial statement for the financial year 2024-25.

Annual Evaluation of the Board and Individual Directors

Your Company has in place criteria for Board evaluation, its committee and individual Directors and such evaluation is done by the Board, pursuant to the provisions of the Act and the rules made thereunder.

The Company believes that it is the collective effectiveness of the Board that impacts the Company's performance, as a whole. The Board performance is assessed against the role and responsibilities of the Board as provided in the Act. The parameters for Board performance evaluation have been derived from the Board's core role of trusteeship to protect and enhance shareholders' value as well as to fulfil expectations of other stakeholders through strategic supervision of the Company. Evaluation of the functioning of the Board Committee is based on discussions amongst the Committee members. Individual Directors are evaluated in the context of the role played by each Director as a member of the Board at its meetings, in assisting the Board in realising its role of strategic supervision of the functioning of the Company in pursuit of its purpose and goals. While the Board evaluated its performance against the laid down criteria, the evaluation of Directors was carried out against the laid down parameters, anonymously in order to ensure objectivity.

Internal Financial Controls and Systems

Internal financial controls are an integral part of the risk management process addressing amongst other financial and non-financial risks. The internal financial controls are documented and augmented in the day-to-day business processes. Assurance on the effectiveness of internal financial controls is obtained through management reviews, self-assessment, continuous

monitoring by functional experts as well as testing by the Statutory/ Internal Auditor during the course of their audits.

The internal audit was entrusted to PricewaterhouseCoopers Services LLP. The main thrust of internal audit was to test and review controls, appraisal of risks and business processes, besides benchmarking controls with the best industry practices. Further, the Board of Directors monitors the adequacy and effectiveness of your Company's internal control framework.

The Company's internal control system is commensurate with the nature, size and complexity of operations.

Risk Management

The Board of Directors has oversight in the areas of financial risks and control and is also responsible to frame, implement and monitor the risk management plan and ensuring its effectiveness. Risks are identified through a consistently applied methodology. The Company has put in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives.

PricewaterhouseCoopers Services LLP as Internal Auditors review the adequacy and effectiveness of your Company's internal control which are an integral part of the risk management process.

The Statutory Auditors of the Company have reported that the Company has an adequate internal financial control system for financial reporting.

Significant and Material Orders passed by Regulators or Courts

There are no significant material orders passed by the regulators/ courts which would impact the going concern status of the Company and its future operations. However, significant orders passed previously form a part of Note No. 39 to the financial statement.

Insolvency and Bankruptcy Code, 2016

During the financial year under review, neither any application is made by the Company, nor any proceeding is pending against the Company under the Insolvency and Bankruptcy Code, 2016.

There were no transactions requiring disclosure or reporting in respect of matters relating to the instance of onetime settlement with any bank or financial institution.

Vigil Mechanism

Pursuant to Section 177(9) of the Act, the Company has in place a Vigil Mechanism policy namely 'Paliwal Real Estate Limited - Vigil Mechanism' for establishing a vigil mechanism for Directors and employees to report instances of unethical and/ or improper conduct and to take suitable steps to investigate and correct the same. Directors, employees, vendors, customers or any person having dealings with the Company may report non-compliance of the policy to the noticed persons.

Mr. Baljeet Singh, Director, has been authorised to hear the grievances of the stakeholders, employees and Directors and take steps, if required to resolve the issues amicably/ take appropriate action against the employee and make provision for direct access through an email or through a letter to Mr. Baljeet Singh.

The Directors and management personnel maintain the confidentiality of such reporting and ensure that the whistleblowers are not subjected to any discrimination.

The Vigil Mechanism is posted on your Company's <https://www.dlfmallofindia.com/investors>

Policy on Prevention, Prohibition, and Redressal of Sexual Harassment of Women at Workplace

Your Company has always believed in providing a safe and harassment-free workplace for every individual working in the Company through various training, awareness and practices.

Your Company continues to follow a robust anti-sexual policy framed by DLF Cyber City Developers Limited, holding company ('DCCDL') on 'Prevention, Prohibition and Redressal of Sexual Harassment of Women at Workplace' in accordance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ("POSH") and rules made thereunder. Internal Complaints Committee has been set-up by DCCDL to redress complaints received regarding sexual harassment at various workplaces in accordance with POSH. The Committee constituted in compliance with POSH ensures a free and fair inquiry process with clear timelines for resolution.

All employees of DCCDL, including its subsidiaries (permanent, contractual, temporary, trainees) are covered under this policy. The policy is gender neutral. During the financial year 2024-25, no case was reported.

Awards and Accolades

During the period under review, **DLF Mall of India, Noida** has been recognized as:

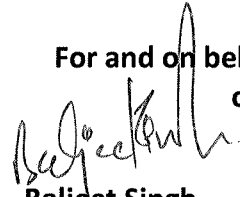
- 1) 'Most Admired Shopping Centre of the Year', Retailer's Choice: Metro-North' and 'Most Admired Eco-Friendly Sustainable Shopping Centre of the Year' at the MAPIC India Shopping Centre Summit & Awards 2024.
- 2) India's landmark retail and F&B destination of the year, at the Delhiites Food & Nightlife awards 2025.

Acknowledgement

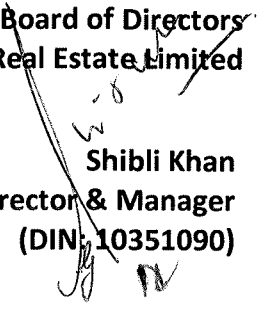
Your Company continues to occupy respectful stature among stakeholders, most of all our valuable customers. Your Directors would like to express their sincere appreciation for assistance and co-operation received from the business partners, stakeholders, suppliers including financial institutions, banks, Central and State Government authorities, customers, tenants and other business associates. All of them have extended their valuable and sustained support and encouragement during the year under review. It will be the Company's endeavor to build and nurture strong links with its stakeholders.

The Directors appreciate and value the contribution made by every member of the DLF family.

For and on behalf of the Board of Directors
of Paliwal Real Estate Limited



Baljeet Singh
Director
(DIN: 07156209)



Shibli Khan
Director & Manager
(DIN: 10351090)

Date: 06.05.2025
Place: Gurugram

ANNEXURE - 'A'

Particulars required to be disclosed under Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014:

A. CONSERVATION OF ENERGY:

(i)	The steps taken or impact on conservation of energy	1. Installed LED fixture in All common area & basement area. 2. Using high-capacity chiller with VSD to reduce heat & get more efficient for chiller performance. 3. Installed BMS to controlled & monitoring common area AHU & reduce energy level 1 to 2 %. 4. solar photocell sensor installed to operate outer lights and signages.
(ii)	The steps taken by the Company for utilizing alternate sources of energy	1. Open access Power through Amp Solar
(iii)	The capital investment on energy conservation equipment	Investment in Energy 1. LED- 80 Lac approx (LED installation in basement). 2. Chiller VSD inbuilt with Chiller panel

B. TECHNOLOGY ABSORPTION:

(i)	The efforts made towards technology absorption	1. Aunoa software is implemented for online energy monitoring. 2. Punctuality: complaint management software implemented. 3. Implementation of Footfall counting software.
(ii)	The benefits derived like product improvement, cost reduction, product development or import substitution	N.A.
(iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): - a) the details of the imported technology:	N.A.

	b) the year of imports: c) whether the technology has been fully absorbed: d) if not fully absorbed, are as where absorption has not taken place, and the reasons thereof	
(iv)	The expenditure incurred on Research and Development.	N.A.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

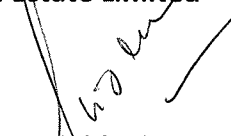
(₹ in Lakh)

S. No.	Particulars	2024-25	2023-24
(i)	The Foreign Exchange earned in terms of actual inflows during the year; and	NIL	NIL
(ii)	The Foreign Exchange outgo during the year in terms of actual outflows.	21.19	2,37.81

For and on behalf of the Board of Directors
of Paliwal Real Estate Limited



Baljeet Singh
Director
(DIN: 07156209)



Shibli Khan
Director & Manager
(DIN: 10351090)

Date: 06.05.2025

Place: Gurugram

Paliwal Real Estate Limited

Corporate Office: DLF Cyberpark,
9th Floor, Tower C, Sector- 20, Gurugram – 122016, Haryana - India
Tel: +91-124-4568900



ANNEXURE - B

Annual Report on Corporate Social Responsibility (CSR) Activities for the financial year 2024-25

[Pursuant to clause (o) of sub-Section (3) of Section 134 of the Act and Rule 8 of the Companies (Corporate Social Responsibility) Rules, 2014, as amended]

1. Brief outline on CSR Policy of the Company:

Paliwal Real Estate Limited has implemented its CSR Activities to integrate economic, environmental and social objectives with its operations and growth for common good as per Schedule VII of the Companies Act, 2013 including any statutory amendment(s), modification(s) or re-enactment thereof for the time being in force.

2. Composition of CSR Committee:

S. No.	Name of Director	Designation/ Nature of Directorship	Number of meeting(s) of CSR Committee held during tenure**	Number of meeting(s) of CSR Committee attended
1.	Mr. Baljeet Singh (Chairman)	Director	2	2
2.	Mr. Shibli Khan (Member)	Director & Manager	2	2
3.	Ms. Ritika Jain*	Director	2	2
4.	Ms. Gitanjali Singh [#] (Member)	Director	-	-

*Resigned as Member w.e.f. 18th October 2024

[#]Appointed as Member w.e.f. 18th October 2024

**Number of meeting(s) held during the tenure of the respective Member has been mentioned.

3. Web-link(s) for Composition of CSR committee, CSR Policy and CSR projects approved by the board:

CSR Committee: https://www.dlfmallofindia.com/investors_new

Annual Action Plan: https://www.dlfmallofindia.com/img/policy/Paliwal_Annual_action_plan_FY_24_25.pdf

CSR Policy: https://www.dlfmallofindia.com/investors_new

4. Executive summary along with web-link(s) of Impact Assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014:

Not Applicable for the financial year 2024-25.

5(a) Average net profit of the company as per Section 135(5):

₹ 3,483.39 lakh

(b). Two percent of average net profit of the Company as per Section 135(5):

₹ 69.67 lakh

(c). Surplus arising out of the CSR projects or programmes or activities of the previous financial years:

NIL

(d). Amount required to be set off for the financial year 2024-25, if any:

NIL

(e). Total CSR obligation for the financial year 2024-25 [(5(b)+5(c)-5(d))]:

₹ 69.67 lakh

6 (a). Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project):

NIL

(b). Amount spent in Administrative Overheads:

NIL

(c). Amount spent on Impact Assessment, if applicable:

N.A.

(d). Total amount spent for the Financial Year [6(a)+6(b)+6(c)]:

NIL

(e). CSR amount spent or unspent for the financial year 2024-25:

Total Amount Spent for the financial year 2024-25 (₹ in Lakh)	Amount Unspent (₹ in Lakh)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
	69.67	25/04/2025	-	-	-

(f). Excess amount for set off, if any:

Sl. No.	Particular	Amount (₹ in Lakh)
(i)	Two percent of average net profit of the company as per Section 135(5)	69.67
(ii)	Total amount spent for the financial year 2024-25	NIL
(iii)	Excess amount spent for the financial year 2024-25 [(ii)-(i)]	NIL
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years (iii)-(iv)]	NIL

7. Details of Unspent CSR amount for the preceding three financial years:

1	2	3	4	5*	6	7	8
Sl. No.	Preceding financial year(s)	Amount transferred to Unspent CSR Account under Section 135 (6) (₹ in Lakh)	Balance Amount in Unspent CSR Account under Section 135 (6) (₹ in Lakh)	Amount spent in the financial year (₹ in Lakh)	Amount transferred to a fund as specified under Schedule VII as per second proviso to Section 135(5), if any	Amount remaining to be spent in succeeding financial years (₹ in Lakh)	Deficiency, if any
					Amount (₹ in Lakh) Date of transfer		
	-	-	-	-	- -	-	-

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Yes ☐ No ☒

If yes, enter the number of Capital assets created/ acquired:

N.A.

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

N.A.

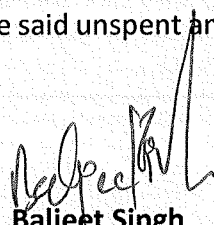
Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	Amount of CSR amount spent (₹ in Lakh)	Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration number, if applicable	Name	Registered address
(1)	(2)	(3)	(4)	(5)	(6)		
-	-	-	-	-	-		

9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per Section 135(5):

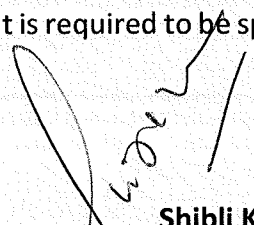
The Board of Directors on the recommendation of the CSR Committee had approved CSR contribution for undertaking Ongoing/ Multiyear project. Since the project of the Company is Ongoing/ Multiyear project, the unspent amount has been transferred to a separate bank account ('PALIWAL REAL ESTATE LTD UNSPENT CSR ACCOUNT FY 2024-25') on 25th April 2025. In accordance with the provisions of Section 135(6), the said unspent amount is required to be spent by 31st March 2028.

Date: 06.05.2025

Place: Gurugram


Baljeet Singh
Director

Chairman, CSR Committee
(DIN: 07156209)


Shibli Khan
Director & Manager
Member, CSR Committee
(DIN: 10351090)



FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2025

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

To
 The Members,
PALIWAL REAL ESTATE LIMITED
CIN: U45201DL2003PLC123061
Registered office address: - DLF Centre Sansad Marg,
Central Delhi, Delhi, India, 110001

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **PALIWAL REAL ESTATE LIMITED** (hereinafter called "**the Company**"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has during the audit period covering the financial year ended on March 31, 2025 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2025 according to the provisions of:

- (i) The Companies Act, 2013 (**the Act**) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **Not Applicable**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('**SEBI Act**') :-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **Not Applicable**
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; **Not Applicable**
 - c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; **Not Applicable**



- d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; - **Not Applicable**
 - e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable**
 - f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; - **Not Applicable**
 - g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **Not applicable as the Company is not registered as Registrar to issue and Share Transfer Agent during the financial year under review.**
 - h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; - **Not Applicable** and;
 - i) The Securities and Exchange Board of India (Buy-back of securities) Regulations, 2018; - **Not Applicable**
- (vi) The Company is engaged in the business of leasing of Commercial Retail Space. There is no law as such applicable specifically to the business operations of the Company.

We have also examined compliance with the applicable provisions of the following: -

- (i) Secretarial Standards on meeting of Board of Directors (SS-1) and on General Meeting (SS-2) issued by the Institute of Company Secretaries of India.
- (ii) The Company has not entered into listing Agreements with Stock Exchange(s) pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirement) Regulations 2015, as amended.

Based on our examination and verification of records produced to us and according to the information and explanations given to us by the Company, in our opinion, during the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Standards and Guidelines etc. mentioned above.

We further report that

The Board of Directors of the Company has been duly constituted. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice(s) have been given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, other than those meetings which were held on shorter notice in compliance with the provisions of the Act, read with Secretarial Standard-1 and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings have been carried out unanimously as recorded in the minutes of the meetings of the Board of Directors. Further there is no case of views of the dissenting members as per the recordings in the minutes of the meetings of the Board.



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

We further report that during the audit period, the Company has the following specific events/actions having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, standards & guidelines :-

The Members of the Company at their Annual General Meeting held on August 01, 2024 had passed the following resolutions:-

1. Ordinary Resolution for appointment of Mr. Shibli Khan as Manager of the Company for a period of 5 consecutive years w.e.f. October 23, 2023.
2. Special Resolution for granting authorisation to the Board of Directors of the Company to grant loan(s), give guarantee(s) or provide security(ies) and make investment(s) in securities under Section-186 of the Act not exceeding Rs. 2500 Crore.



FOR VKC & ASSOCIATES
(Company Secretaries)
Unique Code: P2018DE077000

CS MOHIT K DIXIT
Partner
FCS No. 12361
C P No. 17827
UDIN: F012361G000248223
Peer Review Certificate. No. 6406/2025

May 06, 2025
New Delhi

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

‘Annexure - A’

To
The Members,
PALIWAL REAL ESTATE LIMITED
CIN: U45201DL2003PLC123061
Registered office address: - DLF Centre Sansad Marg,
Central Delhi, Delhi, India, 110001

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

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



FOR VKC & ASSOCIATES
(Company Secretaries)
Unique Code: P2018DE077000

CS MOHIT K DIXIT
Partner

FCS No. 12361
C P No. 17827
UDIN: F012361G000248223
Peer Review Certificate. No. 6406/2025

May 06, 2025
New Delhi

Paliwal Real Estate Limited

Corporate Office: DLF Cyberpark,
9th Floor, Tower C, Sector- 20, Gurugram – 122016, Haryana - India
Tel: +91-124-4568900



Annexure-D

AOC-2

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

Form for Disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms' length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arms' length basis:

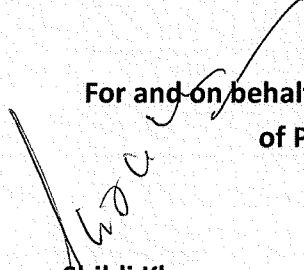
There were no contracts or arrangements or transactions entered into during the year ended 31st March 2025, which were not at arm's length basis.

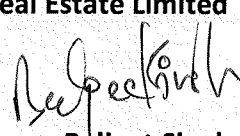
2. Details of material contracts or arrangements or transactions at Arms' length basis:

(₹ in Lakh)

Name(s) of the related party and nature of Relationship	Nature of transaction	Duration of transaction	Salient terms of the contracts or arrangements or transactions including the value	Date(s) of Approval by the Board	Transaction Amount	Amount paid as advances, if any
DLF Power & Services Limited, fellow subsidiary company	Availing/ rendering of services	Financial year 2024-25	The related party transactions were entered during the financial year at arm's length basis.	18.01.2024	8,910.55	351.63

For and on behalf of the Board of Directors
of Paliwal Real Estate Limited


Shibli Khan
Director & Manager
(DIN:01351090)


Baljeet Singh
Director
(DIN: 07156209)

Date: 06-05-2025
Place: Gurugram

**PALIWAL REAL ESTATE
LIMITED**

FINANCIAL STATEMENT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2025
TOGETHER WITH INDEPENDENT AUDITORS' REPORT

INDEPENDENT AUDITOR'S REPORT

To the Members of Paliwal Real Estate Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Paliwal Real Estate Limited ("the Company"), which comprise the Balance sheet as at March 31, 2025, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. 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 Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the financial statements and our auditor's report thereon.

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 such 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.



Responsibility of Management for the Financial Statements

The Company's Board of Directors is 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 including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial 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, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those 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 Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.



- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (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 except for the matters stated in the paragraph 2(i)(vi) below on reporting under Rule 11(g);
 - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - (e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) With respect to the adequacy of the internal financial controls with reference to these financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;



- (g) The Company has not paid or provided for any managerial remuneration during the year ended March 31, 2025. Accordingly, the provisions of section 197 read with Schedule V of the Act are not applicable to the Company for the year ended March 31, 2025;
- (h) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(b) above on reporting under section 143(3)(b) and paragraph 2(i)(vi) below on reporting under Rule 11(g);
- (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer note 39 to the financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. The management has represented that, to the best of its knowledge and belief, other than as disclosed in the note 47(v) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the note 47(vi) to the financial statements, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - c) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
- v. No dividend has been declared or paid during the year by the Company.



- vi. Based on our examination which included test checks and review of Service Organisation Controls report, the Company has used accounting software which is operated by a third party service provider for maintaining its books of account, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, for the reasons stated in note 46 to the financial statements, we are unable to comment whether the audit trail has been preserved by the Company as per the statutory requirements for record retention for previous year.

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

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005



per Pranay Gupta

Partner

Membership Number: 511764

UDIN: 25511764BMOKBE7456

Place of Signature: New Delhi

Date: May 06, 2025



Annexure “1” referred to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date

Re: Paliwal Real Estate Limited (“the Company”)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

- i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and Investment Property.
- (B) The Company has not capitalized any intangible assets in the books of the Company and accordingly, the requirement to report on clause 3(i)(a)(B) of the Order is not applicable to the Company.
- (b) Property, Plant and Equipment and Investment Property have been physically verified by the management during the year and no material discrepancies were identified on such verification.
- (c) Lease deed of Leasehold Land and buildings thereon included in Investment Property are pledged with the lender as security for securing borrowings availed by the Company and are not available with the Company. The same has been confirmed by the lender as at the year end.
- (d) The Company has not revalued its Property, Plant and Equipment during the year ended March 31, 2025.
- (e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year. In our opinion, the coverage and the procedure of such verification by the management is appropriate. There were no discrepancies of 10% or more in aggregate for each class of inventory noticed on such physical verification.
- (b) The Company has not been sanctioned working capital limits in excess of ₹ five crores in aggregate from banks or financial institutions during any point of time of the year on the basis of security of current assets. Accordingly, the requirement to report on clause 3(ii)(b) of the Order is not applicable to the Company.
- iii) (a) During the year, the Company has not provided loans, advances in the nature of loans, stood guarantee or provided security to companies, firms, limited liability partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(a) of the Order is not applicable to the Company.
- (b) During the year, the Company has not made investments, provided guarantees, provided security and granted loans and advances in the nature of loans to companies, firms, limited liability partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(b) of the Order is not applicable to the Company.
- (c) The Company has not granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(c) of the Order is not applicable to the Company.
- (d) The Company has not granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(d) of the Order is not applicable to the Company.
- (e) There were no loans or advance in the nature of loan granted to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(e) of the Order is not applicable to the Company.



(f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.

- iv) There are no loans, investments, guarantees and security in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 are applicable and accordingly, the requirement to report on clause 3(iv) of the Order is not applicable to the Company.
- v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.
- vi) The Central Government has not specified the maintenance of cost records under section 148(1) of the Companies Act, 2013, for the products/services of the Company.
- vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, income-tax, cess and other statutory dues applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable. The provisions relating to provident fund, employees' state insurance, sales-tax, service tax, duty of customs, duty of excise and value added tax are not applicable to the Company.

(b) The dues outstanding of goods and service tax which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of dues	Demand (₹ in lacs)	Period to which the amount relates	Forum where dispute is pending
Goods and Services Tax Act, 2017	Demand on account of non-reversal of ITC and other matter	827.38*	Financial Year 2019-20	Commissioner Appeal-CGST-Noida

*The Company has paid under protest of ₹ 75.22 lacs

There are no dues of income tax, cess or other statutory dues which have not been deposited on account of any dispute. The provisions relating to provident fund, employees' state insurance, value added tax, sales-tax, duty of excise and duty of custom are not applicable to the Company.

- viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- ix) (a) Loans amounting to ₹ 26,022.00 lacs are repayable on demand and such loans thereon have not been demanded for repayment during the relevant financial year. The Company has not defaulted in repayment of other borrowings or payment of interest thereon to any lender, including the interest payable on loans repayable on demand.
- (b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company did not have any term loans in respect of which utilization was outstanding during the year and hence, the requirement to report on clause 3(ix)(c) of the Order is not applicable to the Company.



- (d) On an overall examination of the financial statements of the Company, the Company has used funds raised on short-term basis in the form of loans repayable on demand taken from related parties and other current liabilities aggregating to ₹ 42,301.57 lacs (excluding current maturities of long-term borrowings) for long-term purposes representing acquisition of investment property, Investment property under development, other assets and repayment of long-term bank loans.
- (e) The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.
- (f) The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on Clause 3(ix)(f) of the Order is not applicable to the Company.
- x) (a) The Company has not raised any money during the year by way of initial public offer/further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.
- (b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.
- xi) (a) No material fraud by the Company or no material fraud on the Company has been noticed or reported during the year.
- (b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- xii) The Company is not a nidhi company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a), 3(xii)(b) and 3(xii)(c) of the Order is not applicable to the Company.
- xiii) Transactions with the related parties are in compliance with section 188 of the Companies, Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards. The provisions of section 177 are not applicable to the Company and accordingly the requirement to report under clause 3 (xiii) of the order in so far as it relates to section 177 of the Act is not applicable to the Company.
- xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.
- (b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- xvi) (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause 3(xvi)(a) of the Order is not applicable to the Company.
- (b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause 3(xvi)(b) of the Order is not applicable to the Company.



(c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.

xvii) The Company has not incurred cash losses in the current financial year and in the immediately preceding financial year.

xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.

xix) On the basis of the financial ratios disclosed in Note 33 to the financial statements, the ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions and considering the Company's current liabilities exceeds the current assets by ₹ 47,860.72 lacs, the Company has obtained the letter of financial support from the Holding Company, nothing has come to our attention, which causes us to believe that Company is not capable of meeting its liabilities, existing at the date of balance sheet, as and when they fall due within a period of one year from the balance sheet date.

We, further state that this is not an assurance as to the future viability of the Company and our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx) (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in note 45 to the financial statements.

(b) All amounts that are unspent under section (5) of section 135 of Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance of with provisions of sub section (6) of section 135 of the said Act. This matter has been disclosed in note 45 to the financial statements.

xxi) The Company does not have any subsidiary, joint ventures and associates and accordingly requirement to report on Clause 3(xxi) of the Order is not applicable to the Company.

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

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005



per **Pranay Gupta**

Partner

Membership Number: 511764

UDIN: 25511764BMOKBE7456

Place of Signature: New Delhi

Date: May 06, 2025



Annexure “2” to the Independent Auditor’s Report of even date on the financial statements of Paliwal Real Estate Limited**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 Paliwal Real Estate Limited (“the Company”) as of March 31, 2025 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 over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these 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 adequacy of the internal financial controls with reference to these 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 these 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 these financial statements.

Meaning of Internal Financial Controls With Reference to these Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of 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, adequate 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, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

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

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005



per **Pranay Gupta**

Partner

Membership Number: 511764

UDIN: 25511764BMOKBE7456

Place of Signature: New Delhi

Date: May 06, 2025



Paliwal Real Estate Limited
Balance Sheet as at March 31, 2025
(All amounts in ₹ lacs, unless otherwise stated)

	Notes	As at March 31, 2025	As at March 31, 2024
ASSETS			
Non-current assets			
Property, plant and equipment	3	51.39	107.70
Investment property	4	1,96,289.54	2,00,388.03
Investment property under development	4	440.18	1,039.71
Financial assets			
Investments	5	124.04	116.95
Other financial assets	6	871.21	873.94
Deferred tax assets (net)	8	4,957.46	6,554.06
Non current tax assets (net)	9	663.22	1,179.19
Other non current assets	10	161.64	382.13
Total non current assets		2,03,558.68	2,10,641.71
Current assets			
Inventories	11	47.06	72.58
Financial assets			
Trade receivables	12	2,181.29	2,045.94
Cash and cash equivalents	13	314.57	195.00
Other bank balances	14	679.11	1,152.03
Other financial assets	7	0.50	15.67
Other current assets	10	1,240.15	1,080.70
Total current assets		4,462.68	4,561.92
TOTAL ASSETS		2,08,021.36	2,15,203.63
EQUITY AND LIABILITIES			
Equity			
Equity share capital	15	10,100.00	10,100.00
Instrument entirely equity in nature	15	65,000.00	65,000.00
Other equity	16	(61,969.68)	(70,481.59)
Total equity		13,130.32	4,618.41
Non-current liabilities			
Financial liabilities			
Borrowings	17	1,28,420.56	1,33,948.29
Lease liabilities	19	10,723.95	10,403.77
Other financial liabilities	18	2,829.80	2,279.32
Other non-current liabilities	20	593.33	710.02
Total non current liabilities		1,42,567.64	1,47,341.40
Current liabilities			
Financial liabilities			
Borrowings	17	31,581.15	41,732.48
Lease liabilities	23	973.18	973.18
Trade payables	21		
Total outstanding dues of micro enterprises and small enterprises		158.03	167.82
Total outstanding dues of creditors other than micro enterprises and small enterprises		375.93	1,789.56
Other financial liabilities	22	16,896.31	16,564.29
Other current liabilities	24	2,338.80	2,016.49
Total current liabilities		52,323.40	63,243.82
TOTAL LIABILITIES		1,94,891.04	2,10,585.22
TOTAL EQUITY AND LIABILITIES		2,08,021.36	2,15,203.63

Summary of material accounting policies

2.2

The accompanying notes form an integral part of the financial statements.

As per our report of even date attached

For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No.: 301003E/ E300005

Pranay Gupta

per **Pranay Gupta**
Partner
Membership Number: 511764

Place : New Delhi
Date : May 06, 2025



For and on behalf of the Board of Directors of
Paliwal Real Estate Limited

Baljeet Singh
Baljeet Singh
Director
DIN - 07156209

Ankur Maheshwari
Ankur Maheshwari
Chief Financial Officer

Place : Gurugram
Date : May 06, 2025

Shibli Khan
Shibli Khan
Director & Manager
DIN - 10351090

Sonu Mangoo
Sonu Mangoo
Company Secretary
M.No. F12274



Paliwal Real Estate Limited
Statement of profit and loss for the year ended March 31, 2025
(All amounts in ₹ lacs, unless otherwise stated)

	Notes	For the year ended March 31, 2025	For the year ended March 31, 2024
Income			
Revenue from operations	25	48,016.34	45,339.88
Other income	26	305.71	522.26
Total income		<u>48,322.05</u>	<u>45,862.14</u>
Expenses			
Cost of power, fuel and facility maintenance expenses	27	11,446.66	11,702.72
Finance costs	28	15,698.10	17,240.74
Depreciation expense	29	5,549.64	5,534.91
Other expenses	30	3,371.69	2,832.67
Total expenses		<u>36,066.09</u>	<u>37,311.04</u>
Profit before tax		12,255.96	8,551.10
Tax expense	31		
Current tax		2,147.45	1,497.88
Deferred tax		1,596.60	(6,111.29)
Total tax expense		<u>3,744.05</u>	<u>(4,613.41)</u>
Profit for the year		<u>8,511.91</u>	<u>13,164.51</u>
Other comprehensive income		-	-
Total comprehensive income for the year		<u>8,511.91</u>	<u>13,164.51</u>
Earnings per equity share [Face value per share ₹ 10 each (March 31, 2024: ₹ 10 each)]	32		
Basic earning per share in (₹)		0.86	1.33
Diluted earning per share in (₹)		0.86	1.33
Summary of material accounting policies	2.2		

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No.: 301003E/ E300005


per Pranay Gupta
Partner
Membership Number: 511764

Place : New Delhi
Date : May 06, 2025



For and on behalf of the Board of Directors of
Paliwal Real Estate Limited


Baljeet Singh
Director
DIN - 07156209


Ankur Maheshwari
Chief Financial Officer

Place : Gurugram
Date : May 06, 2025


Shibli Khan
Director & Manager
DIN - 10351090


Sonu Muggo
Company Secretary
M.No. F12274



Paliwal Real Estate Limited
Statement of cash flow for the year ended March 31, 2025

(All amounts in ₹ lacs, unless otherwise stated)

	For the year ended March 31, 2025	For the year ended March 31, 2024
A. Cash flow from operating activities		
Net Profit before tax	12,255.96	8,551.10
Adjustment for		
Finance costs	13,939.04	15,500.08
Allowance for expected credit losses	34.82	10.15
Unclaimed balances/ provision no longer required written back	-	(24.70)
Depreciation expense	5,549.64	5,534.91
Rent straightlining	83.62	92.23
Net block of investment property written off	-	110.17
Security deposit forfeited	-	(11.39)
Expenses/(income) on financial liability measured at amortised cost (net)	19.89	(203.68)
Finance cost on lease liability of lease rental	1,293.36	1,236.90
Interest income	(123.93)	(196.20)
Operating profit before working capital changes	33,052.40	30,599.57
Adjustment for change in working capital :		
Increase in trade receivables	(170.17)	(143.75)
Decrease/(increase) in financial and other assets	(180.38)	2,087.04
Decrease in inventories	25.52	5.60
(Decrease)/ increase in trade payables	(1,472.25)	422.29
Increase in financial and other liabilities	1,967.58	1,322.31
Cash flow from operations	33,222.70	34,293.06
Income tax paid (net of refunds)	(1,574.50)	(845.22)
Net cash flow from operating activities (A)	31,648.20	33,447.84
B. Cash flow from investing activities		
Purchase of property, plant and equipment, investment property (including investment property under development)	(407.04)	(1,717.24)
Sale of investment property	-	26.03
Decrease in other bank balances	458.13	5,097.57
Interest received	84.48	289.63
Net cash flows from investing activities (B)	135.57	3,695.99
C. Cash flow from financing activities		
Repayment of short term borrowing	(18,345.00)	(16,700.00)
Repayment of long term bank borrowing	(5,184.06)	(4,437.68)
Proceeds from short term borrowing	7,850.00	800.00
Payment for lease liability	(973.18)	(648.79)
Interest paid	(15,011.96)	(16,011.48)
Net cash used in financing activities (C)	(31,664.20)	(36,997.95)
Net increase in cash and cash equivalents (A+B+C)	119.57	145.88
Cash and cash equivalents at the beginning of the year	195.00	49.12
Cash and cash equivalents at the end of the year (refer note 13)	314.57	195.00

Summary of material accounting policies

2.2

The accompanying notes form an integral part of the financial statements.

As per our report of even date attached

For S.R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm Registration No.: 301003E/ E300005

Pranay Gupta

per Pranay Gupta
Partner
Membership Number: 511764

Place : New Delhi
Date : May 06, 2025



For and on behalf of the Board of Directors of
Paliwal Real Estate Limited

Baljeet Singh
Baljeet Singh
Director
DIN - 07156209

Shibbi Khan
Shibbi Khan
Director & Manager
DIN - 10351090

Ankur Maheshwari
Ankur Maheshwari
Chief Financial Officer

Sonu Maggo
Sonu Maggo
Company Secretary
M.No. F12274

Place : Gurugram
Date : May 06, 2025



Paliwal Real Estate Limited
Statement of changes in equity for the year ended March 31, 2025
(All amounts in ₹ lacs, unless otherwise stated)

A Equity share capital

For the year ended March 31, 2025

Particulars	As at April 1, 2024	Changes during the year	As at March 31, 2025
10,10,00,000 equity share of ₹ 10 each, subscribed and fully paid up	10,100.00	-	10,100.00
Total	10,100.00	-	10,100.00

For the year ended March 31, 2024

Particulars	As at April 1, 2023	Changes during the year	As at March 31, 2024
Equity share capital 10,10,00,000 equity share of ₹ 10 each, subscribed and fully paid up	10,100.00	-	10,100.00
Total	10,100.00	-	10,100.00

Preference share capital

For the year ended March 31, 2025

Particulars	As at April 1, 2024	Changes during the year	As at March 31, 2025
5% Non-cumulative compulsorily convertible preference shares 6,50,00,000 of ₹ 100 each issued, subscribed and fully paid	65,000.00	-	65,000.00
Total	65,000.00	-	65,000.00

For the year ended March 31, 2024

Particulars	As at April 1, 2023	Changes during the year	As at March 31, 2024
5% Non-cumulative compulsorily convertible preference shares 6,50,00,000 of ₹ 100 each issued, subscribed and fully paid	65,000.00	-	65,000.00
Total	65,000.00	-	65,000.00

B Other equity (refer note 16)

Particulars	Reserves and surplus			Equity component of compulsorily convertible debentures	Total other equity
	Capital reserve - deficit account	Equity component of compound financial instruments	Retained earnings (refer note 16)		
As at April 1, 2023	(95,369.24)	23.01	(12,299.87)	24,000.00	(83,646.10)
Profit for the year	-	-	13,164.51	-	13,164.51
As at March 31, 2024	(95,369.24)	23.01	864.64	24,000.00	(70,481.59)
Profit for the year	-	-	8,511.91	-	8,511.91
As at March 31, 2025	(95,369.24)	23.01	9,376.55	24,000.00	(61,969.68)

The accompanying notes form an integral part of the financial statements.

As per our report of even date attached

For S.R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm Registration No.: 301003E/ E300005


per Pranay Gupta
 Partner
 Membership Number: 511764



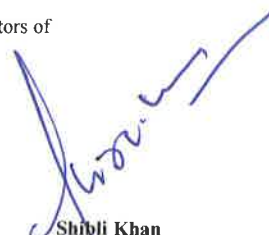
Place : New Delhi
Date : May 06, 2025

For and on behalf of the Board of Directors of
Paliwal Real Estate Limited


Baljeet Singh
 Director
 DIN - 07156209


Ankur Maheshwari
 Chief Financial Officer

Place : Gurugram
Date : May 06, 2025


Shibli Khan
 Director & Manager
 DIN - 10351090


Sonu Maggo
 Company Secretary
 M.No. F12274



1. Corporate information

Paliwal Real Estate Limited ("the Company") is an public company domiciled in India and is incorporated under the provisions of the Companies Act, 1956 applicable in India. The Company's registered office is situated at DLF Centre, Sansad Marg, New Delhi -110001, India.

The Company is primarily engaged in Real Estate Development and owns a shopping mall cum-entertainment complex named MOIN at Noida, consisting of shops, commercial spaces, entertainment centre including but not limited to eateries, restaurants etc. and basement for parking and other spaces etc. and further leases it to intending tenants.

The financial statements for the year ended March 31, 2025, were authorized, and approved for issue by the Board of Directors on May 06, 2025.

2. Material accounting policies

2.1 Basis of preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) specified under section 133 of the Companies Act, 2013 (the 'Act'), read with Companies (Indian Accounting Standards) Rules, 2015, (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the standalone financial statements.

The financial statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India. Further, the financial statements have been prepared on historical cost basis except for certain financial assets and financial liabilities which are measured at fair values as explained in relevant accounting policies.

The financial statements have been presented in Indian Rupees (₹) and all values have been rounded to the nearest lacs, except when otherwise indicated.

2.2. Summary of material accounting policies

a) Current and non-current classification

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 Ind AS – 1, "Presentation of financial statements". For this purpose current assets and liabilities include current portion of non-current assets & liabilities respectively. Deferred tax assets and liabilities are classified as non-current assets and non-current liabilities, as the case may be. The Company has identified period upto twelve months as its operating cycle.

b) Revenue from operations

Revenue comprises the consideration received or receivable for providing retail spaces on operating lease, rendering of maintenance service and other income in the ordinary course of the Company's activities. Revenue is presented, net of taxes, rebates and discounts (if any).

Revenue is recognized as follows:

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements because it typically controls the goods or services before transferring them to the customer.

- i) Rental income is recognised on a straight-line basis over the term of the lease, except for contingent rental income which is recognised when it arises. Refer note 2.2(i) for policy relating to recognition of rental income. Parking income and fit out rental income is recognised in statement of profit and loss on accrual basis in accordance with terms of underlying contracts.
- ii) Revenue in respect of maintenance services is recognised over time, in accordance with the terms of the respective contract.
- iii) Interest income is recorded on accrual basis using the effective interest rate (EIR) method. Interest from customers is accounted for on accrual basis except in case where ultimate collection is considered doubtful.
- iv) Other operating income primarily comprises of advertisement/promotional income recognised over period of time and parking income which is recognised when the services are rendered.



Contract balances

Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional. The same has been included under the head “unbilled receivables” in the financial statements.

Trade receivables

A receivable represents the Company’s right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract. The same has been included under the head “advance from customers” in the financial statements

c) Business combinations

The Company applies the acquisition method in accounting for business combinations. The consideration transferred by the Company to obtain control is calculated as the sum of the acquisition-date fair values of assets transferred, liabilities incurred, and the equity interests issued by the Company. Acquisition costs are expensed as incurred.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their acquisition-date fair values.

Goodwill is measured as excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the resulting gain on bargain purchase is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through other comprehensive income.

Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of Ind AS 109 *Financial Instruments*, is measured at fair value with changes in fair value recognised in profit or loss. If the contingent consideration is not within the scope of Ind AS 109, it is measured in accordance with the appropriate Ind AS. Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and subsequent its settlement is accounted for within equity.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Company reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted through goodwill during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognized at that date. These adjustments are called as measurement period adjustments. The measurement period does not exceed one year from the acquisition date.

Business combinations involving entities or businesses under common control have been accounted for using the pooling of interest method. The assets and liabilities of the combining entities are reflected at their carrying amounts. No adjustments are made to reflect fair values, or to recognise any new assets or liabilities.

d) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalized during the period of time that is necessary to complete and prepare the asset for its intended use or sale. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. Capitalisation of borrowing costs is suspended in the period during which the active development is delayed due to, other than temporary, interruption. All other borrowing costs are charged to the statement of profit and loss as incurred.

e) Property, plant and equipment

Recognition and initial measurement

Property, plant and equipment are stated at their cost of acquisition net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price. Subsequent costs are included in the asset’s carrying amount or



Paliwal Real Estate Limited**Notes to the Financial Statements for the year ended March 31, 2025***(All amounts in ₹ Lacs, unless otherwise stated)*

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. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in statement of profit or loss as incurred.

Subsequent measurement (depreciation and useful lives)

Property, plant and equipment are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Depreciation on property, plant and equipment is provided on a straight-line basis, computed on the basis of useful lives (as set out below) prescribed in Schedule II to the Companies Act, 2013:

Asset category	Management estimated useful life (in years)	Estimated useful life as per Schedule II to the Companies Act, 2013 (in years)
Furniture and fixtures	5-15	10
Office equipment	5-20	5
Computers	3-6	3-6

The Company, based on technical assessment made by technical expert and management estimate, depreciates certain items of furniture and fixtures and office equipment over estimated useful lives which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

De-recognition

An item of property, plant and equipment and any significant part initially recognised is de-recognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

f) Investment property under development

Investment property under development represents expenditure incurred in respect of capital projects under development and are carried at cost less accumulated impairment loss, if any. Cost includes development/ construction costs and other direct expenditure.

g) Investment property*Recognition and initial measurement*

Investment properties comprises of completed property and property under development that is held to earn rentals or for capital appreciation, or both. Investment properties are measured initially at their cost of acquisition including transaction cost. The cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that incremental future economic benefits associated with the item will flow to the Company. All other repair and maintenance costs are recognised in statement of profit or loss as incurred.

Though, the Company measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on annual evaluation performed by an accredited external independent valuer who holds a recognised and relevant professional qualification and has recent experience in the location and category of the investment property being valued.

Investment property under development

Investment property under development represents expenditure incurred in respect of capital projects under development and are carried out at cost. Cost includes related acquisition expenses, development/ construction costs, borrowing costs and other direct expenditure.



Subsequent measurement (depreciation and useful lives)

Investment properties are subsequently measured at cost less accumulated depreciation and impairment losses. Depreciation on investment properties is provided on the straight-line method, computed on the basis of useful lives (as set out below) prescribed in Schedule II to the Companies Act, 2013:

Asset category	Management estimated useful life (in years)	Estimated useful life as per Schedule II to the Companies Act, 2013 (in years)
Leasehold land	90	90
Building	60	60
Plant and equipment	5-15	15

The residual values, useful lives and method of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate.

The Company, based on technical assessment made by technical expert and management estimate, depreciates certain items of furniture and fixtures and office equipment over estimated useful lives which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

De-recognition

Investment properties 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 profit or loss in the period of de-recognition.

h) Taxes

Tax expense comprises of deferred tax and current tax expense.

Current 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, at the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Company reflects the effect of uncertainty for each uncertain tax treatment by using either most likely method or expected value method, depending on which method predicts better resolution of the treatment.

Deferred tax

Deferred tax is provided using Balance sheet approach on temporary differences between carrying amount of assets and liabilities for financial reporting purposes and corresponding amount used for taxation purposes at reporting date. Deferred tax assets on unrealised tax loss are recognised to the extent that it is probable that the underlying tax loss will be utilised against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss. 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 relating to items recognised outside statement of profit and loss is recognised outside statement of profit and loss (i.e. either in other comprehensive income or in equity).

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax for the year. The deferred tax asset is recognised for MAT credit available only to the extent that it is probable that the entity will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the entity recognizes MAT credit as an asset, it is created by way of credit to the statement of profit and loss and shown as part of deferred tax asset. The Company reviews the "MAT credit entitlement" related deferred tax asset at each reporting date and writes down the asset to the extent that it is no longer probable that it will pay normal tax during the specified period.

Goods and Services Tax (GST) / value added taxes paid on acquisition of assets or on incurring expenses.

Expenses and assets are recognised net of the amount of GST/ value added taxes paid, except:



- When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable;
- When receivables and payables are stated with the amount of tax included

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of other current/non-current assets/ liabilities in the balance sheet.

i) Leases

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

Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. The respective leased assets are included in the balance sheet based on their nature. Rental income is recognized on straight line basis over the lease term and is included in revenue in the Statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income.

Leases which effectively transfer to the lessee substantially all the risks and benefits incidental to ownership of the leased item are classified and accounted for as finance lease. Lease rental receipts are apportioned between the finance income and capital repayment based on the implicit rate of return.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

Right to use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, i.e. Land is 76 years.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment. Refer to the accounting policies in section (I) Impairment of non-financial assets.

Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset. The Company's lease liabilities are included in interest-bearing loans and borrowings.

Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.



j) Provisions, contingent liabilities and contingent assets

Provisions are recognized only when there is a present obligation, (legal or constructive), as a result of past events, and when a reliable estimate of the amount of obligation can be made at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. Provisions are discounted to their present values, where the time value of money is material.

Contingent liability is disclosed for:

- Possible obligations which will be confirmed only by future events not wholly within the control of the Company;
or
- Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.
- The Company does not recognize a contingent liability but discloses its existence and other required disclosures in notes to the financial statements, unless the possibility of any outflow in settlement is remote.

Contingent assets are not recognized. However, when inflow of economic benefits is probable, related asset is disclosed.

Provisions, contingent liabilities and contingent assets are reviewed at each reporting date.

k) Impairment of non-financial assets

At each reporting date, the Company assesses whether there is any indication recoverable amount is higher of an asset's or cash generating unit's (CGU) fair value less costs of disposal and its value in use, that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount and the reduction is treated as an impairment loss and is recognised in the statement of profit and loss. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators. If, at the reporting date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount. Impairment losses previously recognized are accordingly reversed in the statement of profit and loss.

l) Financial instruments

Initial recognition and measurement

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted for transaction costs, except for those carried at fair value through profit or loss which are measured initially at fair value. Subsequent measurement of financial assets and financial liabilities is described below.

Non-derivative financial assets

Subsequent measurement

i. Financial assets carried at amortised cost – a financial asset is measured at the amortised cost if both the following conditions are met:

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

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method.

ii. Investment in equity investments: Investments in equity instruments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at fair value through profit or loss (FVTPL). For all other equity instruments, the Company makes an irrevocable choice upon initial recognition, on an instrument by instrument basis to classify the same either as at fair value through other comprehensive income (FVOCI) or fair value through profit or loss (FVTPL). Amounts presented in other comprehensive income are not subsequently transferred to profit or loss. However, the Company transfers the cumulative gain or loss within equity. Dividends on such investments are recognised in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment.



De-recognition of financial assets

A financial asset is primarily de-recognised when the contractual rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset.

Non-derivative financial liabilities

Subsequent measurement

Subsequent to initial recognition, all non-derivative financial liabilities are measured at amortised cost using the effective interest method.

De-recognition of financial liabilities

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

Offsetting of financial instruments

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

m) Compound financial instrument

Compound financial instrument are separated into liability and equity components based on the terms of the contract. The equity component is assigned the residual amount after deducting from the fair value of the instrument as a whole the amount separately determined for the liability component. Under this approach, the Company determines the carrying amount of the liability component by measuring the fair value of a similar liability (including any embedded non-equity derivative features) that does not have an associated equity component. No gain or loss arises from initially recognising the components of the instrument separately.

n) Impairment of financial assets

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss for financial assets.

ECL is weighted average of difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive, discounted at original effective interest rate, with respective risks of default occurring as the weights. When estimating the cash flows, the Company is required to consider

- All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

Trade receivables

In respect of trade receivables, the Company applies the simplified approach of Ind AS 109, which requires measurement of loss allowance at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

Other financial assets

In respect of its other financial assets, the Company assesses if the credit risk on those financial assets has increased significantly since initial recognition. If the credit risk has not increased significantly since initial recognition, the Company measures the loss allowance at an amount equal to 12-month expected credit losses, else at an amount equal to the lifetime expected credit losses.

When making this assessment, the Company uses the change in the risk of a default occurring over the expected life of the financial asset. To make that assessment, the Company compares the risk of a default occurring on the financial asset as at the balance sheet date with the risk of a default occurring on the financial asset as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition. The Company assumes that the credit risk on a financial asset has not increased significantly since initial recognition if the financial asset is determined to have low credit risk at the balance sheet date.



o) Fair value measurement

The Company measures its financial instruments at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

External valuers are involved for valuation of significant assets, such as properties and unquoted financial assets. Valuers are selected based on market knowledge, reputation, independence and whether professional standards are maintained. For other assets management carries out the valuation based on its experience, market knowledge and in line with the applicable accounting requirements.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Quantitative disclosures of fair value measurement hierarchy
- Investment properties
- Financial instruments (including those carried at amortised cost)
- Investment in unquoted equity shares

p) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue.

For the purpose of calculating diluted earnings per share, the net 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 effects of all dilutive potential equity shares.

q) Inventories

Inventories are valued at cost and net realisable value ('NRV') whichever is lower after providing for obsolescence and other losses, where considered necessary. Cost includes material cost, custom duty, taxes, freight and other charges, as applicable and is determined using weighted average method.

Net realisable value is the estimated selling price in the ordinary course of business less estimated costs of completion and estimated necessary costs to make the sale.

r) Foreign currencies

Functional and presentation currency

The financial statements are presented in Indian Rupee ('₹') which is also the functional and presentation currency of the Company.

Transactions and balances

Foreign currency transactions are recorded in the functional currency, by applying to the exchange rate between the functional currency and the foreign currency at the date of the transaction.



Foreign currency monetary items outstanding at the balance sheet date are converted to functional currency using the closing rate. Non-monetary items denominated in a foreign currency which are carried at historical cost are reported using the exchange rate at the date of the transaction.

Exchange differences arising on monetary items on settlement, or restatement as at reporting date, at rates different from those at which they were initially recorded, are recognized in the statement of profit and loss in the year in which they arise.

s) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank, cash in hand, demand deposits with banks/corporations and short-term highly liquid investments (original maturity less than 3 months) that are readily convertible into known amount of cash and are subject to an insignificant risk of change in value.

Cash Flow Statement

For the purpose of Standalone statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered as an integral part of the Company's management.

- t)** For the purpose of the Standalone statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management

2.3. Significant management judgement in applying accounting policies and estimation uncertainty

The preparation of the Company's standalone financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the related disclosures.

Judgements

Determining the lease term of contracts with renewal and termination options– Company as lessee

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised. The Company has several lease contracts that include extension and termination options. The Company applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Company reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate.

The Company included the renewal period as part of the lease term for leases of land. The Company typically exercises its option to renew for these leases because there will be a significant negative effect on provision of service if a replacement asset is not readily available. Furthermore, the periods covered by termination options are included as part of the lease term only when they are reasonably certain not to be exercised.

Property lease classification – Company as lessor

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

Determining the lease term of contracts with renewal and termination options– Company as lessor

As a lessor, the Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised. The Company has several lease contracts that include extension and termination options. The Company applies judgement in evaluating whether it is reasonably certain whether or not the lessee shall exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for the lessee to exercise either the renewal or termination.



The Company has neither included the renewal period nor the period covered by an option to terminate the lease as part of the lease term for buildings given to leases to tenants considering the following:

- Option of renewal of lease term is solely at the option of lessee and the Company is not reasonably certain that the lessee may exercise the option of renewal, as this is outside the control of the Company.
- Considering the current market dynamics of rental market, the Company has estimated that lease term for the leases will be 'non- cancellable' period.

Estimates

Recognition of deferred tax assets – The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilized.

Evaluation of indicators for impairment of assets – The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

Impairment of financial assets – At each balance sheet date, based on historical default rates observed over expected life, the management assesses the expected credit loss on outstanding financial assets.

Provisions – At each balance sheet date basis the management judgment, changes in facts and legal aspects, the Company assesses the requirement of provisions against the outstanding warranties and guarantees. However, the actual future outcome may be different from this judgement.

Valuation of investment property – Investment property is stated at cost. However, as per Ind AS 40 there is a requirement to disclose fair value as at the balance sheet date. The Company engaged independent valuation specialists to determine the fair value of its investment property as at reporting date.

The determination of the fair value of investment properties requires the use of estimates such as future cash flows from the assets (such as lettings, future revenue streams, capital values of fixtures and fittings, any environmental matters and the overall repair and condition of the property) and discount rates applicable to those assets. In addition, development risks (such as construction and letting risk) are also taken into consideration when determining the fair value of the properties under construction. These estimates are based on local market conditions existing at the balance sheet date.

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

Contingent consideration, resulting from investments in equity instruments, is valued at fair value at the acquisition date as part of consideration transferred. It is subsequently remeasured to fair value at each reporting date using cost based approach, using changes in financial asset or liability as part of the cost or reduction of the cost of the investment in equity instruments. The determination of the fair value is based on discounted cash flows. The key assumptions take into consideration the probability of meeting each performance target and the discount factor.

Leases - Estimating the incremental borrowing rate

Company cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Company 'would have to pay', which requires estimation when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease. The Company estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain Company-specific estimates.

Useful lives of depreciable/amortisable assets – Management reviews its estimate of the useful lives of depreciable/amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of certain software, customer relationships, IT equipment and other plant and equipment.

Defined benefit obligation (DBO) – Management's estimate of the DBO is based on a number of underlying assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.



2.4. Changes in accounting policies and disclosures

New and amended standards that have an impact on the Company's financial statements, performance and/or disclosures.

These are certain amendments that apply for the first time for the year ending March 31, 2025, but do not have a material impact on the financial statements of the Company. The Company has not early adopted any standards or amendments that have been issued but are not yet effective.

a) Ind AS 117: Insurance Contracts

The Ministry of Corporate Affairs (MCA) notified the Ind AS 117, Insurance Contracts, vide notification dated August 12, 2024, under the **Companies (Indian Accounting Standards) Amendment Rules, 2024**, which is effective from annual reporting periods beginning on or after April 1, 2024.

Ind AS 117 Insurance Contracts is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Ind AS 117 replaces Ind AS 104 Insurance Contracts. Ind AS 117 applies to all types of insurance contracts, regardless of the type of entities that issue them as well as to certain guarantees and financial instruments with discretionary participation features; a few scope exceptions will apply. Ind AS 117 is based on a general model, supplemented by:

- A specific adaptation for contracts with direct participation features (the variable fee approach)
- A simplified approach (the premium allocation approach) mainly for short-duration contracts

The amendments do not have a material impact on the Company's financial statements.

b) Amendments to Ind AS 116 Leases: Lease Liability in a Sale and Leaseback

The MCA notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2024, which amend Ind AS 116, Leases, with respect to Lease Liability in a Sale and Leaseback.

The amendment specifies the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction, to ensure the seller-lessee does not recognise any amount of the gain or loss that relates to the right of use it retains.

The amendment is effective for annual reporting periods beginning on or after 1 April 2024 and must be applied retrospectively to sale and leaseback transactions entered into after the date of initial application of Ind AS 116.

The amendments do not have a material impact on the Company's financial statements.

3. Standards issued but not yet effective

There is no standard issued but not yet effective as on date which is effective from next year.



Paliwal Real Estate Limited**Notes to the financial statements for the year ended March 31, 2025***(All amounts in ₹ lacs, unless otherwise stated)***3 Property, plant & equipment**

	Computer	Office equipment	Furniture & fixture	Total
Gross block				
As at April 1, 2023	124.98	446.71	721.53	1,293.22
Additions	-	-	23.05	23.05
As at March 31, 2024	124.98	446.71	744.58	1,316.27
Additions	-	1.75	-	1.75
As at March 31, 2025	124.98	448.46	744.58	1,318.02
Accumulated depreciation				
As at April 1, 2023	119.52	411.97	594.38	1,125.87
Charge for the year	1.10	11.86	69.74	82.70
As at March 31, 2024	120.62	423.83	664.12	1,208.57
Charge for the year	1.65	12.40	44.01	58.06
As at March 31, 2025	122.27	436.23	708.13	1,266.63
Net block				
As at March 31, 2024	4.36	22.88	80.46	107.70
As at March 31, 2025	2.71	12.23	36.45	51.39

(i) Contractual obligations

The Company does not have any contractual commitments for acquisition of property, plant and equipment as at March 31, 2025 and March 31, 2024.

(ii) Capitalised borrowing cost

The Company has not capitalised any borrowing cost during the years ended March 31, 2025 and March 31, 2024.

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Paliwal Real Estate Limited
Notes to the financial statements for the year ended March 31, 2025
(All amounts in ₹ lacs, unless otherwise stated)
4 Investment property

	Right to use Leasehold land	Buildings	Plant and equipments	Total	Investment property under development	Total
Gross block						
As at April 1, 2023	57,130.29	1,55,232.13	30,304.63	2,42,667.05	1,144.04	2,43,811.09
Additions	-	1,554.91	36.75	1,591.66	1,430.72	3,022.38
Disposals/adjustment	-	(127.67)	(103.19)	(230.86)	(1,535.05)	(1,765.91)
As at March 31, 2024	57,130.29	1,56,659.37	30,238.19	2,44,027.85	1,039.71	2,45,067.56
Additions	-	1,033.10	359.99	1,393.09	531.16	1,924.25
Disposals/adjustment	-	(68.84)	-	(68.84)	(1,130.69)	(1,199.53)
As at March 31, 2025	57,130.29	1,57,623.63	30,598.18	2,45,352.10	440.18	2,45,792.28
Accumulated depreciation						
As at April 1, 2023	4,866.18	18,751.89	14,664.22	38,282.29	-	38,282.29
Charge for the year	728.36	2,700.18	2,023.67	5,452.21	-	5,452.21
Disposals/adjustment	-	(41.04)	(53.64)	(94.68)	-	(94.68)
As at March 31, 2024	5,594.54	21,411.03	16,634.25	43,639.82	-	43,639.82
Charge for the year	726.39	2,709.50	2,055.69	5,491.58	-	5,491.58
Disposals/adjustment	-	(68.84)	-	(68.84)	-	(68.84)
As at March 31, 2025	6,320.93	24,051.69	18,689.94	49,062.56	-	49,062.56
Net block						
As at March 31, 2024	51,535.75	1,35,248.34	13,603.94	2,00,388.03	1,039.71	2,01,427.74
As at March 31, 2025	50,809.36	1,33,571.94	11,908.24	1,96,289.54	440.18	1,96,729.72

(i) Contractual obligations

Refer note 40 for disclosure of contractual commitments for the acquisition and construction of investment property.

(ii) Capitalised borrowing cost

The Company has not capitalised any borrowing cost during the year ended March 31, 2025 and March 31, 2024.

(iii) Investment property pledged as security

Refer note 17 for information on investment property pledged as security by the Company.

(iv) Amount recognised in profit and loss for investment property

Particulars	March 31, 2025	March 31, 2024
Rental income	34,414.85	32,428.96
Direct operating expenses that generated rental income	(1,971.68)	(1,911.73)
Profit from leasing of investment properties before depreciation	32,443.17	30,517.23
Depreciation expense	(5,491.58)	(5,452.21)
Profit from leasing of investment property after depreciation	26,951.59	25,065.02

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Paliwal Real Estate Limited
Notes to the financial statements for the year ended March 31, 2025
(All amounts in ₹ lacs, unless otherwise stated)
**(v) Investment property under development
As at March 31, 2025**

Amount in investment property under development for the period of					
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	351.02	89.16	-	-	440.18
Project temporarily suspended	-	-	-	-	-
Total	351.02	89.16	-	-	440.18

As at March 31, 2024

Amount in investment property under development for the period of					
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	1,039.71	-	-	-	1,039.71
Project temporarily suspended	-	-	-	-	-
Total	1,039.71	-	-	-	1,039.71

As on March 31, 2025 and March 31, 2024, there is no project classified as investment properties under development whose completion is overdue or has exceeded the cost, based on original approved plan.

(vi) Operating lease commitments- as a lessor

Certain investment properties are leased to tenants under long-term operating leases with rentals payable monthly. The Company has given building and related equipment on lease. The Company has entered into non- cancellable lease agreements with the tenants to whom it has leased out shops in DLF Mall of India-NOIDA. The details of future minimum lease rentals receivable under operating lease for each of the following periods as on March 31, 2025 and March 31, 2024 are mentioned below:

Particulars	March 31, 2025	March 31, 2024
Upto one year	17,584.19	14,413.29
After one year but not more than 5 years	10,690.66	4,838.98
More than five years	1,608.18	2,065.28
Total	29,883.03	21,317.55

(vii) Fair value of investment property

Particulars	March 31, 2025	March 31, 2024
Fair value	3,85,460	3,77,370

The fair value of investment property has been determined by external, independent registered property valuers as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017, having appropriate recognised professional qualification and recent experience in the location and category of the property being valued in conjunction with valuer assessment services undertaken by an international property consultant. The Company obtains independent valuation for its investment property at least annually and fair value measurements are categorized as level 3 measurement in the fair value hierarchy.

For constructed properties, the valuation has been taken as an average of values arrived using the following methodologies:

- (A) Discounted cash flow method, where net present value is determined based on projected cash flows discounted at an appropriate rate.
(B) Sales comparable method, which compares the price or price per unit area of similar properties being sold in the marketplace.

Further, key inputs used in the above valuation models are as under:

- (a) Property details comprising of total leasable area, area actually leased, vacant area, parking slots etc.
(b) Revenue assumptions comprising of market rent, market parking rent, rent growth rate, parking income growth rate, market lease tenure, market escalations, CAM income prevailing in the market etc.
(c) Cost assumptions comprising of brokerage cost, transaction cost on sale, cost escalations etc.
(d) Discounting assumptions comprising of terminal cap rate, discount rate
(e) Estimated cash flows from lease rentals, parking income, operation and maintenance income etc. for the future years.



Paliwal Real Estate Limited

Notes to the financial statements for the year ended March 31, 2025

(All amounts in ₹ lacs, unless otherwise stated)

(viii) Additions to building during the year includes ₹ 125.05 lacs (March 31, 2024: ₹ 26.39 lacs) lacs capitalised as brokerage under the head "Investment Property" in accordance with Ind AS 116 "Leases" and depreciated over the non-cancellable period.

(ix) Company as a lessee

In earlier year, the Company acquired from DLF Limited, 54,320.18 square meters of land in Gautam Budh District, NOIDA, Uttar Pradesh, which was obtained by DLF Limited on a 90 years lease from NOIDA authority vide lease agreement dated February 25, 2005 for a lumpsum consideration (including amount paid for development rights) of ₹ 47,053.91 lacs and an annual premium of ₹ 973.18 lacs which shall be increased by 50% every 10th year.

Set out below are the carrying amounts of right-of-use assets recognised and the movements during the period:

Particulars	Right to use
	Leasehold land
As at April 1, 2023	52,264.11
Additions	-
Depreciation expense	(728.36)
As at March 31, 2024	51,535.75
Additions	-
Depreciation expense	(726.39)
As at March 31, 2025	50,809.36

Set out below are the carrying amounts of lease liabilities (included under other financial liabilities) and the movements during the period:

Particulars	Lease Liability
	Leasehold land
As at April 1, 2023	10,788.84
Accretion of Interest	1,236.90
Payments	(648.79)
As at March 31, 2024	11,376.95
Accretion of Interest	1,293.36
Payments	(973.18)
As at March 31, 2025	11,697.13

The following are the amounts recognised in profit or loss:

Particulars	March 31, 2025	March 31, 2024
Depreciation expense of right-of-use assets (included in depreciation on investment property)	726.39	728.36
Interest expense on lease liabilities	1,293.36	1,236.90
Total amount recognised in profit or loss	2,019.75	1,965.26

The contractual future undiscounted minimum lease payments in respect of these leases as at March 31, 2025 and March 31, 2024 are:

Particulars	March 31, 2025	March 31, 2024
Upto one year	973.18	973.18
One to five years	3,892.72	3,892.72
More than five years	3,07,251.16	3,08,224.34
Total	3,12,117.06	3,13,090.24

Note:-The Company applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for leases other than above lease.



	As at March 31, 2025	As at March 31, 2024
5 Investments - non current		
In equity instruments (unquoted) (refer note 5.1)		
Equity shares of AMPSolar Urja Private Limited	28.00	28.00
2,80,000 Equity shares of ₹ 10 each (March 31, 2024 : 2,80,000 equity share ₹10 each)		
In Compulsorily Convertible Debentures (CCD), valued at amortised cost		
Investment in 0.01% CCDs of AMPSolar Urja Private Limited	96.04	88.95
25,200 CCDs of ₹ 1000 each (March 31, 2024: 25,200 CCDs of ₹ 1000 each)		
	124.04	116.95

5.1 Equity Instruments

Carrying amount of equity shares is based on higher of face value and fair value as on March 31, 2025 as assessed by the expert valuer in its report.

Terms of equity instruments

- (i) The shares have been held to comply with provisions of the Electricity Act, 2003 relating to captive generation and consumption of power.
- (ii) In the event of termination or expiry of the agreement, the shares shall be transferred at fair market value or cost, whichever is higher.

5.2 Compulsorily Convertible Debentures

As per the terms and conditions of Option Agreement between AMPSolar Technology Private Limited (holding company of the investee) and the Company, CCDs are redeemable at par, therefore, these are carried at amortised cost.

6 Other financial assets

(Unsecured, considered good unless otherwise stated)

Security deposits

Other bank balances*

*Deposits with banks with remaining maturity of more than 12 months

Non-current	
As at March 31, 2025	As at March 31, 2024
871.21	871.21
-	2.73
871.21	873.94

7 Other financial assets

(Unsecured, considered good unless otherwise stated)

Amount recoverable from related party and others

Current	
As at March 31, 2025	As at March 31, 2024
0.50	15.67
0.50	15.67

8 Deferred tax assets (net)

Deferred tax assets arising on account of :

Brought forward losses

Lease liabilities

Expenses allowed in subsequent years on payment basis

Financial asset measured at amortised cost

Deferred tax liabilities arising on account of :

Unbilled receivables (rent straightling)

Financial liability measured at amortised cost

Right to use

Minimum alternate tax credit entitlement*

Net deferred tax assets

Non-current	
As at March 31, 2025	As at March 31, 2024
27.98	3,726.95
4,087.45	3,975.56
86.72	48.06
3.95	2.43
(13.76)	(34.22)
(83.12)	(84.37)
(3,063.29)	(3,107.09)
1,045.93	4,527.32
3,911.53	2,026.74
4,957.46	6,554.06

The Company offsets tax assets and liabilities if it has a legally enforceable right to set off current tax assets and current tax liabilities.

*In accordance with IND AS- 12 "Income Taxes" notified under Section 133 of the Companies Act 2013, the Company has a net deferred tax asset, primarily comprising of unabsorbed losses, MAT credit entitlement, and provisions carried forward from the previous years.

During the current year, the Company has deferred tax assets on brought forward losses amounting to ₹ 27.98 lacs (March 31, 2024: ₹ 3,726.95 lacs) and has recognised MAT credit entitlement amounting to ₹ 1,884.78 lacs (March 31, 2024: ₹ 2,026.74 lacs) which the Company based on the board approved future projections believes that it is probable that there will be sufficient future profits against which the deductible temporary differences and carried forward tax losses can be utilised and thus, the deferred tax assets recognized on losses under Income from house property and profit and gains from business and profession are fully recoverable.



Paliwal Real Estate Limited
Notes to the financial statements for the year ended March 31, 2025
(All amounts in ₹ lacs, unless otherwise stated)
Movement in deferred tax assets/(liabilities)

Particulars	April 1, 2024	Recognised in statement of profit and loss	March 31, 2025
Assets			
Brought forward losses	3,726.95	(3,698.97)	27.98
Right to use	(3,107.09)	43.80	(3,063.29)
Unbilled receivables (rent straightling)	(34.22)	20.46	(13.76)
Financial asset measured at amortised cost	2.43	1.52	3.95
Liabilities			
Expenses allowed in subsequent years on payment basis	48.06	38.66	86.72
Lease liabilities	3,975.56	111.89	4,087.45
Financial liability measured at amortised cost	(84.37)	1.25	(83.12)
Minimum alternate tax credit	2,026.74	1,884.79	3,911.53
Net	6,554.06	(1,596.60)	4,957.46

Movement in deferred tax assets/(liabilities)

Particulars	April 1, 2023	Recognised in statement of profit and loss	March 31, 2024
Assets			
Brought forward losses	-	3,726.95	3,726.95
Right to use	(2,625.83)	(481.26)	(3,107.09)
Unbilled receivables (rent straightling)	(47.31)	13.10	(34.22)
Financial asset measured at amortised cost	-	2.43	2.43
Liabilities			
Expenses allowed in subsequent years on payment basis	-	48.06	48.06
Lease liabilities	3,141.71	833.84	3,975.56
Financial liability measured at amortised cost	(25.80)	(58.57)	(84.37)
Minimum alternate tax credit	-	2,026.74	2,026.74
Net	442.77	6,111.29	6,554.06

9 Non current tax assets (net)

Income tax assets (net of provisions for tax)

As at March 31, 2025	As at March 31, 2024
663.22	1,179.19
663.22	1,179.19

10 Other assets
(Unsecured, considered good unless otherwise stated)

	Non-current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
Advance to suppliers	-	-	368.83	52.43
Capital advances	-	172.98	-	-
Unbilled trade receivables *	24.34	56.24	126.44	125.83
Prepaid expenses	137.30	152.91	540.69	557.70
Balance with statutory authorities**				
Unsecured considered good	-	-	204.19	344.74
Unsecured considered doubtful	-	-	25.68	25.68
Less: Allowances for expected credit loss	-	-	(25.68)	(25.68)
	161.64	382.13	1,240.15	1,080.70

*Includes amount of ₹ 56.27 lacs (March 31, 2025: Non-current: ₹ 24.34 lacs, Current: ₹ 31.93 lacs) ; March 31, 2024: ₹ 139.88 lacs (Non-current: ₹ 56.24 lacs, Current: ₹ 83.64 lacs) on account of straightlining of rental income.

**This includes ₹ 75.22 lacs being paid under protest.

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Paliwal Real Estate Limited
Notes to the financial statements for the year ended March 31, 2025
(All amounts in ₹ lacs, unless otherwise stated)

	As at March 31, 2025	As at March 31, 2024
11 Inventories		
(Valued at cost or net reliable value, whichever is lower)		
Diesel and consumables	47.06	72.58
	47.06	72.58
	As at March 31, 2025	As at March 31, 2024
12 Trade receivables		
Related parties (refer note 41)		
Secured, considered good	10.96	7.53
Others		
Secured, considered good	2,047.54	1,878.79
Unsecured		
- Considered good	122.79	159.62
- Considered doubtful	96.43	61.61
	2,277.72	2,107.55
Less : Allowance for expected credit losses	(96.43)	(61.61)
	2,181.29	2,045.94

Ageing of trade receivable for the year ended March 31, 2025*

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	2,011.63	88.43	48.83	20.33	12.07	2,181.29
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	83.46	5.73	4.67	2.08	0.49	96.43
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-
Total	2,095.09	94.16	53.50	22.41	12.56	2,277.72

Ageing of trade receivable for the year ended March 31, 2024*

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	1,710.06	154.67	155.47	5.96	19.78	2,045.94
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	49.19	-	2.23	9.08	1.11	61.61
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-
Total	1,759.25	154.67	157.70	15.04	20.89	2,107.55

* Unadjusted credit in the customer account has been adjusted in the earlier outstanding for the respective customers.

13 Cash and cash equivalents

	As at March 31, 2025	As at March 31, 2024
Cash in hand	14.04	12.93
Balances with banks		
In current account	300.53	182.07
	314.57	195.00

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13.1 Changes in financial liabilities arising from financing activities

Particular	April 1, 2024	Cash flows	Charged to statement of Profit & Loss	March 31, 2025
Borrowings from bank	1,39,163.77	(5,184.06)	-	1,33,979.71
Borrowings from related parties	36,517.00	(10,495.00)	-	26,022.00
Interest accrued on borrowings	3,633.55	(15,011.96)	13,939.04	2,560.63
Lease liability on leasehold land	11,376.95	(973.18)	1,293.36	11,697.13
Total liabilities from financing activities	1,90,691.27	(31,664.20)	15,232.40	1,74,259.47

Changes in financial liabilities arising from financing activities

Particular	April 1, 2023	Cash flows	Charged to statement of Profit & Loss	March 31, 2024
Borrowings from bank	1,43,598.12	(4,434.35)	-	1,39,163.77
Borrowings from related parties	52,417.00	(15,900.00)	-	36,517.00
Interest accrued on borrowings	4,148.28	(16,014.81)	15,500.08	3,633.55
Lease liability on leasehold land	10,788.85	(648.79)	1,236.90	11,376.95
Total liabilities from financing activities	2,10,952.25	(36,997.94)	16,736.98	1,90,691.27

14 Other bank balances

Bank deposits with original maturity of more than 3 months but less than 12 months
Balance with bank - Escrow account

	As at March 31, 2025	As at March 31, 2024
Bank deposits with original maturity of more than 3 months but less than 12 months	591.49	1,103.46
Balance with bank - Escrow account	87.62	48.57
	679.11	1,152.03

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Paliwal Real Estate Limited
Notes to the financial statements for the year ended March 31, 2025
(All amounts in ₹ lacs, unless otherwise stated)
15 Share capital
15.1 Equity share capital
(a) Authorised equity share capital

Equity shares of ₹ 10 each

As at March 31, 2025		As at March 31, 2024	
No of shares	Amount	No of shares	Amount
1,00,33,50,000	1,00,335.00	1,00,33,50,000	1,00,335.00
1,00,33,50,000	1,00,335.00	1,00,33,50,000	1,00,335.00

(b) Issued, subscribed and paid up

Equity shares of ₹ 10 each

10,10,00,000	10,100.00	10,10,00,000	10,100.00
10,10,00,000	10,100.00	10,10,00,000	10,100.00

(i) Reconciliation of number of equity shares outstanding at the beginning and at the end of the year

At the beginning of the year

10,10,00,000 10,100.00 10,10,00,000 10,100.00

Issued during the year

- - - -

Outstanding at the end of the year
10,10,00,000 10,100.00 10,10,00,000 10,100.00
(ii) Terms, rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a face value of ₹ 10 per share. Each holder of equity share is entitled to one vote per share.

In the event of liquidation of the Company, the holders of the 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. The Company declares and pays dividend in indian rupees.

(iii) Details of shares held by holding company and shareholders/ promoters holding more than 5% shareholding in the Company

Name of the shareholder	As at March 31, 2025		As at March 31, 2024	
	No of shares	% holding	No of shares	% holding
Equity Shares				
DLF Cyber City Developers Limited, holding company and its nominees	10,10,00,000	100.00%	10,10,00,000	100.00%

As per the records of the Company, the above shareholding represents both legal and beneficial ownership of shares.

(iv) The Company has not issued any equity shares pursuant to contract without payment received in cash, allotted at fully paid up by way of bonus issue and brought back during the last five years.
15.2 Instruments entirely equity in nature
(a) Authorised preference share capital

Non-cumulative redeemable preference shares of ₹ 100 each

5% Non-cumulative compulsorily convertible preference shares of ₹ 100 each

As at March 31, 2025		As at March 31, 2024	
No of shares	Amount	No of shares	Amount
1,35,000	135.00	1,35,000	135.00
10,00,00,000	1,00,000.00	10,00,00,000	1,00,000.00
10,01,35,000	1,00,135.00	10,01,35,000	1,00,135.00

(b) Issued, subscribed and fully paid up

5% Non-cumulative compulsorily convertible preference shares of ₹ 100 each (CCPS-2019/1)

6,50,00,000	65,000.00	6,50,00,000	65,000.00
6,50,00,000	65,000.00	6,50,00,000	65,000.00



Paliwal Real Estate Limited

Notes to the financial statements for the year ended March 31, 2025

(All amounts in ₹ lacs, unless otherwise stated)

(i) Reconciliation of number of preference shares outstanding at the beginning and at the end of the year

	As at		As at	
	March 31, 2025		March 31, 2024	
	No of shares	Amount	No of shares	Amount
5% Non-cumulative compulsorily convertible preference shares (CCPS-2019/1)				
At the beginning of the year	6,50,00,000	65,000.00	6,50,00,000	65,000.00
Issued during the year	-	-	-	-
Outstanding at the end of the year	6,50,00,000	65,000.00	6,50,00,000	65,000.00

(ii) Rights, preferences and restrictions attached to preference shares

5% Non-cumulative compulsorily convertible preference shares (CCPS-2019/1)

(a) The 'CCPS-2019/1' shall carry a fixed dividend at the rate of 5% per annum on the capital for the time being paid up thereon and shall at the option of the issuer be compulsorily convertible into 10 equity shares of ₹ 10/- each, at any time on or before 10 years from the date of allotment, at par and which shall rank pari-passu in all respect with the existing equity shares;

(b) The 'CCPS-2019/1' shall rank for dividend in priority to the equity shares;

(c) 'CCPS-2019/1' shall in winding up be entitled to rank, as regards repayment of capital, in priority to equity shares but shall not be entitled to any further participation in profits or assets; and

(d) 'CCPS-2019/1' shall not carry any voting rights except as provided under the provisions of Section 47 of the Act and Articles of Association of the Company.

(e) 'CCPS-2019/1' have been issued for consideration other than cash as a modification in terms of optionally convertible redeemable preference share.

In accordance with provisions of IND AS 109 "Financial instruments" and IND AS 32 "Financial instruments : presentation", the Company has classified the above instruments as entirely equity in nature.

(iii) Details of share holder holding more than 5% shareholding in the Company

Name of the shareholder	As at		As at	
	March 31, 2025		March 31, 2024	
Equity Shares	No of shares	% holding	No of shares	% holding
5% Non-cumulative compulsorily convertible preference shares (CCPS-2019/1)				
DLF Emporio Limited	-	-	6,50,00,000	100.00%
DLF Cyber City Developers Limited (erstwhile shareholder DLF Emporio Limited) (refer note 41(3))	6,50,00,000	100.00%	-	-

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Paliwal Real Estate Limited**Notes to the financial statements for the year ended March 31, 2025***(All amounts in ₹ lacs, unless otherwise stated)***16 Other equity****Reserves and surplus**

Capital reserve - deficit amount (refer note 16.1)
 Equity component of compound financial instrument
 Retained earnings (refer note 16.2)
 Equity component of compulsorily convertible debentures (refer note 16.3)

As at March 31, 2025	As at March 31, 2024
(95,369.24)	(95,369.24)
23.01	23.01
9,376.55	864.64
24,000.00	24,000.00
(61,969.68)	(70,481.59)

Nature and purpose of other reserves**16.1 Capital reserve-deficit account**

Capital reserve - deficit account was created on purchase of mall business under common control business transaction from May 29, 2019. It is akin to debit balance of profit and loss account/ debit balance of retained earnings.

16.2 Retained earning

All the profit made by the company are transferred to retained earning from the statement of profit and loss.

16.3 Equity component of compulsorily convertible debentures

During the earlier year, in compliance to the provisions of the Companies Act, 2013 and the rules made thereunder, the Company issued 24,00,00,000 0.01% Compulsorily Convertible Debentures (CCDs) of ₹ 10 each amounting to ₹ 24,000.00 lacs to DLF Assets Limited ('DAL') which now merged with DLF Cyber City Developers Limited ('DCCDL'), holding company (refer note 41), by way of private placement on preferential allotment basis.

The key terms and conditions of above CCD's are as under:

- The CCD holders shall be entitled to convert the CCDs in one or more tranches within a period of ten years from the date of the allotment of the CCDs by issuing a written notice to the Company specifying the number of CCDs proposed to be converted. The Company shall accordingly, issue and allot the equal number of Equity Shares of ₹ 10/- each to the CCD holders;
- The CCDs shall be compulsorily convertible into Equity Shares on the date of expiry of ten years from the date of allotment of the CCDs;
- The CCDs shall carry a coupon rate of 0.01% per annum, payable annually, up to the date of conversion into Equity Shares of the Company and the CCDs shall be unsecured;
- That the CCDs until converted and Equity Shares against the same are allotted do not give any rights to the CCD holders with respect to that of a shareholder of the Company.

Based on above mentioned terms, these CCDs meet the definition of 'equity' as prescribed in Ind AS 109, hence, the same has been accounted as equity capital and disclosed under 'other equity' in these financial statements.

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Paliwal Real Estate Limited
Notes to the financial statements for the year ended March 31, 2025
(All amounts in ₹ lacs, unless otherwise stated)

	Non - Current		Current	
	As at	As at	As at	As at
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
17 Borrowings				
Secured term loan from a bank (refer 17.1)	1,28,420.56	1,33,948.29	-	-
Current maturities of long-term borrowings	-	-	5,559.15	5,215.48
Unsecured loans from related parties (refer 17.2)	-	-	26,022.00	36,517.00
	1,28,420.56	1,33,948.29	31,581.15	41,732.48

17.1 Repayment terms and security disclosure for the outstanding long term borrowings (excluding current maturities) as on March 31, 2025 :
From Bank :
Secured INR borrowings :-

Facility of ₹ 1,28,420.56 lacs (March 31, 2024 : ₹ 1,33,948.29 lacs), balance amount is repayable in 62 monthly instalments starting from April 2026.

The term loan of ₹ 133,979.71 lacs (non-current: ₹ 128,420.56 lacs and current ₹ 5,559.15 lacs) (March 31, 2024: ₹ 1,39,163.77 lacs (non-current: ₹ 1,33,948.29 lacs and current ₹ 5,215.48 lacs) is secured by way of :-

- 1) Equitable mortgage of immovable property situated at Noida owned by the Company.
- 2) Charge on receivables pertaining to the aforesaid immovable property owned by the Company.
- 3) Corporate guarantees provided by the DLF Cyber City Developers Limited.

Rate of interest- The Company's total borrowings from bank has a effective weighted contractual average rate of 7.90 % per annum (March 31, 2024: 8.15 % per annum) calculated using the interest rates effective as on March 31, 2025 for the respective borrowing. The Company has paid interest due on such loan.

Loan covenants:

The Company has satisfied all debt covenants prescribed in the terms of term loans. The Company has not defaulted on any loan payments.

- 17.2** Loan outstanding amounting to ₹ 26,022.00 lacs (March 31, 2024 ₹ 36,517.00 lacs) from related parties is repayable on demand and carry interest @ 8.50 % p.a. (March 31, 2024 @ 8.50% p.a.)

18 Other financial liabilities
Financial liabilities measured at amortised cost

Security deposit received from tenants

Non - Current	
As at	As at
March 31, 2025	March 31, 2024
2,829.80	2,279.32
2,829.80	2,279.32

19 Lease liabilities on leasehold land

Lease liability on leasehold land

As at	As at
March 31, 2025	March 31, 2024
10,723.95	10,403.77
10,723.95	10,403.77

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20 Other non-current liabilities

Deferred income

As at March 31, 2025	As at March 31, 2024
593.33	710.02
593.33	710.02

21 Trade payables

Total outstanding dues of micro enterprises and small enterprises (refer note 37)

Total outstanding dues of creditors other than micro enterprises and small enterprises

Current	
As at March 31, 2025	As at March 31, 2024
158.03	167.82
375.93	1,789.56
533.96	1,957.38

Ageing of trade payable for the year ended March 31, 2025

Particulars	Outstanding for following periods from the invoice date					Total
	Not Due	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) Total outstanding dues of micro enterprises and small enterprises	157.58	0.45	-	-	-	158.03
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	373.79	0.56	-	1.58	-	375.93
(iii) Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
(iv) Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
Total	531.37	1.01	-	1.58	-	533.96

Ageing of trade payable for the year ended March 31, 2024

Particulars	Outstanding for following periods from the invoice date					Total
	Not Due	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) Total outstanding dues of micro enterprises and small enterprises	1.27	166.55	-	-	-	167.82
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	54.35	1,733.70	1.51	-	-	1,789.56
(iii) Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
(iv) Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
Total	55.62	1,900.25	1.51	-	-	1,957.38

22 Other financial liabilities

Interest accrued but not due on borrowings (refer note 17)

Security deposits received from tenants

Capital creditors*

Other liabilities#

Current	
As at March 31, 2025	As at March 31, 2024
2,560.63	3,633.55
13,269.41	12,118.48
682.20	555.70
384.07	256.56
16,896.31	16,564.29

* Capital creditors includes ₹ 624.71 lacs (March 31, 2024 ₹ 459.12 lacs) payable to micro enterprises and small enterprises

#Other liabilities includes retention money ₹ 235.90 lacs (March 31, 2024 ₹ 195.94 lacs). This includes ₹ 181.25 lacs (March 31, 2024 ₹ 150.53 lacs) payable to micro enterprises and small enterprises

23 Lease liability

Lease liability on leasehold land

Current	
As at March 31, 2025	As at March 31, 2024
973.18	973.18
973.18	973.18

24 Other current liabilities

Deferred income

Advance from customers

Statutory dues payable

Other payables*

Current	
As at March 31, 2025	As at March 31, 2024
285.94	365.51
1,164.34	924.40
818.85	726.58
69.67	-
2,338.80	2,016.49

* This is on account of liabilities towards corporate social responsibility

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Paliwal Real Estate Limited
Notes to the financial statements for the year ended March 31, 2025
(All amounts in ₹ lacs, unless otherwise stated)
25 Revenue from operations
Operating revenue

Rental income*

34,414.85

32,428.96

Revenue from contracts with customers

Service income

11,467.79

10,984.29

Other operating revenue

Other operating income**

2,133.70

1,926.63

48,016.34

45,339.88

* It includes ₹ 431.82 lacs (March 31, 2024 : ₹ 707.18 lacs) income on account of discounting of financial liability measured at amortised cost and income reversal of ₹ (83.62) lacs (March 31, 2024 : ₹ (92.23) lacs) on account of straightlining of rental income

**Other operating income includes scrap sale, marketing voucher income, rent-space for advertisement (indoor events) and parking rentals.

Other disclosures required under Ind AS 115 "Revenue from contracts with customers"
a. Timing of revenue recognition

Revenue recognised over period of time

12,456.45

11,798.32

Revenue recognised at a point of time

1,145.04

1,112.60

13,601.49

12,910.92

b. Contract balances

Trade receivable from contracts with customers

566.84

692.27

Contract assets

-

26.60

Contract liabilities

444.18

382.77

Contract assets are initially recognised for revenue earned from maintenance services and other operating income as receipt of consideration is conditional on successful provision of services. Upon completion of services, the amounts recognised as contract assets are reclassified to trade receivables.

c. Significant changes in contract assets and contract liabilities during the year
i) Movement of contract liabilities

Amounts included in contract liabilities at the beginning of the year

382.77

692.77

Revenue recognised/adjusted in the current year for the performance obligations satisfied in previous year

(382.77)

(692.77)

Amount received against contract liabilities during the year

444.18

382.77

Amounts included in contract liabilities at the end of the year

444.18

382.77

ii) Movement of contract assets

Amounts included in contract assets at the beginning of the year

26.60

-

Amount billed/ adjusted during the year

(26.60)

-

Amount accrued during the year

-

26.60

Amounts included in contract assets at the end of the year

-

26.60

d. Reconciling the amount of revenue recognised in statement of profit and loss with the contracted price

Revenue as per contract price

13,601.49

12,910.92

Adjustment (if any)

-

-

13,601.49

12,910.92

e. Performance obligation

The performance obligation of the Company in case of maintenance services and other operating income is satisfied over-time, using an input method to measure progress towards complete satisfaction of the service, because the customer simultaneously receives and consumes the benefits provided by the Company. Revenue recognised at a point of time consists of sale of scrap and one time charges recovered from customers, which is recognised when the customers obtain the control of the promised goods or services. The Company raises invoices as per the terms of the contract, upon which the payment is due to be made by the tenants.

As per the terms of the service contracts with the customers, the Company has right to consideration from customers in an amount that directly corresponds with the value to the customers of the Company's performance obligation completed till date. Accordingly, the Company has used the practical expedient under Ind AS 115 'Revenue from contracts with customers' and has disclosed information relating to performance obligations to the extent required under Ind AS 115.



Paliwal Real Estate Limited
Notes to the financial statements for the year ended March 31, 2025
(All amounts in ₹ lacs, unless otherwise stated)

	For the year ended March 31, 2025	For the year ended March 31, 2024
26 Other income		
Interest income on		
Bank deposits	66.96	196.20
Income-tax refunds	56.97	128.78
Financial asset measured at amortised cost	7.10	6.58
Others	70.16	70.78
Unclaimed balances/provision written back	-	24.70
Miscellaneous income	104.52	95.22
	305.71	522.26
27 Cost of power, fuel and facility maintenance expenses		
Generation/ production of electricity, heating, ventilation and air conditioning expenses	4,141.99	3,576.46
Facility maintenance expenses	7,304.67	8,126.26
	11,446.66	11,702.72
28 Finance costs		
Interest expense on :		
Loan from bank	11,126.13	11,588.47
Loan from related party	2,810.51	3,906.48
Compulsorily Convertible Debentures	2.40	2.40
Financial liability measured at amortised cost	458.81	498.60
Lease liability	1,293.36	1,236.90
Other	-	2.74
Guarantee and bank charges	6.89	5.15
	15,698.10	17,240.74
29 Depreciation expense		
Depreciation on property, plant and equipment	58.06	82.70
Depreciation on investment property	5,491.58	5,452.21
	5,549.64	5,534.91
30 Other expenses		
Rates and taxes	5.50	293.97
Corporate social responsibility expense (refer note 46)	69.67	-
Advertisement and publicity	1,334.88	1,445.51
Repair & maintenance		
- others	657.05	144.27
Payment to auditors (refer note 30.1)	39.21	36.68
Legal and professional fees	107.58	25.48
Business support service charges	636.80	466.22
Allowances for expected credit loss	34.82	10.16
Net block of investment property written off	-	110.17
Facility Management - Insurance	413.43	292.96
Printing and stationery	-	5.70
Miscellaneous expenses	72.75	1.55
	3,371.69	2,832.67
30.1 Payment to auditor*		
Audit fees (including limited review)	32.14	29.22
Tax audit fees	4.63	4.41
Other certifications	-	1.00
Reimbursement of expenses	2.44	2.05
	39.21	36.68

** exclusive of applicable taxes*


Paliwal Real Estate Limited
Notes to the financial statements for the year ended March 31, 2025
(All amounts in ₹ lacs, unless otherwise stated)

	For the year ended March 31, 2025	For the year March 31, 2024
31 Tax expense		
Current tax	2,147.45	1,497.88
Deferred tax	3,481.39	(4,084.55)
Minimum alternative tax credit entitlement*	(1,884.79)	(2,026.74)
	3,744.05	(4,613.41)

* Includes MAT relating to earlier year of ₹ 24.83 lacs

The major components of income tax expense and the reconciliation of expense based on the domestic effective tax rate at 34.94% (March 31, 2024: 34.94%) and the reported tax expense in profit or loss are as follows:

Particulars	For the year ended March 31, 2025	For the year March 31, 2024
Accounting profit before income tax	12,255.98	8,551.10
At country's statutory income tax rate of 34.94% (March 31, 2024: 34.94%) (A)	4,282.72	2,490.08
Adjustments		
Non deductible expense for tax purposes:		
Expenses relating to income chargeable under "Income under the head House Property" and "Profit and Gains from Business and Profession"	2,997.61	2,282.61
Expenses allowable for tax purposes:		
Standard deduction under Section 24(a) of Income-tax Act, 1961	(3,511.45)	(2,713.39)
Others		
Impact of tax on rental income not recognised during the year	-	(69.03)
Tax impact of unrecognised deferred tax on brought forward lossess and MAT credit entitlement	-	(5,849.12)
Impact on account of different tax rate used for computation of deferred tax	-	(754.56)
Tax related to earlier years	(24.83)	-
Total adjustment (B)	(538.67)	(7,103.49)
Income tax expenses recognised in the books (A+B)	3,744.05	(4,613.41)

The Company continues to pay income tax under older tax regime and has not opted for lower tax rate pursuant to Taxation Law (Amendment) Ordinance, 2019 considering the losses and other benefits under the Income Tax Act, 1961.

32 Earning per equity share

The following table sets forth the computation of basic and diluted earning per share

Particulars	For the year ended March 31, 2025	For the year March 31, 2024
Profit attributable to equity shareholders for basic EPS (A)	8,511.91	13,164.51
Add: Finance cost on compulsorily convertible debentures	2.40	2.40
Profit attributable to equity shareholders for diluted EPS (B)	8,514.31	13,166.91
	Numbers	Numbers
Weighted average number of equity shares outstanding (in absolute numbers) (D)	10,10,00,000	10,10,00,000
Weighted average number of non-cumulative compulsorily convertible preference shares outstanding (in absolute numbers) (E)	65,00,00,000	65,00,00,000
Weighted average number of compulsorily convertible debentures (in absolute numbers) (F)	24,00,00,000	24,00,00,000
Total Weighted average number of equity shares outstanding (in absolute numbers) C=(D+E+F)	99,10,00,000	99,10,00,000
Earning per share (in ₹) -Basic (A/C)	0.86	1.33
Earning per share (in ₹) -Diluted (B/C)	0.86	1.33



Paliwal Real Estate Limited
Notes to the financial statements for the year ended March 31, 2025
(All amounts in ₹ lacs, unless otherwise stated)

33.	Analytical ratios/financial ratios	Numerator	Denominator	March 31, 2025*	March 31, 2024*	% variance	Remarks for variances in excess of 25%
(a) Current ratio	Current assets	Current liabilities		0.09	0.07	18.24%	Not Applicable
(b) Debt-equity ratio	Debt (long term borrowings+short term borrowings + interest accrued borrowings + interest accrued expenses+ depreciation expenses+ finance costs)	Total equity		12.38	38.83	(68.11)%	This is due to decrease in accumulated lossess which has resulted in increase in total equity
(c) Debt service coverage ratio	Profit after tax +depreciation expenses+ finance costs	Finance costs +Principal repayments to the extent not repaid through debt or equity		1.42	1.66	(14.32)%	Not Applicable
(d) Return on equity ratio	Profit after taxes	Average Total Equity		0.96	(6.70)	(114.31)%	This is due to recognisation of DTA/ MAT in previous year
(e) Debtors turnover ratio	Revenue from Operations	Average trade receivables		22.72	22.91	(0.83)%	Not Applicable
(f) Net capital turnover ratio	Revenue from operations	Working capital (Current assets - current liabilities)		(1.00)	(0.77)	29.85%	This is on account of increase in rental and repayment of loan.
(g) Net profit ratio	Profit after taxes	Revenue from operations		0.18	0.29	(38.95)%	This is due to recognisation of DTA/ MAT in previous year
(h) Return on capital employed	Profit before tax+finance cost	Capital employed (Total equity+ borrowings +Net Deferred Tax Liability)		0.16	0.14	13.47%	Not Applicable
(i) Inventory turnover ratio**	Not Applicable	Not Applicable		Not Applicable	Not Applicable	Not Applicable	
(j) Trade payables turnover ratio**	Not Applicable	Not Applicable		Not Applicable	Not Applicable	Not Applicable	
(k) Return on investment	Not Applicable	Not Applicable		Not Applicable	Not Applicable	Not Applicable	

Note:

- (i) As per Guidance Note on Division II-Ind AS Schedule III to the Companies Act, 2013, for the purpose of computing debt service coverage ratio, 'debt service' shall include 'interest', 'lease payments' and 'principal repayments'. Considering the business operations of leasing of commercial space by the Company, the management is of the view that the lease liability and lease payments appearing in the Company's financial statements pursuant to provisions of Ind AS 116 wherein the Company has also recognized corresponding Right of Use Assets, are not required to be considered for computation of debt service coverage ratio and debt equity ratio and thus, the same has not been considered in

* Figures are taken to nearest to decimal places.

**Considering the nature of business inventory turn over ratio and trade payable turn over ratio is not applicable.

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34 Fair value disclosures

i) Fair values hierarchy

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three Levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1: quoted prices (unadjusted) in active markets for financial instruments.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on entity specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

(ii) Valuation technique used to determine fair value

Fair value of investment in equity shares have been determined based on discounted cash flow method (income approach)

(iii) Investment in equity instruments

Particulars		Level	Amount
As at March 31, 2023	FVTPL	Level 3	28.00
Purchase of investments			-
Gain/(loss) recognised through profit and loss			-
As at March 31, 2024	FVTPL	Level 3	28.00
Purchase of investments			-
Gain/(loss) recognised through profit and loss			-
As at March 31, 2025			28.00

(iv) Financial instruments by category

Particulars	March 31, 2025			March 31, 2024		
	Level	Carrying value	Fair Value	Level	Carrying value	Fair Value
Financial assets at amortised cost						
Investments in CCDs	Level 3	96.04	96.04	Level 3	88.95	88.95
Other financial assets	Level 3	871.71	871.71	Level 3	889.61	889.61
Financial assets at FVTPL						
Investments in equity instrument	Level 3	28.00	28.00	Level 3	28.00	28.00
Total financial assets		995.75	995.75		1,006.56	1,006.56
Financial liabilities at amortised cost						
Borrowings	Level 3	1,60,001.71	1,60,001.71	Level 3	1,75,680.77	1,75,680.77
Lease liability on leasehold land	Level 3	11,697.13	11,697.13	Level 3	11,376.95	11,376.95
Other financial liabilities	Level 3	19,726.11	19,726.11	Level 3	18,843.61	18,843.61
Total financial liabilities		1,91,424.95	1,91,424.95		2,05,901.33	2,05,901.33

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

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

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35 Financial risk management
i) Financial instruments by category

The Company's principal financial liabilities comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables, and cash and cash equivalents that derive directly from its operations. The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

	March 31, 2025	March 31, 2024
Particulars	Amortised cost	Amortised cost
Financial assets carried at amortised cost		
Trade receivables	2,181.29	2,045.94
Cash and cash equivalents	314.57	195.00
Investment in CCDs	96.04	88.95
Other bank balances	679.11	1,152.03
Other financial assets	871.71	889.61
Financial assets carried at FVTPL		
Investments in equity instrument	28.00	28.00
Total	4,170.72	4,399.53
Financial liabilities at amortised cost		
Borrowings	1,60,001.71	1,75,680.77
Trade payable	533.96	1,957.38
Lease Liability on leasehold land	11,697.13	11,376.95
Other financial liabilities	19,726.11	18,843.61
Total	1,91,958.91	2,07,858.71

ii) Risk Management
The Company's activities expose it to market risk, liquidity risk and credit risk. The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

A) Credit risk
Credit risk is the risk that a counterparty fails to discharge its obligation to the Company. The Company's exposure to credit risk is influenced mainly by cash and cash equivalents, trade receivables and financial assets measured at amortised cost. The Company continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls. Credit risk related to cash and cash equivalents and bank deposits is managed by only accepting highly rated banks and diversifying bank deposits. Other financial assets measured at amortized cost includes loans and advances , security deposits and others. Credit risk related to these other financial assets is managed by monitoring the recoverability of such amounts continuously, while at the same time internal control system in place ensure the amounts are within defined limits.

a) Credit risk management

i) Credit risk rating
The Company assigns the following credit ratings to each class of financial assets based on the assumptions, inputs and factors specific to the class of financial assets.
A: Low credit risk on financial reporting date
B: Moderate credit risk
C: High credit risk

The Company provides for expected credit loss based on the following:

Asset group	Basis of categorisation	Provision for expenses credit loss
Low credit risk	Cash and cash equivalents, other bank balances, investments, trade receivable and other financial assets	12 month expected credit loss/life time expected credit loss
Moderate credit risk	Trade receivables	Life time expected credit loss
High credit risk	Not Applicable	Not Applicable

Based on business environment in which the Company operates, a default on a financial asset is considered when the counter party fails to make payments within the agreed time period as per contract. Loss rates reflecting defaults are based on actual credit loss experience and considering differences between current and historical economic conditions.



Paliwal Real Estate Limited
Notes to the financial statements for the year ended March 31, 2025
(All amounts in ₹ lacs, unless otherwise stated)
Assets under credit risk –

Credit rating	Particulars	March 31, 2025	March 31, 2024
A: Low credit risk	Cash and cash equivalents, other bank balances, trade receivables, investment and other financial assets	4,170.72	4,399.53
B: Moderate credit risk	Trade receivables	96.43	61.61

b) Credit risk exposure
Provision for expected credit losses

The Company provides for expected credit loss based on 12 months expected credit loss or lifetime expected credit loss mechanism for financial assets.

March 31, 2025

Particulars	Gross carrying amount	Expected credit losses	Carrying amount net of provision
Trade receivables	2,277.72	96.43	2,181.29
Cash and cash equivalents	314.57	-	314.57
Other bank balance	679.11	-	679.11
Other financial assets	871.71	-	871.71
Investments	124.04	-	124.04

March 31, 2024

Particulars	Gross carrying amount	Expected credit losses	Carrying amount net of provision
Trade receivables	2,107.55	61.61	2,045.94
Cash and cash equivalents	195.00	-	195.00
Other bank balance	1,152.03	-	1,152.03
Other financial assets	889.61	-	889.61
Investments	116.95	-	116.95

Reconciliation of expected credit losses

As at April 01, 2024	61.61
Add/ (less): Provision for expected credit losses	34.82
As at March 31, 2025	96.43

As at April 01, 2023	51.45
Add/ (less): Provision for expected credit losses	10.16
As at March 31, 2024	61.61

In respect of trade receivables, the Company considers provision for lifetime expected credit loss. Given the nature of business operations, the Company's trade receivables have low credit risk as the Company holds security deposits equivalents ranging from three to six months rentals. Further historical trends indicate any shortfall between such deposits held by the Company and amounts due from customers have been evaluated and provided expected credit loss.

The credit risk for cash deposits with banks and cash and cash equivalents is considered negligible, since the counterparties are reputable banks with high quality external credit ratings. Also, no impairment loss has been recorded in respect of fixed deposits that are with recognized commercial banks and are not past due. The carrying amounts disclosed above are the Company's maximum possible credit risk exposure in relation these deposits.

Other financial assets being security deposits, investment and others are also due from several counterparties and based on historical information about defaults from the counterparties, management considers the quality of such assets that are not past due to be good.

B) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by maintaining availability under committed facilities and duly supported by the parent company for the funding requirements.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the entity operates. In addition, the Company's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

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Maturities of financial liabilities

The tables below analyse the company's financial liabilities into relevant maturity based on their contractual maturities for all non-derivative financial liabilities.

The amounts disclosed in the table are the contractual (undiscounted) cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

March 31, 2025	Less than 1 year	1-5 year	More than 5 years	Total
Non-derivatives				
Borrowings including interest accrued	15,949.71	72,676.90	99,514.59	1,88,141.20
Loan from related parties including interest accrued	28,553.62	-	-	28,553.62
Trade payable	533.96	-	-	533.96
Security deposits	13,210.38	2,862.71	1,223.30	17,296.39
Lease liability on leasehold land	973.18	3,892.72	3,07,251.16	3,12,117.06
Other financial liabilities	1,066.27	-	-	1,066.27
Total	60,287.12	79,432.33	4,07,989.05	5,47,708.50

March 31, 2024	Less than 1 year	1-5 year	More than 5 years	Total
Non-derivatives				
Borrowings including interest accrued	16,340.15	68,435.04	1,21,419.22	2,06,194.41
Loan from related parties including interest accrued	40,119.47	-	-	40,119.47
Trade payable	1,957.38	-	-	1,957.38
Security deposits	11,863.98	2,655.24	1,299.02	15,818.24
Lease liability on leasehold land	973.18	3,892.72	3,08,224.34	3,13,090.24
Other financial liabilities	812.26	-	-	812.26
Total	72,066.42	74,983.00	4,30,942.58	5,77,992.00

C) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: interest rate risk and price risk. Financial instruments affected by market risk include fixed rate borrowings, fixed deposits and FVTPL investments.

a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's short-term debt obligations with floating interest rates.

i) Liabilities*Interest rate risk exposure*

The Company's policy is to minimise interest rate cash flow risk exposures on long term financing. As at March 31, 2025, the Company is exposed to changes in market interest rates through bank borrowings at variable interest rates. Below is the overall exposure of the borrowings:

Particulars	March 31, 2025	March 31, 2024
Variable rate borrowing	1,60,001.71	1,75,680.77
Fixed rate borrowing	-	-
Total borrowings	1,60,001.71	1,75,680.77

Sensitivity

Profit or loss and equity is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates.

Particulars	March 31, 2025	March 31, 2024
Interest sensitivity		
Interest rates – increase by 100 basis points (100 bps)	1,600.02	1,756.81
Interest rates – decrease by 100 basis points (100 bps)	(1,600.02)	(1,756.81)

ii) Assets

The Company's fixed deposits, interest bearing security deposits and loans are carried at fixed rate. Therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.



36 Capital management

(a) Risk management

The Company's capital management objectives are to ensure the Company's ability to continue as a going concern as well as to provide a balance between financial flexibility and balance sheet efficiency. In determining its capital structure, Company considers the robustness of future cash flows, potential funding requirements for growth opportunities and acquisitions, the cost of capital and ease of access to funding sources.

Management assesses the Company's capital requirements in order to maintain an efficient overall financing structure while avoiding excessive leverage. This takes into account the subordination levels of the Company's various classes of debt. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

Particulars	March 31, 2025	March 31, 2024
Total borrowings*	1,62,562.34	1,79,314.32
Less : Cash and cash equivalent	(314.57)	(195.00)
Net debt (A)	1,62,247.77	1,79,119.32
Total equity#	13,130.32	4,618.41
Capital and net debt (B)	1,75,378.09	1,83,737.73
Gearing ratio (A/B)	0.93	0.97

*Total borrowing includes interest accrued on borrowings and current maturities of long term borrowings

#Total equity is inclusive of capital reserve - deficit account (refer note 16.1)

Note:

For the purpose of above debt equity ratio, the Company has not considered lease payments and lease liability in respect of leases wherein the Company has recognised corresponding Right of Use Assets pursuant to provisions of Ind AS 116.

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Paliwal Real Estate Limited**Notes to the financial statements for the year ended March 31, 2025***(All amounts in ₹ lacs, unless otherwise stated)*

- 37 Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act, 2006") is as under:

Particulars	March 31, 2025	March 31, 2024
i) the principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year; *	963.99	777.47
ii) the amount of interest paid by the buyer in terms of section 16, along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year;	Nil	Nil
iii) 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 this Act;	Nil	Nil
iv) the amount of interest accrued and remaining unpaid at the end of each accounting year; and	Nil	Nil
v) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23.	Nil	Nil

The above information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company.

* includes outstanding for capital creditors amounting to ₹ 624.71 lacs (March 31, 2024 ₹ 459.12 lacs) and retention creditor amounting to ₹ 181.25 lacs (March 31, 2024 ₹ 150.53 lacs)

*In respect of total outstanding dues of micro enterprises and small enterprises beyond the period of 45 days from the due date and also as mentioned in the Form MSME-1 filed by the Company with Registrar of Companies, there has been delay in payment to these MSME vendors due to non-submission of requisite documents by the respective vendors. Hence, the Company has been unable to process their payments and thus, has not accounted for interest on such delay, which is not attributable to the Company.

38 **Segment reporting**

The Company is primarily engaged in the business of leasing of constructed properties (including provision of linked services like facility management services) which is considered to be the only reportable business segment. Further, the revenues of the Company are derived primarily from leasing of real estate and no customer represents sales of more than 10% of total sales. Also, the Company operates within India and does not have operations in economic environments with different risks and returns. Hence, it is considered operating in single geographical segment. Accordingly, there are no other separate reportable segments in terms of Ind AS 108 on "Operating Segment".

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Paliwal Real Estate Limited**Notes to the financial statements for the year ended March 31, 2025**

(All amounts in ₹ lacs, unless otherwise stated)

39 Contingent liabilities**(a) Others**

During the year ended March 31, 2020, the Company had acquired immovable properties from DLF Limited, its erstwhile holding company having 100% stake of the Company as at the date of transfer via transfer deed dated May 1, 2019 at the consideration amount of ₹ 2,95,000.00 lacs without paying any stamp duty on the said transaction. The Company had filed an application seeking the exemption available via Finance Department Notification Number M. 599/X-501 dated March 25, 1942 whereby the State of Uttar Pradesh at its discretion can exempt duties to be paid on certain instruments, the said application has been acknowledged by the NOIDA via letter dated April 23, 2019. Also, as per the indemnification clause of the said deed, DLF Limited has taken the full responsibility of any liability which may arise on such transaction.

Further, DLF Limited has also indemnified the Company in respect of any liability arising on account of stamp duty, interest and penalty payable to any order in relation to the notice dated May 1, 2006 by the district magistrate under section 33 and 47A of the Indian Stamp Act, 1989.

- (b) During the current financial year, the Company has received one show cause notice ("SCN") from GST department amounting to ₹752.16 lacs as Tax along with Penalty of ₹75.22 lacs (Interest is not quantified) for the financial year 2019-20 on the issue of denial of Input Tax Credits and adjustment made in Table 50 of GSTR 9C. The SCN was adjudicated & demand of Rs. 752.16 Lacs as Tax & Rs. 75.22 Lacs as Penalty has been confirmed (Interest has not been quantified). The company has filed appeal before the Appellate Authority which is pending to be disposed off".
- (c) During the earlier year, December 23, 2022, New Okhla Industrial Development Authority ("Noida") authority demanded ₹ 23,421.31 lacs against DLF Limited on account of payment of enhanced compensation to farmer regarding land acquired by it. As per NOIDA, land which was acquired by it, falls under the plot taken by DLF through auction. While passing judgment dated May 05, 2022 the Hon'ble Supreme Court directed as: - "Since the acquisition of land in question was made by NOIDA which was purchased by DLF through a public auction, therefore the liability to pay compensation would be of NOIDA". NOIDA filed a review petition which was dismissed vide Order dated August 10, 2022. Even after this the NOIDA issued a Demand Notice dated December 23, 2022 demanding a sum of ₹ 23,421.31 lacs. DLF Limited challenged the said demand through filing writ no. 2275 of 2023 before High court of Allahabad (the Hon'ble court) The Hon'ble court has stayed operation of this demand notice.

Based on the advice of legal counsel, management believes that chances of any liability devolving upon the Company is not probable and accordingly, no adjustment has been considered in these financial statements. Also, as per the indemnification clause of the said deed, DLF Limited has taken the full responsibility of any liability which may arise on such transaction.

40 Capital commitments:

Estimated amount of contracts remaining to be executed on capital account and not provided for (net of capital advances) relating to completion of a project classified under investment property under development as on March 31, 2025 is ₹ 631.53 lacs (March 31, 2024 is ₹ 391.48 lacs).

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Paliwal Real Estate Limited

Notes to the financial statements for the year ended March 31, 2025

(All amounts in ₹ lacs, unless otherwise stated)

41 Related party disclosures

In accordance with Ind AS-24 "Related Party Disclosures" of the Companies (Indian Accounting Standard) Rules, 2015 and Companies (Indian Accounting Standards)(Amendment) Rules 2017, the names of related parties along with aggregate amount of transactions and year end balances with them are given as follows:

i) Related parties

a) Holding Company

DLF Cyber City Developers Limited

b) Entity having joint control over the holding company

DLF Limited

Reco Diamond Private Limited.

c) Additional related party as per the Companies Act, 2013

'Holding Company of the entity having joint control over the Company's holding company

Rajdhani Investments & Agencies Private Limited

d) Fellow subsidiary company

DLF Power & Services Limited

DLF Assets Limited (refer note 3)

DLF Emporio Limited (refer note 3)

DLF Infocity Developers (Chandigarh) Limited

e) Enterprises under the control of Key managerial personnel (KMP) of entities having joint control over the holding company or their relatives at any time during the year

Pure Home & Living Private Limited (formerly known as DLF Brands Private Limited)

Reliance Cosmetics Retail Private Limited (formerly known as Kiko Cosmetics Retail Private Limited)

DLF Urban Private Limited

Shopping Centre Association of India

Cloteq Apparels Private Limited

Typsy Beauty Procurement Service Private Limited

Urvashi Infratech Pvt Ltd

House of Masaba Lifestyle Private Limited

Ambrin The Fragnance (Prop) Rahat Khan

f) Additional related parties as per the Companies Act, 2013

Chief Financial Officer - Mr. Ankur Maheshwari (w.e.f. May 09, 2023)

Manager - Mr. Shibli Khan (w.e.f. October 23, 2023)

Company Secretary - Ms. Yogita Fogla (w.e.f. May 6, 2022 till April 04, 2024)

Company Secretary- Ms. Shreyasi Srivastava (w.e.f. October 1, 2024 till January 20, 2025)

Company Secretary- Mr. Sonu Maggo (w.e.f. April 16, 2025)



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Paliwal Real Estate Limited
Notes to the financial statements for the year ended March 31, 2025
(All amounts in ₹ lacs, unless otherwise stated)

ii) The following transactions were carried out with related parties during the year:

Description	Holding Company		Entity having joint control over the holding company		Fellow subsidiary companies		Key managerial personnel (KMP) or enterprises under the control of KMP of entities having joint control over the holding company or their relatives at any time during the year		Total	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Transactions during the year										
Rental income										
Reliance Cosmetics Retail Private Limited	-	-	-	-	-	-	34.25	37.17	34.25	37.17
DLF Power & Services Limited	-	-	-	-	2.13	2.13	-	-	-	2.13
Pure Home & Living Private Limited	-	-	-	-	-	-	65.09	68.32	65.09	68.32
Cloten Apparels Private Limited	-	-	-	-	-	-	40.05	38.01	40.05	38.01
House of Masaba Lifestyle Private Limited	-	-	-	-	-	-	8.16	-	8.16	-
Typsy Beauty Procurement Services Private Limited	-	-	-	-	-	-	-	1.00	-	1.00
Urvashi Infotech Private Limited	-	-	-	-	-	-	-	33.00	-	33.00
Ambirin The Fragrance (Prop) Rahat Khan	-	-	-	-	-	-	5.43	4.78	5.43	4.78
Maintenance incomes										
Reliance Cosmetics Retail Private Limited	-	-	-	-	-	-	9.21	8.47	9.21	8.47
DLF Power & Services Limited	-	-	-	-	1.42	1.31	-	-	1.42	1.31
Pure Home & Living Private Limited	-	-	-	-	-	-	13.71	13.71	13.71	13.71
Typsy Beauty Procurement Services Private Limited	-	-	-	-	-	-	0.10	0.10	-	0.10
Ambirin The Fragrance (Prop) Rahat Khan	-	-	-	-	-	-	0.55	0.51	0.55	0.51
House of Masaba Lifestyle Private Limited	-	-	-	-	-	-	0.59	-	0.59	-
Cloten Apparels Private Limited	-	-	-	-	-	-	5.16	4.75	5.16	4.75
Chilling service charges										
Reliance Cosmetics Retail Private Limited	-	-	-	-	-	-	1.49	1.64	1.49	1.64
Pure Home & Living Private Limited	-	-	-	-	-	-	2.22	2.22	2.22	2.22
Cloten Apparels Private Limited	-	-	-	-	-	-	0.84	0.95	0.84	0.95
Internal lighting income-service business										
Reliance Cosmetics Retail Private Limited	-	-	-	-	-	-	1.28	1.34	1.28	1.34
Pure Home & Living Private Limited	-	-	-	-	-	-	2.41	3.00	2.41	3.00
Typsy Beauty Procurement Services Private Limited	-	-	-	-	-	-	0.05	-	-	0.05
House of Masaba Lifestyle Private Limited	-	-	-	-	-	-	0.08	-	0.08	-
Ambirin The Fragrance (Prop) Rahat Khan	-	-	-	-	-	-	0.12	0.08	0.12	0.08
Cloten Apparels Private Limited	-	-	-	-	-	-	1.22	1.41	1.22	1.41
Ground rent										
Reliance Cosmetics Retail Private Limited	-	-	-	-	-	-	0.65	0.63	0.65	0.63
DLF Power & Services Limited	-	-	-	-	0.01	-	-	-	-	0.01
Pure Home & Living Private Limited	-	-	-	-	-	-	0.97	1.45	0.97	1.45
Cloten Apparels Private Limited	-	-	-	-	-	-	0.37	0.35	0.37	0.35



Paliwal Real Estate Limited

Notes to the financial statements for the year ended March 31, 2025

(All amounts in ₹ lacs, unless otherwise stated)

iii) The following transactions were carried out with related parties during the year:

Description	Holding Company		Entity having joint control over the holding company		Fellow subsidiary companies		Key managerial personnel (KMP) or enterprises under the control of KMP of entities having joint control over the holding company or their relatives at any time during the year	Total	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024		March 31, 2025	March 31, 2024
Transactions during the year									
Delayed interest income									
Reliance Cosmetics Retail Private Limited	-	-	-	-	-	-	2.63	-	
Interest payment									
DLF Cyber City Developers Limited	5.02	232.75	-	-	3,597.46	3,915.53	-	5.02	
DLF Asset Limited (refer note 3)	-	-						3,915.53	
Interest expense									
DLF Asset Limited (refer note 3)	-	-	-	-	2,623.65	3,903.30	-	2,623.65	
DLF Cyber City Developers Limited	189.26	5.57	-	-	-	-	-	3,903.30	
DG running & maintenance expense								5.57	
DLF Power & Services Limited	-	-	-	-	286.82	216.37	-	286.82	
Business promotion									
DLF Power & Services Limited	-	-	-	-	331.30	357.66	-	331.30	
Parking maintenance									
DLF Power & Services Limited	-	-	-	-	403.89	437.05	-	403.89	
Service and maintenance expense									
DLF Power & Services Limited	-	-	-	-	6,803.03	7,344.48	-	6,803.03	
Business support service charges									
DLF Power & Services Limited	-	-	-	-	636.80	611.19	-	636.80	
Chilling service Expenses									
DLF Power & Services Limited	-	-	-	-	433.50	495.08	-	433.50	
Maint. Exp Non-Reco									
DLF Power & Services Limited	-	-	-	-	13.81	-	-	13.81	
Donation and Charity-CSR									
DLF Foundation	-	-	-	-	-	69.67	-	69.67	
Sale of Assets									
DLF Infocity Developers(Chandigarh) Limited	-	-	-	-	-	25.42	-	25.42	
Purchase of Assets									
DLF Infocity Developers(Chandigarh) Limited	-	-	-	-	-	12.71	-	12.71	
Reimbursement of capital expenditure									
DLF Limited	-	-	275.67	-	-	-	-	275.67	
Loan taken									
DLF Asset Limited (refer note 3)	-	-	-	-	-	800.00	-	800.00	
DLF Cyber City Developers Limited	1,500.00	-	-	-	-	-	-	1,500.00	
Loan repayment									
DLF Cyber City Developers Limited	6,300.00	1,000.00	-	-	-	-	-	6,300.00	
DLF Asset Limited (refer note 3)	-	-	-	-	12,045.00	15,700.00	-	12,045.00	
								15,700.00	



Paliwal Real Estate Limited.
Notes to the financial statements for the year ended March 31, 2025
(All amounts in ₹ lacs, unless otherwise stated)

(iv) Balance at year end

Description	Holding Company		Entity having joint control over the holding company		Fellow subsidiary companies		Key managerial personnel (KMP) or enterprises under the control of KMP of entities having joint control over the holding company or their relatives at any time during the year		Total	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Security deposits accepted										
Reliance Cosmetics Retail Private Limited	-	-	-	-	-	-	19.97	19.97	19.97	19.97
Pure Home & Living Private Limited	-	-	-	-	-	-	23.00	23.00	23.00	23.00
House of Masaba Lifestyle Private Limited	-	-	-	-	-	-	3.24	-	3.24	-
Ambirn The Fragrance (Prop) Rahat Khan	-	-	-	-	-	-	1.79	1.79	1.79	1.79
DLF Power & Services Limited	-	-	-	-	-	-	-	-	-	-
Clozeq Apparels Private Limited	-	-	-	-	1.66	1.66	-	-	1.66	1.66
Trade receivables (including receivables pertaining to revenue not recognised due to lack of certainty of collection of lease payments)							9.75	9.75	9.75	9.75
Reliance Cosmetics Retail Private Limited	-	-	-	-	-	-	-	-	-	-
Pure Home & Living Private Limited	-	-	-	-	-	-	1.27	1.08	1.27	1.08
DLF Power & Services Limited	-	-	-	-	-	-	7.31	6.07	7.31	6.07
House of Masaba Lifestyle Private Limited	-	-	-	-	0.01	-	-	-	0.01	-
Ambirn The Fragrance(Prop) Rahat Khan	-	-	-	-	-	-	0.20	-	0.20	-
Clozeq Apparels Private Limited	-	-	-	-	-	-	0.62	-	0.62	-
Trade payables							1.55	0.38	1.55	0.38
DLF Power & Services Limited	-	-	-	-	-	-	-	-	-	-
Advance to Suppliers	-	-	-	-	1,547.33	-	-	-	1,547.33	-
DLF Power & Services Limited	-	-	-	-	-	-	-	-	-	-
Amount Recoverable	-	-	-	-	351.63	-	-	-	351.63	-
DLF Limited	-	-	-	15.67	-	-	-	-	-	15.67
Advance from customer										
DLF Info City Developers (Chandigarh) Limited	-	-	-	-	-	-	-	-	-	-
Loan taken	-	-	-	-	28.47	28.47	-	-	28.47	28.47
DLF Assets Limited (refer note 3)	-	-	-	-	-	-	-	-	-	-
DLF Cyber City Developers Limited	16,040.54	-	-	-	9,981.46	36,517.00	-	-	9,981.46	36,517.00
Corporate guarantee taken	-	-	-	-	-	-	-	-	16,040.54	-
DLF Cyber City Developers Limited	1,34,000.00	1,39,187.32	-	-	-	-	-	-	1,34,000.00	1,39,187.32
Bank guarantee taken	-	-	-	-	-	-	-	-	-	-
DLF Cyber City Developers Limited	10.00	10.00	-	-	-	-	-	-	10.00	10.00
Interest accrued but not due (payable)	-	-	-	-	-	-	-	-	-	-
DLF Assets Limited (refer note 3)	-	-	-	-	-	-	-	-	-	-
DLF Cyber City Developers Limited	1,941.37	5.02	-	-	590.26	3,597.46	-	-	590.26	3,597.46
5% Non-cumulative compulsorily convertible preference shares of ₹ 100 each (CCPS-2019/1)										
DLF Emporio Limited (refer note 3)	-	-	-	-	-	-	-	-	-	-
DLF Cyber City Developers Limited	65,000.00	-	-	-	-	65,000.00	-	-	65,000.00	-
0.01% Compulsorily convertible debenture										
DLF Assets Limited (refer note 3)	-	-	-	-	-	-	-	-	-	-
DLF Cyber City Developers Limited	24,000.00	-	-	-	-	24,000.00	-	-	24,000.00	-
Equity share capital										
DLF Cyber City Developers Limited	10,100.00	10,100.00	-	-	-	-	-	-	10,100.00	10,100.00

Note 1: The transactions with related parties as stated above are made on terms equivalent to those that prevail in arm's length transactions

Note 2: The Company has taken unsecured loan from related party, which is repayable on demand. The loan has been utilised by the Company for its business purposes

Note 3: During the current financial year, the Hon'ble National Company Law Tribunal (NCLT), Chandigarh Bench, approved the Composite Scheme of Arrangement among DLF Cyber City Developers Limited ("Holding Company" or "Transferor Company"), and DLF City Centre Limited, DLF Lands India Private Limited, DLF Info City Developers (Kolkata) Limited, and DLF Emporio Limited (collectively referred to as the "Transferee Companies"), along with three SEZ units of the demerged undertaking of DLF Assets Limited ("Demerged Company"), collectively referred to as the "Applicant Companies", and their respective shareholders, under Sections 230 to 232 of the Companies Act, 2013 ("the Scheme"). Pursuant to the said order, the Transferor Companies and the SEZ units of the Demerged Company have been merged into the Transferee Company w.e.f February 19, 2025. As a result, all assets, liabilities, agreements, arrangements, and undertakings of the Transferor Companies and the Demerged Company have been transferred to and now vest in the Transferee Company. Consequently, all transactions undertaken with the Transferor Companies and the Demerged Company w.e.f February 19, 2025 are reflected under the name of the Transferee Company.



Paliwal Real Estate Limited

Notes to the financial statements for the year ended March 31, 2025

(All amounts in ₹ lacs, unless otherwise stated)

42 During the current year, the Company has billed Common Area Maintenance ("CAM") to its tenants on provisional basis in line with terms agreed with tenants which is based on cost incurred including provisions till March 31, 2025. Subsequent the year end, the Company carries out detailed exercise on actualisation of provisions and validated by an independent third party prior to billing. The management believes that no material adjustment will arise post above activity and hence no adjustment is required in these financial statements.

43 On May 01, 2019, DLF Limited ('DLF') erstwhile holding company had entered into "Transfer Deed" with the Company pursuant to which the Company acquired leasehold right, title and interest in the Mall of India, Noida ('MOIN') to the Company.

Subsequently, on May 29, 2019, the Company, DLF, DLF Cyber City Developers Limited ('DCCDL') and Reco Diamond Private Limited ('Investor') have entered into a Share Purchase and Subscription Agreement ("SPA") wherein DCCDL has acquired 100% equity stake in the Company from its erstwhile holding company.

As per the Transfer Deed, DLF shall indemnify the Company for any losses, liabilities, fines, penalties that the Company may suffer due to any levy by the government or any other government authority on account of non-fulfilment of any of its obligations under the said transfer deed. Further, as per SPA, taxes for the period prior to date of transfer of securities; transfer taxes and other losses related to project transfer documentation; stamp duties, interest and penalties payable further to any order or loss of GST input credit on purchase of assets of MOIN by the Company has been indemnified by the DLF to the Company.

44 As at March 31, 2025, the Company has a negative other equity of ₹ 61,969.68 lacs (March 31, 2024: ₹ 70,481.59 lacs) against the share capital and other instrument entirely equity in nature instruments of ₹ 75,100.00 lacs (March 31, 2024: ₹ 75,100.00 lacs). As at March 31, 2025, net current liabilities of the Company is ₹ 47,860.72 lacs (including security deposits received from tenants of ₹ 13,555.35 lacs).

Considering the expectation of renewal of security deposits from leasing and commitment of financial support provided by the Holding Company (in form of parent support letter) to meet the obligations of the Company till May 31, 2026, these financial statements have been prepared on going concern assumption.

45 Corporate social responsibility expenses

In accordance with the provisions of Section 135 of the Companies Act, 2013 ('the Act'), the Board of Directors of the Company had constituted a Corporate Social Responsibility (CSR) Committee. In terms with the provisions of the said Act, required details of CSR amount is as follows:

Particulars	March 31, 2025	March 31, 2024
(a) Amount required to be spent by the Company	69.67	-
(b) Amount paid by the Company on:		
i) Construction/acquisition of any asset	-	-
ii) For purposes other than (i) above (refer (f) below)		
- pertaining to current year	-	-
- pertaining to previous years' shortfall from separate CSR unspent A/c	-	-
c) Shortfall (unspent) for the year at the year-end	69.67	-
d) Total of previous years shortfall in separate CSR unspent A/c	-	-
e) Reason for shortfall	Ongoing project	

Subsequent to the year end March 31, 2025, the Company has transferred the shortfall (unspent) amounts pertaining to the respective year to the unspent CSR account in accordance with the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014.

46 The Company has used a third party operated accounting software for maintaining its books of account, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. We have obtained service organisation controls report i.e. SOC 1 type 2 report ("SOC Report") from the provider of accounting software and has concluded that the audit trail in respect of such software has been recorded and preserved in full compliance with the requirements of section 128(5) of the Companies Act, 2013, in respect of the financial year ended March 31, 2025. There has been no instance of audit trail feature being tampered with. Additionally, in respect of the financial year ended March 31, 2024, Management is not in possession of SOC Report to determine whether the requirement of preservation of audit trail has been complied as per the statutory requirements for record retention.

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Paliwal Real Estate Limited

Notes to the financial statements for the year ended March 31, 2025

(All amounts in ₹ lacs, unless otherwise stated)

47 Other statutory information:

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (ii) The Company does not have any transactions with companies struck off under Section 248 of the Companies Act, 2013.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (v) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- (vi) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
- (vii) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income-tax Act 1961)
- (viii) The Company has not been declared wilful defaulter by any bank or financial institution or Government or any government authority or other lender, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.

As per our report of even date attached

For S.R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm Registration No.: 301003E/ E300005



per Pranay Gupta

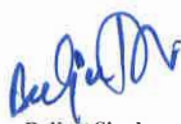
Partner

Membership Number: 511764

Place : New Delhi

Date : May 06, 2025

For and on behalf of the Board of Directors of
Paliwal Real Estate Limited



Baljeet Singh

Director

DIN - 07156209

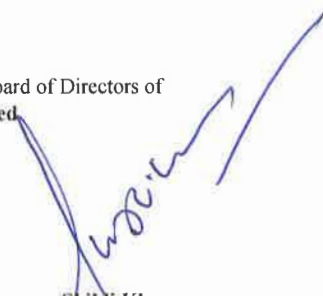


Ankur Maheshwari

Chief Financial Officer

Place : Gurugram

Date : May 06, 2025



Shibli Khan

Director & Manager

DIN - 10351090



Sonu Maggo

Company Secretary

M.No. F12274

