ACALYPHA REALTY LIMITED
(FORMERLY KNOWN AS BOROSIL INTERNATIONAL LIMITED)
REGD. OFFICE: 1101, Crescenzo, G-Block, Opp. MCA Club, Bandra Kurla Complex, Bandra East, Mumbai – 400 051
CIN: U70100MH2008PLC179739; E-MAIL: arl.secretarial@borosil.com
T: +91 22 6740 6300 / F: +91 22 6740 6514

DIRECTORS' REPORT

To
The Members of
ACALYPHA REALTY LIMITED

Your Directors present their 11th Annual Report of the Company together with the Audited Statement of Accounts for the financial year ended March 31, 2019.

1. FINANCIAL RESULTS:

The Company's financial performance for the year under review along with previous year's figures are given hereunder:

FINANCIAL SUMMARY

(Amount in Rs.)

Particulars	**For the Year ended 31.03.2019**	**For the Year ended 31.03.2018**
Revenue from Operation/Turnover	Nil	Nil
Other Income	Nil	Nil
Total Income	Nil	Nil
Less: Expenses during the year but excluding depreciation	1,11,587	19,185
Profit / (Loss) before tax and depreciation	(1,11,587)	(19,185)
Less: Depreciation	1,414	651
Profit/(Loss) before tax	(1,13,001)	(19,836)
Less: Provision of Income tax including deferred tax	Nil	Nil
Profit/(Loss) after tax	(1,13,001)	(19,836)

2. PERFORMANCE:

The Company has not started its business operations during the year under review. During the year ended March 31, 2019, Company has made a Loss of Rs. 1,13,001 as compared to loss of Rs. 19,836 during the previous year ended March 31, 2018.

3. DIVIDEND:

On account of loss during the year, the Directors do not recommend any dividend for the year under review.

4. TRANSFER TO RESERVES:

In view of loss, the Company has not transferred any amount to Reserves as regards the financial year 2018-19.

5. CHANGE IN PLACE OF REGISTERED OFFICE

The Registered Office of the Company has been shifted to 1101, Crescenzo, G-Block, Opp. MCA Club, Bandra-Kurla Complex, Bandra East, Mumbai 400051 with effect from 19th July, 2018.

6. CHANGE IN THE NATURE OF BUSINESS

The Company intends to venture in real estate business and is contemplating to do development of properties in Mumbai. These activities were not in consonance with former name of the Company i.e. Borosil International Limited. Therefore, name of the Company was changed from "**Borosil International Limited**" to "**Acalypha Realty Limited**" with effect from May 16, 2018 pursuant to approval received from the Registrar of Companies, Mumbai.

Further, for the purpose of carrying such business activities, the main object clause of Memorandum of Association of the Company was substituted.

Approval of shareholders was obtained for aforesaid amendment in the object clause of the Memorandum of Association at an extra-ordinary general meeting of the Company held on Tuesday, April 17, 2018.

7. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as the Company has not declared any dividend till date.

8. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:

No material changes and commitments affecting the financial position of the Company have been occurred between the end of the financial year to which this financial statements relate and the date of the report.

9. SHARE CAPITAL:

The Authorised Share Capital of the Company is Rs. 1,00,00,000/- and paid up Share Capital is Rs. 10,00,000/-.

During the year under review, 50,000 fully paid up Equity Shares of Rs. 10/- each were issued to Borosil Glass Works Limited through Right Issue.

10. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

11. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable.

12. ANNUAL RETURN:

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 is furnished in Form MGT-9 and is attached to this Report as **'Annexure I'**.

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

The Company has not entered into any Related Party Transactions during the year under review.

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

The Company has not carried out any manufacturing operation nor did the Company carry out any Research & Development activities during the period under review and hence, the particulars prescribed under the Companies (Accounts) Rules, 2014 are not furnished.

During the year under review, there was no foreign exchange earnings and outgo.

15. AUDITOR AND AUDITORS REPORT:

STATUTORY AUDITORS

M/s. Pathak H.D. & Associates, Chartered Accountants, Mumbai (Firm Registration No. 107783W), has been appointed as Statutory Auditors of the Company by members at the 07th Annual General meeting (AGM) for a period of five years from the conclusion of the Seventh AGM till the conclusion of Twelth AGM of the Company.

The Statutory Auditor Report for the financial year 2018-19 does not contain any qualifications, reservations, adverse remarks or disclaimer and no frauds were reported by the Auditors to the Company under sub-section (12) of Section 143 of the Act.

COST AUDITORS

The provisions relating to Cost Auditors are not applicable to the Company for the financial year ended March 31, 2019.

SECRETARIAL AUDITORS

The provisions relating to submission of Secretarial Audit Report are not applicable to the Company for the financial year ended March 31, 2019.

16. BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW:

During the Financial year 2018-19, 06 (Six) Board Meetings were convened and held. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

Meetings were conducted on May 28, 2018, July 18, 2018, August 24, 2018, October 30, 2018, December 11, 2018 and January 29, 2019.

The details of attendance at the aforesaid meeting is as follows:

Name of Directors	Designation	No. of meetings	
		Held during their respective tenures	Attended
Mr. B. L. Kheruka	Director	1	1
Mr. P. K. Kheruka	Director	1	1
Mr. Shreevar Kheruka	Director	3	3
Mr. Rajesh Kumar	Director	5	5

Chaudhary			
Mr. Vinod Kumar Menon	Director	5	5
Mr. Rituraj Sharma	Additional Director	3	3

17. DIRECTORS:

Mr. Bajrang Lal Kheruka (DIN: 00016861) and Mr. Pradeep Kumar Kheruka (DIN: 00016909) resigned as the Directors of the Company with effect from May 28, 2018.

Mr. Shreevar Kheruka (DIN: 01802416) resigned as a Director of the Company with effect from September 27, 2018.

Mr. Rituraj Sharma (DIN: 07426469) was appointed as an Additional Directors of the Company by the Board of Directors with effect from 25th September, 2018, subject to approval of shareholders at the general meeting. He holds the office till the date of ensuing Annual General Meeting. The Company has received notice from a member under section 160(1) of the Companies Act, 2013, stating the intention to propose appointment of Mr. Rituraj Sharma as Director of the Company at the ensuing Annual General Meeting.

18. COMMITTEES:

The provisions relating to various Committees of the Board are not applicable to the Company.

19. COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES:

The provision of Section 178(1) relating to constitution of Nomination and Remuneration Committee is not applicable to the Company and hence, the Company has not devised any policy relating to appointment of Directors, payment of managerial remuneration, directors qualifications, positive attributes, independence of directors and other related matters as provided under Section 178(3) of the Companies Act, 2013.

20. DIRECTORS RESPONSIBILITY STATEMENT:

In accordance with the provisions of Section 134(5) of the Companies Act, 2013, the Board hereby submits its responsibility Statement:—

(a) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;

(b) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and the loss of the company for that period;

(c) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) the directors have prepared the annual accounts on a going concern basis;

(e) being unlisted Company, the provisions pertaining to Internal Financial Control do not apply;

(f) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

21. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:

The Company does not have any Subsidiary, Joint venture or Associate Company. However, the Company is a Wholly-owned subsidiary of Borosil Glass Works Limited.

22. DEPOSITS:

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

23. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE 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.

24. PARTICULARS OF EMPLOYEES:

The Company is an unlisted company and therefore provisions of section 197(12) of Companies Act, 2013 read with Rule 5 of (Appointment and Remuneration of Managerial Personnel) Rules, 2014, amended as on date is not applicable. Hence, no information is required to be appended in the Board's report in this regard.

25. COMPLIANCE WITH SECRETARIAL STANDARDS

The Institute of Company Secretaries of India, a Statutory Body, has issued Secretarial Standards on Board and General Meetings. The Company has complied with all the applicable provisions of the Secretarial standards.

26. ACKNOWLEDGEMENT:

Your Directors would like to place on record their appreciation for the confidence reposed by the shareholders.

By Order of the Board of Directors
FOR ACALYPHA REALTY LIMITED
(Formerly known as Borosil International Limited)

	Rituraj Sharma	**Rajesh Kumar Chaudhary**
Place: Mumbai	**Director**	**Director**
Date: July 29, 2019	**DIN: 07426469**	**DIN: 07425111**

ANNEXURE I
Form No. MGT-9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on 31st March 2019
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION & OTHER DETAILS:

1.	CIN	**U70100MH2008PLC179739**
2.	Registration Date	**March 5, 2008**
3.	Name of the Company	**Acalypha Realty Limited (Formerly known as Borosil International Limited)**
4.	Category/Sub-category of the Company	**Public Company Limited by shares**
5.	Address of the Registered office & contact details	**1101, Crescenzo, G-Block, Opp. MCA Club, Bandra-Kurla Complex, Bandra East, Mumbai-400051**
6.	Whether listed company	**No**
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	**Universal Capital Securities Pvt Ltd.** 21, Shakil Niwas, Opp. Satya Saibaba Temple, Mahakali Caves Road, Andheri (East), Mumbai - 400093 Contact No.- 022-28366620

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10% or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/Service	% to total turnover of the

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name of the Company	Address of Company	CIN/GIN	Holding /Subsidiary /Associate	% of shares held	Applicable Section
1	Borosil Glass	1101, Crescenzo, G-Block, Opp. MCA Club, Bandra-	L99999M H1962PL	Holding	100.00	2(87)(ii)

	Works Limited	Kurla Complex, Bandra East, Mumbai 400 051	C012538			

VI. (A) SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

Category-wise Share Holding

Category code	Category of Shareholder	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% change during the year
		Demat	**Physical**	**Total**	**% of Total Shares**	**Demat**	**Physical**	**Total**	**% of Total Shares**	
(A)	**Promoters**									
1	**Indian**									
(a)	Individuals/ Hindu Undivided Family	-	24800	24800	49.60	-	0	0	0.00	-49.60
(b)	Central Govt(s)	-	-	-	-	-	-	-	-	-
(c)	State Govt(s)	-	-	-	-	-	-	-	-	-
(d)	Bodies Corporate	-	-	-	-	99994	6	100000	100.00	100.00
(e)	Banks / FI	-	-	-	-	-	-	-	-	-
(f)	Any Others(Specify) LLP	-	700	700	1.40	-	0	0	0.00	-1.40
	Sub Total(A)(1)	-	**25500**	**25500**	**51.00**	**99994**	**6**	**100000**	**100.00**	**100.00**
2	**Foreign**									
a	NRIs - Individuals	-	24500	24500	49	-	0	0	0	-49.00
b	Other Individuals	-	-	-	-	-	-	-	-	-
c	Bodies Corporate	-	-	-	-	-	-	-	-	-
d	Banks / FI	-	-	-	-	-	-	-	-	-
e	Any Others(Specify)	-	-	-	-	-	-	-	-	-
	Sub Total(A)(2)	-	-	-	-	-	-	-	-	-
	Total Shareholding of Promoter (A)=	-	**50000**	**50000**	**100**	**99994**	**6**	**100000**	**100**	**0.00**

	(A)(1)+(A)(2)									
(B)	**Public shareholding**									
1	**Institutions**									
(a)	Mutual Funds	-	-	-	-	-	-	-	-	-
(b)	Banks / FI	-	-	-	-	-	-	-	-	-
(c)	Central Govt(s)	-	-	-	-	-	-	-	-	-
(d)	State Govt(s)									
(e)	Venture Capital Funds	-	-	-	-	-	-	-	-	-
(f)	Insurance Companies	-	-	-	-	-	-	-	-	-
(g)	FIIs	-	-	-	-	-	-	-	-	-
(h)	Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
(i)	Any Other (specify)	-								
	Sub-Total (B)(1)	-	-	-	-	-	-	-	-	-
2	**Non-institutions**									
(a)	Bodies Corporate	-	-	-	-	-	-	-	-	-
(i)	Indian	-	-	-	-	-	-	-	-	-
(ii)	Overseas	-	-	-	-	-	-	-	-	-
(b)	Individuals									
(i)	Individual shareholders holding nominal share capital up to Rs 1 lakh	-	-	-	-	-	-	-	-	-
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	-	-	-	-	-	-	-	-	-
(c)	Others (specify)	-	-	-	-	-	-	-	-	-
(i)	Clearing Members	-	-	-	-	-	-	-	-	-
(ii)	Trusts									
(iii)	NRI / OCBs	-	-	-	-	-	-	-	-	-
(iv)	Foreign Nationals	-	-	-	-	-	-	-	-	-
(v)	Foreign	-	-	-	-	-	-	-	-	-

	Corporate Body									
	Sub-Total (B)(2)	-	-	-	-	-	-	-	-	-
	Total Public Shareholding (B)= (B)(1)+(B)(2)	-	-	-	-	-	-	-	-	-
	TOTAL (A)+(B)	-	**50000**	**50000**	**100**	**99994**	**6**	**100000**	**100**	0.00
(C)	**Shares held by Custodians for GDRs & ADRs**	-	-	-	-	-	-	-	-	-
	GRAND TOTAL (A)+(B)+(C)	-	**50000**	**50000**	100	**99994**	**6**	100000	**100**	0.00

(B) Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	Borosil Glass Works Limited	0	0.00	0.00	99994	99.994	0.00	99.994
2	Vinod Kumar Menon*	0	0	0	1	0.001	0.00	0.001
3	Shyam Sundar Kabra*	0	0	0	1	0.001	0.00	0.001
4	Sharad Dang*	0	0	0	1	0.001	0.00	0.001
5	Somnath Billur*	0	0	0	1	0.001	0.00	0.001
6	Irene Sequeira*	0	0	0	1	0.001	0.00	0.001
7	Nitika Datt*	0	0	0	1	0.001	0.00	0.001
8	Mr. Pradeep Kheruka	24500	49	0	0	0	0	(49)
9	Mrs. Rekha Kheruka	200	0.4	0	0	0	0	(0.4)
10	Borosil Holdings LLP	200	0.4	0	0	0	0	(0.4)
11	Spartan Trade Holdings LLP	500	1	0	0	0	0	(1)
12	Mrs. Kiran Kheruka	500	1	0	0	0	0	(1)
13	Mr. Bajrang Lal Kheruka	24000	48	0	0	0	0	(48)
14	Mr. Shreevar Kheruka	100	0.2	0	0	0	0	(0.2)
	Total	**50000**	**100**	**0.00**	**100000**	**100**	**0.00**	**0.00**

* 1 Share each held as nominee of Borosil Glass Works Limited-Holding Company.

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

SN	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	**Bajrang Lal Kheruka**				
	At the beginning of the year	**24000**	**48.00**	**24000**	**48.00**
	28/05/2018-Transfer	(24000)	(48.00)	0	0.00
	At the end of the year	**0**	**0.00**	**0**	**0.00**
2.	**Pradeep Kumar Kheruka**				
	At the beginning of the year	**24500**	**49.00**	**24500**	**49.00**
	28/05/2018-Transfer	(24500)	(49.00)	0	0.00
	At the end of the year	**0**	**0.00**	**0**	**0.00**
3.	**Shreevar Kheruka**				
	At the beginning of the year	**100**	**0.20**	**100**	**0.20**
	28/05/2018-Transfer	(100)	(0.20)	0	0.00
	At the end of the year	**0**	**0.00**	**0**	**0.00**
4.	**Kiran Kheruka**				
	At the beginning of the year	**500**	**1.00**	**500**	**1.00**
	28/05/2018-Transfer	(500)	(1.00)	0	0.00
	At the end of the year	**0**	**0.00**	**0**	**0.00**
5.	**Rekha Kheruka**				
	At the beginning of the year	**200**	**0.40**	**200**	**0.40**
	28/05/2018-Transfer	(200)	(0.40)	0	0.00
	At the end of the year	**0**	**0.00**	**0**	**0.00**
6.	**Borosil Holdings LLP**				
	At the beginning of the year	**200**	**0.40**	**200**	**0.40**
	28/05/2018-Transfer	(200)	(0.40)	0	0.00
	At the end of the year	**0**	**0.00**	**0**	**0.00**
7.	**Spartan Trade Holdings LLP**				
	At the beginning of the year	**500**	**1.00**	**500**	**1.00**
	28/05/2018-Transfer	(500)	(1.00)	0	0.00
	At the end of the year	**0**	**0.00**	**0**	**0.00**
8	**Borosil Glass Works Limited**				
	At the beginning of the year	**0**	**0.00**	**0**	**0.00**
	28/05/2018-Transfer	0	0.00	50000	50.00
	29/01/2019-Right Issue	0	0.00	50000	50.00
	At the end of the year	**0**	**0.00**	**100000**	**100.00**

D) **Shareholding Pattern of top ten Shareholders: NIL**
(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company

E) Shareholding of Directors and Key Managerial Personnel: NIL

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company

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

(Amount in Rs.)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
Addition	-	1,00,000	-	-
Reduction	-	-	-	-
*Foreign Exchange Difference	-	-	-	-
Net Change	-	1,00,000	-	-
Indebtedness at the end of the financial year				
i) Principal Amount	-	1,00,000	-	-
ii) Interest due but not paid	-	-	-	-

iii) Interest accrued but not due	-	3,781	-	-
Total (i+ii+iii)	-	1,03,781	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL- NIL

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

(Amount in Rs.)

SN.	**Particulars of Remuneration**	**Name of MD/WTD/ Manager**			**Total Amount**
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission - as % of profit - others, specify...				
5	Others, please specify				
	Total (A)				
	Ceiling as per the Act				

B. Remuneration to other directors: NIL

(Amount in Rs.)

SN	**Particulars of Remuneration**	**Name of Directors**					**Total Amount**
1	Independent Directors						
	Fee for attending board / committee meetings						
	Commission						
	Others, please specify						
	Total (1)						
2	Other Non-Executive Directors						
	Fee for attending board committee meetings						
	Commission						
	Others, please specify						
	Total (2)						

	Total (B)=(1+2)						
	*Total Managerial Remuneration						
	Overall Ceiling as per the Act						

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

(Amount in Rs.)

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

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal ma1de, if any (give Details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					

Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

By Order of the Board of Directors
FOR ACALYPHA REALTY LIMITED
(Formerly known as Borosil International Limited)

Rituraj Sharma — **Director** — **DIN: 07426469**

Rajesh Kumar Chaudhary — **Director** — **DIN: 07425111**

Place: Mumbai
Date: July 29, 2019

Independent Auditors' Report

To,
Acalypha Realty Limited
(Formerly known as Borosil International Limited)

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Acalypha Realty Limited** (Formerly known as Borosil International Limited) ("the Company"), which comprise the Balance Sheet as at 31st March 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flow for the year then ended, and notes to the financial statements, including a summary of significant 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 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 31st March, 2019, and its loss including other comprehensive income, the changes in equity and its cash flows 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 Companies Act, 2013 ("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 ("ICAI") 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 ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the director's report included in the annual report but does not include the financial statements and our auditor's report thereon. The above information is expected to be made available to us after the date of this auditor's report.

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

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

When we read the above other information, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance.

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

In preparing the financial statements, 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.

PATHAK H.D. & ASSOCIATES CHARTERED ACCOUNTANTS

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 financial controls 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company 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, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the **"Annexure B"** a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

Continuation sheet...

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

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

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

d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act read with relevant rules issued thereunder;

e) On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164(2) of the Act;

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure A"**;

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, during the year the Company has not paid or provided managerial remuneration under section 197 of the Act.

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

(i) The Company does not have any pending litigations as at 31st March 2019 which would impact its financial position.

(ii) The Company does not have 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.

For Pathak H.D. & Associates
Chartered Accountants
Firm's Registration No.107783W

Mukesh Mehta
Partner
Membership No.:-43495

Place: Mumbai
Dated: 06.05.2019

ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date on the financial statements of Acalypha Realty Limited (Formerly known as Borosil International Limited) for the year ended 31st March 2019)

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

We have audited the internal financial controls over financial reporting of **Acalypha Realty Limited** (Formerly known as Borosil International Limited) ("the Company") as of 31st March, 2019 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 ("the Guidance Note) issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

PATHAK H.D. & ASSOCIATES MUMBAI CHARTERED ACCOUNTANTS

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

PATHAK H.D. & ASSOCIATES * MUMBAI * CHARTERED ACCOUNTANTS

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2019, 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.

For **Pathak H.D. & Associates**
Chartered Accountants
Firm Reg. No. 107783W

Mukesh Mehta
Partner
Membership No.:-43495

Place: Mumbai
Dated: 06.05.2019

Continuation sheet...

ANNEXURE - B TO INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date to the members of Acalypha Realty Limited (Formerly known as Borosil International Limited) on the accounts for the year ended 31st March, 2019)

i. In respect of its fixed assets:

a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets on the basis of available information.

b. As explained to us, all the fixed assets have been physically verified by the management during the year. No material discrepancies were noticed on such physical verification as compared with the available records.

c. The Company does not have any immovable properties. Therefore the provisions of clause (i) (c) of paragraph 3 of the Order are not applicable to the Company.

ii. The Company does not have any inventories. Therefore the provisions of clause (ii) (c) of paragraph 3 of the Order are not applicable to the company.

iii. According to the information and explanations given to us, the Company has not granted any loan secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Act. Therefore the provisions of clause (iii) of paragraph 3 of the Order are not applicable to the Company.

iv. According to the information and explanations given to us, the Company has not entered any transaction in respect of loans, investments, guarantees and security covered under section 185 and 186 of the Act during the year. Therefore the provisions of clause (iv) of paragraph 3 of the Order are not applicable to the Company.

v. According to the information and explanations given to us, the Company has not accepted any deposit from the public during the year. Therefore, the provisions of clause (v) of paragraph 3 of the Order are not applicable to the Company.

vi. The Company does not have any production activity or provided any services in the preceding financial year. Therefore, the provision of clause (vi) of paragraph 3 of the Order are not applicable to the Company.

PATHAK H.D. & ASSOCIATES MUMBAI CHARTERED ACCOUNTANTS

vii. According to the information and explanations given to us, in respect of statutory dues:

a. The Company has been generally regular in depositing undisputed statutory dues, including provident Fund, employees' state insurance, income tax, goods and services tax, duty of custom, cess and any other statutory dues as applicable during the year. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid statutory dues were outstanding, as at 31st March 2019 for a period of more than six months from the date they became payable.

b. According to information and explanations given to us there are no dues of income tax, goods and service tax, duty of customs, cess and other statutory dues as applicable, which have not been deposited on account of any dispute.

viii. According to the information and explanations given by the management, the Company has not taken any borrowings from financial institutions, banks, Government and also not issued any debentures. Therefore, the provisions of clause (viii) of paragraph 3 of the Order are not applicable to the Company.

ix. According to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and no term loan was raised during the year. Therefore, the provisions of clause (ix) of paragraph 3 of the Order are not applicable to the Company.

x. Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and on the basis of information and explanations given by the management, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

xi. According to the information and explanations given to us, during the year the Company has not paid or provided managerial remuneration under section 197 read with Schedule V to the Act. Therefore the provisions of clause (xi) of paragraph 3 of the Order are not applicable to the Company.

xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Therefore, the provisions of clause (xii) of paragraph 3 of the Order are not applicable to the Company.

PATHAK H.D. & ASSOCIATES MUMBAI CHARTERED ACCOUNTANTS

xiii. In our opinion and according to the information and explanations given to us and based on our examination of the records of the Company, during the year, there are no related party transactions with the related parties. Therefore the provisions of clause (xiii) of paragraph 3 of the Order are not applicable to the Company.

xiv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Therefore, the provisions of clause (xiv) of paragraph 3 of the Order are not applicable to the Company.

xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Therefore, the provisions of clause (xv) of paragraph 3 of the Order are not applicable to the Company.

xvi. In our opinion and according to information and explanations provided to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For **Pathak H.D. & Associates**
Chartered Accountants
Firm Registration No. 107783W

Mukesh Mehta
Partner
Membership No.:43495

Place: Mumbai
Dated: 06.05.2019

ACALYPHA REALTY LIMITED
(FORMERLY KNOWN AS BOROSIL INTERNATIONAL LIMITED)

BALANCE SHEET AS AT 31ST MARCH, 2019

(Amount in Rupees)

Particulars	Note No.	As at 31st March, 2019		As at 31st March, 2018		As at 1st April, 2017	
I. ASSETS							
1 Non-current Assets							
(a) Property, Plant and Equipment	5	6		1,420		2,071	
(b) Other Intangible Assets	6	-		-		-	
(c) Financial Assets							
(i) Others	7	20,000	**20,006**	-	**1,420**	-	**2,071**
2 Current Assets							
(a) Financial Assets							
(i) Cash and cash equivalents	8	533,837		57,729		77,514	
(b) Other current assets	9	786	**534,623**	-	**57,729**	-	**77,514**
TOTAL ASSETS			**554,629**		**59,149**		**79,585**
II. EQUITY AND LIABILITIES							
Equity							
(a) Equity Share Capital	10	1,000,000		500,000		500,000	
(b) Other Equity	11	(569,802)	430,198	(456,801)	43,199	(436,965)	63,035
LIABILITIES							
1 Non-current Liabilities							
(a) Financial Liabilities							
(i) Borrowings	12	100,000	**100,000**	-	-	-	-
2 Current Liabilities							
(a) Financial Liabilities							
(i) Trade Payable	13						
A) total outstanding dues of micro enterprises and small enterprises		-		-		-	
B) total outstanding dues of creditors other than micro enterprises and small enterprises		5,900		-		-	
		5,900		-		-	
(ii) Other Financial Liabilities	14	18,531	**24,431**	15,950	**15,950**	16,550	**16,550**
TOTAL EQUITY AND LIABILITIES			**554,629**		**59,149**		**79,585**
Significant accounting policies and notes to financial statements	1 to 28						

As per our report of even date

For and on behalf of the Board of Directors

For PATHAK H.D. & ASSOCIATES
Chartered Accountants
(Firm Registration no. 107783W)

Rituraj Sharma
Director
(DIN 07426469)

Mukesh Mehta
Partner
Membership no. 43495

Rajesh Kumar Chaudhary
Director
(DIN 07425111)

Place : Mumbai
Date : 06.05.2019

ACALYPHA REALTY LIMITED
(FORMERLY KNOWN AS BOROSIL INTERNATIONAL LIMITED)

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2019

(Amount in Rupees)

Particulars	Note No.	For the Year Ended 31st March, 2019	For the Year Ended 31st March, 2018
I. Other Income		-	-
Total Income (I)		-	-
II. Expenses:			
Finance Costs	15	3,781	-
Depreciation and Amortization Expense	16	1,414	651
Other Expenses	17	107,806	19,185
Total Expenses (II)		**113,001**	**19,836**
III. Loss Before Tax (I - II)		**(113,001)**	**(19,836)**
IV. Tax Expense:			
Current Tax	18	-	-
V. Loss For The Year (III - IV)		**(113,001)**	**(19,836)**
VI. Other Comprehensive Income			
i) Items that will not be reclassified to profit or loss		-	-
ii) Items that will be reclassified to profit or loss		-	-
Total Other Comprehensive Income		-	-
VII. Total Comprehensive Income for the year (V + VI)		**(113,001)**	**(19,836)**
VIII. Earnings per Equity Share of Rs.10 each (Basic and Diluted)	19	**(1.93)**	**(0.40)**
Significant accounting policies and notes to financial statements	1 to 28		

As per our report of even date

For and on behalf of the Board of Directors

For PATHAK H.D. & ASSOCIATES
Chartered Accountants
(Firm Registration no. 107783W)

Rituraj Sharma
Director
(DIN 07426469)

Mukesh Mehta
Partner
Membership no. 43495

Rajesh Kumar Chaudhary
Director
(DIN 07425111)

Place : Mumbai
Date : 06.05.2019

ACALYPHA REALTY LIMITED
(FORMERLY KNOWN AS BOROSIL INTERNATIONAL LIMITED)

STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31ST MARCH, 2019 (Amount in Rupees)

	PARTICULARS	For the Year ended 31st March, 2019		For the Year ended 31st March, 2018	
A.	**CASH FLOW FROM OPERATING ACTIVITIES**				
	Loss before tax as per statement of profit and loss		(113,001)		(19,836)
	Adjusted for :				
	Depreciation and amortisation expense	1,414		651	
	Finance cost	3,781		-	
			5,195		651
	Operating Loss before Working Capital Changes		**(107,806)**		**(19,185)**
	Adjusted for :				
	Trade and other receivables		(20,786)		-
	Trade and other payables		4,700		(600)
	Cash flow (used in) operations		**(123,892)**		**(19,785)**
	Direct taxes paid		-		-
	Net Cash Flow (used in) Operating Activities		(123,892)		(19,785)
B.	**CASH FLOW FROM INVESTING ACTIVITIES**				
	Net Cash Flow from / (used in) Investing Activities		-		-
C.	**CASH FLOW FROM FINANCING ACTIVITIES**				
	Proceeds from issue of share capital		500,000		-
	Proceeds from long term borrowings		100,000		-
	Net Cash Flow from Financing Activities		**600,000**		-
	Net Decrease / (Decrease) in Cash and Cash Equivalents (A+B+C)		**476,108**		**(19,785)**
	Opening Balance of Cash and Cash Equivalents		**57,729**		**77,514**
	Closing Balance of Cash and Cash Equivalents (Refer Note 8.1)		**533,837**		**57,729**

Notes :

1 **Changes in liabilities arising from financing activities on account of Non-current and Current Borrowings:** (Amount in Rupees)

Particulars	**For the Year ended 31st March, 2019**	**For the Year ended 31st March, 2018**
Opening balance of liabilities arising from financing activities	-	-
a) Changes from financing cash flows	100,000	-
b) the effects of changes in foreign exchange rates	-	-
Closing balance of liabilities arising from financing activities	100,000	-

2 Bracket indicates cash outflow.

3 Previous year figures have been regrouped and rearranged wherever necessary.

4 The above statement cash flow has been prepared under the "Indirect Method" as set out in Ind AS 7 on Statement of Cash Flow.

As per our report of even date

For and on behalf of the Board of Directors

For PATHAK H.D. & ASSOCIATES
Chartered Accountants
(Firm Registration no. 107783W)

Rituraj Sharma
Director
(DIN 07426469)

Mukesh Mehta
Partner
Membership no. 43495

Rajesh Kumar Chaudhary
Director
(DIN 07425111)

Place : Mumbai
Date : 06.05.2019

ACALYPHA REALTY LIMITED
(FORMERLY KNOWN AS BOROSIL INTERNATIONAL LIMITED)

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2019

A. Equity Share Capital **(Amount in Rupees)**

Particulars	As at 1st April, 2017	Changes during 2017-18	As at 31st March, 2018	Changes during 2018-19	As at 31st March, 2019
Equity Share Capital	500,000	-	500,000	500,000	1,000,000

B. Other Equity **(Amount in Rupees)**

Particulars	Reserves and Surplus	Total Other Equity
	Retained Earnings	
Balance as at 1st April, 2017	**(436,965)**	**(436,965)**
Total Comprehensive Income for the year	(19,836)	(19,836)
Balance as at 31st March, 2018	**(456,801)**	**(456,801)**
Total Comprehensive Income for the year	(113,001)	(113,001)
Balance as at 31st March, 2019	**(569,802)**	**(569,802)**

As per our report of even date

For and on behalf of the Board of Directors

For PATHAK H.D. & ASSOCIATES
Chartered Accountants
(Firm Registration no. 107783W)

Rituraj Sharma
Director
(DIN 07426469)

Mukesh Mehta
Partner
Membership no. 43495

Rajesh Kumar Chaudhary
Director
(DIN 07425111)

Place : Mumbai
Date : 06.05.2019

ACALYPHA REALTY LIMITED
(FORMERLY KNOWN AS BOROSIL INTERNATIONAL LIMITED)

Notes to the financial statement for the year ended 31st March, 2019

Note 1 CORPORATE INFOMRATION:

Acalypha Realty Limited (Formerly known as Borosil International Limited) ("the Company") is a limited Company domiciled and incorporated in India. The registered office of the Company is situated at 1101, Crescenzo, G-Block, Opp. MCA Club, Bandra Kurla Complex, Bandra (East), Mumbai 400 051. During the year Company become the wholly-owned subsidiary of Borosil Glass Works Limited, a listed Company.

The Company is yet to commence its operation in real estate business.

The financial statements of the Company for the year 31st March, 2019 were approved and adopted by board of directors in their meeting held on 6th May, 2019.

The name of the Company got changed from Borosil International Limited during the financial year 2018-19 and fresh certificate of incorporation was issued by the Ministry of Corporate Affairs (MCA), Government of India on 16th May, 2018.

Note 2 BASIS OF PREPARATION:

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS).

For all periods up to year ended 31st March, 2018, the Company prepared its financial statements in accordance with accounting standards notified under the Section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP). These financial statements for the year ended 31st March, 2019 are the first financial statement, the Company has prepared in accordance with Ind AS.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities, which are measured at fair value / amortised cost.

The financial statements are presented in Indian Rupees (Rs.), which is the Company's functional and presentation currency and all values are rounded to the nearest Rupees, except when otherwise indicated.

Note 3 SIGNIFICANT ACCOUNTING POLICIES:

3.1 Property, Plant and Equipment:

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price, borrowing cost and any cost directly attributable to the bringing the assets to its working condition for its intended use.

Depreciation on the property, plant and equipment is provided using straight line method over the useful life of assets as specified in schedule II to the Companies Act, 2013. Depreciation on property, plant and equipment which are added / disposed off during the year is provided on pro-rata basis with reference to the date of addition / deletion. Freehold land is not depreciated.

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

Capital work-in-progress includes cost of property, plant and equipment under installation / under development as at the balance sheet date.

Property, plant and equipment are eliminated from financial statement, either on disposal or when retired from active use. Profits / losses arising in the case of retirement / disposal of property, plant and equipment are recognised in the statement of profit and loss in the year of occurrence.

3.2 Intangible Assets :

Intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the intangible assets.

Identifiable intangible assets are recognised when it is probable that future economic benefits attributed to the asset will flow to the Company and the cost of the asset can be reliably measured.

Computer softwares are capitalised at the amounts paid to acquire the respective license for use and are amortised over the period of useful lives or period of three years, whichever is less. The assets' useful lives and method of amortisation are reviewed at each financial year end.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

3.3 Cash and cash equivalents:

Cash and cash equivalent in the balance sheet comprise cash at banks, cash on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the 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.

PATHAK H.D. & ASSOCIATES CHARTERED ACCOUNTANTS MUMBAI

3.4 Impairment of assets:

An asset is considered as impaired when at the date of Balance Sheet, there are indications of impairment and the carrying amount of the asset, or where applicable, the cash generating unit to which the asset belongs, exceeds its recoverable amount (i.e. the higher of the net asset selling price and value in use).The carrying amount is reduced to the recoverable amount and the reduction is recognized as an impairment loss in the statement of profit and loss. The impairment loss recognized in the prior accounting period is reversed if there has been a change in the estimate of recoverable amount. Post impairment, depreciation is provided on the revised carrying value of the impaired asset over its remaining useful life.

3.5 Discontinued operation and non-current assets (or disposal groups) held for sale:

Discontinued operation:

A discontinued operation is a component of the Company that has been disposed off or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose off such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in the statement of profit or loss.

Held for Sale:

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when a sale is highly probable from the date of classification, management are committed to the sale and the asset is available for immediate sale in its present condition. Non-current assets are classified as held for sale from the date these conditions are met and are measured at the lower of carrying amount and fair value less cost to sell. Any resulting impairment loss is recognised in the statement of profit and loss as a separate line item. On classification as held for sale, the assets are no longer depreciated. Assets and liabilities classified as held for sale are presented separately as current items in the Balance Sheet.

3.6 Financial instruments – initial recognition, subsequent measurement and impairment:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

I) Financial assets -Initial recognition and measurement:

All financial assets are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Financial assets are classified, at initial recognition, as financial assets measured at fair value or as financial assets measured at amortised cost.

Financial assets - Subsequent measurement:

For the purpose of subsequent measurement, financial assets are classified in two broad categories:-

a) Financial assets at fair value

b) Financial assets at amortised cost

Where assets are measured at fair value, gains and losses are either recognised entirely in the statement of profit and loss (i.e fair value through profit or loss), or recognised in other comprehensive income (i.e. fair value through other comprehensive income)

A financial asset that meets the following two conditions is measured **at amortised cost** (net of any write down for impairment) unless the asset is designated at fair value through profit or loss under the fair value option.

a) Business model test: The objective of the Company's business model is to hold the financial asset to collect the contractual cash flow.

b) Cash flow characteristics test: The contractual terms of the financial asset give rise on specified dates to cash flow that are solely payments of principal and interest on the principal amount outstanding.

A financial asset that meets the following two conditions is measured at **fair value through other comprehensive income** unless the asset is designated at fair value through profit or loss under the fair value option.

a) Business model test: The financial asset is held within a business model whose objective is achieved by both collecting contractual cash flow and selling financial assets.

b) Cash flow characteristics test: The contractual terms of the financial asset give rise on specified dates to cash flow that are solely payments of principal and interest on the principal amount outstanding.

All other financial asset is measured at fair value through profit or loss.

Financial assets - Derecognition:

A financial assets (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed form the Company's statement of financial position) when:

a) The rights to receive cash flows from the asset have expired, or

b) The Company has transferred its rights to receive cash flow from the asset.

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II) Financial liabilities - Initial recognition and measurement:

The financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Financial liabilities - Subsequent measurement:

Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Financial Liabilities - Financial guarantee contracts:

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined and the amount recognised less cumulative amortisation.

Financial Liabilities - Derecognition:

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

3.7 Provisions, Contingent Liabilities, Contingent Assets and Commitments:

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event. It is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using equivalent period government securities interest rate. Unwinding of the discount is recognised in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the Financial Statements. Contingent assets are not recognised. However, when the realisation of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognised as an asset.

3.8 Dividend Distribution:

Annual dividend distribution to the shareholders is recognised as a liability in the period in which the dividends are approved by the shareholders. Any interim dividend paid is recognised on approval by Board of Directors. Dividend payable and corresponding tax on dividend distribution is recognised directly in other equity.

3.9 Revenue recognition and other income:

Sale of goods and Services:

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 entitled in exchange for those goods or services. Generally, control is transfer upon shipment of goods to the customer or when the goods is made available to the customer, provided transfer of title to the customer occurs and the Company has not retained any significant risks of ownership or future obligations with respect to the goods shipped

Revenue is measured at the amount of consideration which the Company expects to be entitled to in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the government). Consideration is generally due upon satisfaction of performance obligations and a receivable is recognized when it becomes unconditional

Interest Income:

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

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Dividend Income:
Dividend Income is recognised when the right to receive the payment is established.
Rental income:
Rental income arising from operating leases is accounted for on a straight-line basis over the lease terms and is included as other income in the statement of profit or loss.

3.10 Foreign currency reinstatement and translation:
Transactions in foreign currencies are initially recorded by the Company at rates prevailing at the date of the transaction. Subsequently monetary items are translated at closing exchange rates as on balance sheet date and the resulting exchange difference recognised in statement of profit and loss. Differences arising on settlement of monetary items are also recognised in statement of profit and loss.
Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the transaction. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the exchange rates prevailing at the date when the fair value was determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

Foreign exchange differences regarded as an adjustement to borrowing costs are presented in the statement of profit and loss, within finance costs. All other finance gains / losses are presented in the statement of profit and loss on a net basis.

3.11 Employee Benefits:
Short term employee benefits are recognized as an expense in the statement of profit and loss of the year in which the related services are rendered.
Leave encashmentis accounted as Short-term employee benefits and is determined based on projected unit credit method, on the basis of actuarial valuations carried out by third party actuaries at each Balance Sheet date.

Contribution to Provident Fund, a defined contribution plan, is made in accordance with the statute, and is recognised as an expense in the year in which employees have rendered services.
The cost of providing gratuity, a defined benefit plans, is determined using the Projected Unit Credit Method, on the basis of actuarial valuations carried out by third party actuaries at each Balance Sheet date. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to other comprehensive income in the period in which they arise. Other costs are accounted in statement of profit and loss.

Remeasurements of defined benefit plan in respect of post employment and other long term benefits are charged to the other comprehensive income in the year in which they occur. Remeasurements are not reclassified to statement of profit and loss in subsequent periods.

3.12 Taxes on Income:
Income tax expense represents the sum of current tax (including MAT and income tax for earlier years) and deferred tax . Tax is recognised in the statement of profit and loss, except to the extent that it relates to items recognised directly in equity or other comprehensive income, in such cases the tax is also recognised directly in equity or in other comprehensive income. Any subsequent change in direct tax on items initially recognised in equity or other comprehensive income is also recognised in equity or other comprehensive income.
Current tax provision is computed for income calculated after considering allowances and exemptions under the provisions of the applicable Income Tax Laws. Current tax assets and current tax liabilities are off set, and presented as net.
Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the Balance sheet and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences, and deferred tax assets are generally recognised for all deductible temporary differences, carry forward tax losses and allowances to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, carry forward tax losses and allowances can be utilised. Deferred tax assets and liabilities are measured at the applicable tax rates. The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available against which the temporary differences can be utilised.

Minimum Alternative Tax (MAT) is applicable to the Company. Credit of MAT is recognised as an asset only when and to the extent there is convincing evidence that the Company 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 MAT credit becomes eligible to be recognised as an asset, the said asset is created by way of a credit to the profit and loss account and shown as MAT credit entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal income tax during the specified period.

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3.13 Borrowing Costs:

Borrowing costs specifically relating to the acquisition or construction of qualifying assets that necessarily takes a substantial period of time to get ready for its intended use are capitalized (net of income on temporarily deployment of funds) as part of the cost of such assets. Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds. For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period. All other borrowing costs are expensed in the period in which they occur.

3.14 Earnings per share:

Basic earnings per share is computed using the net profit or loss for the year attributable to the shareholders' and weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed using the net profit or loss for the year attributable to the shareholders' and weighted average number of equity and potential equity shares outstanding during the year including share options, convertible preference shares and debentures, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

3.15 Current and non-current classification:

The Company presents assets and liabilities in statement of financial position based on current/non-current classification.

The Company has presented non-current assets and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of Companies Act, 2013 notified by Ministry of Corporate Affairs.

An asset is classified as current when it is:

a) Expected to be realised or intended to be sold or consumed in normal operating cycle,

b) Held primarily for the purpose of trading,

c) Expected to be realised within twelve months after the reporting period, or

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

All other assets are classified as non-current.

A liability is classified as current when it is:

a) Expected to be settled in normal operating cycle,

b) Held primarily for the purpose of trading,

c) Due to be settled within twelve months after the reporting period, or

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

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. Deferred tax assets and liabilities are classified as non-current assets and liabilities. The Company has identified twelve months as its normal operating cycle.

3.16 Fair value measurement:

The Company measures 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 measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

a) In the principal market for the asset or liability, or

b) In the absence of a principal market, in the most advantageous market for the asset or liability.

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

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

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy.

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Notes to the financial statement for the year ended 31st March, 2019

3.17 Offsetting financial instruments:

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable rights to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable rights must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or counterparty.

Note 4 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS:

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based on its assumptions and estimates on parameters available when the financial statements were prepared. However, existing circumstances and assumptions about future developments may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

4.1 Property, plant and equipment and Intangible Assets:

Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation to be recorded during any reporting period. The useful lives and residual values as per schedule II of the Companies Act, 2013 or are based on the Company's historical experience with similar assets and taking into account anticipated technological changes, whichever is more appropriate.

4.2 Income Tax:

The Company reviews at each balance sheet date the carrying amount of deferred tax assets. The factors used in estimates may differ from actual outcome which could lead to an adjustment to the amounts reported in the standalone financial statements.

4.3 Contingencies:

Management has estimated the possible outflow of resources at the end of each annual reporting financial year, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

4.4 Impairment of financial assets:

The impairment provisions for financial assets are based on assumptions about risk of default and expected cash loss. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

4.5 Impairment of non-financial assets:

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Units (CGU) fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent to those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

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 cost 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 or other available fair value indicators.

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4.6 Provisions:

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. Since the cash outflows can take place many years in the future, the carrying amounts of provisions and liabilities are reviewed regularly and adjusted to take account of changing facts and circumstances.

4.7 Fair value measurement of financial instruments :

When the fair value 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 Discounted Cash Flow (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.

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Notes to the financial statement for the year ended 31st March, 2019

Note 5 - Property, plant and equipment

(Amount in Rupees)

Particulars	Furniture and Fixtures	Office equipment	Total
COST			
As at 1st April, 2017	**5,500**	**20,590**	**26,090**
Additions	-	-	-
Disposals	-	-	-
As at 31st March, 2018	**5,500**	**20,590**	**26,090**
Additions	-	-	-
Disposals	-	-	-
As at 31st March, 2019	**5,500**	**20,590**	**26,090**
DEPRECIATION			
As at 1st April, 2017	3,432	20,587	24,019
Depreciation for the year	651	-	651
Disposals	-	-	-
As at 31st March, 2018	**4,083**	**20,587**	**24,670**
Depreciation for the year	1,414	-	1,414
Disposals	-	-	-
As at 31st March, 2019	**5,497**	**20,587**	**26,084**
NET BOOK VALUE			
As at 1st April, 2017	**2,068**	**3**	**2,071**
As at 31st March, 2018	**1,417**	**3**	**1,420**
As at 31st March, 2019	**3**	**3**	**6**

5.1 In accordance with the Indian Accounting Standard (Ind AS 36) on " Impairment of Assets", the management during the year carried out an exercise of identifying the assets that may have been impaired in accordance with the said Ind AS . On the basis of review carried out by the management, there was no impairment loss on property, plant and equipment during the year ended 31st March, 2019.

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Notes to the financial statement for the year ended 31st March, 2019

Note 6 - Other Intangible Assets

(Amount in Rupees)

Particulars	Trade Mark & Copy Right
COST:	
As at 1st April, 2017	**2,00,000**
Additions	-
Disposals	-
As at 31st March, 2018	**2,00,000**
Additions	-
Disposals	-
As at 31st March, 2019	**2,00,000**
AMORTISATION:	
As at 1st April, 2017	**2,00,000**
Amortisation during the year	-
Disposals	-
As at 31st March, 2018	**2,00,000**
Amortisation during the year	-
Disposals	-
As at 31st March, 2019	**2,00,000**
NET BOOK VALUE:	
As at 1st April, 2017	-
As at 31st March, 2018	-
As at 31st March, 2019	-

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Notes to the financial statement for the year ended 31st March, 2019

Note 7 - Non-current financial assets - Others

(Amount in Rupees)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Unsecured, Considered Good :			
Security Deposits	20,000	-	-
Total	20,000	-	-

Note 8 - Cash and cash equivalent

(Amount in Rupees)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Balances with Banks in current accounts	5,24,267	57,729	77,514
Cash on Hand	9,570	-	-
Total	5,33,837	57,729	77,514

8.1 For the purpose of the statement of cash flow, cash and cash equivalents comprise the followings:

(Amount in Rupees)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Balances with Banks in current accounts	5,24,267	57,729	77,514
Cash on Hand	9,570	-	-
Total	5,33,837	57,729	77,514

Note 9 - Other Current Assets

(Amount in Rupees)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Unsecured, Considered Good :			
Advances against expenses	786	-	-
Total	786	-	-

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Notes to the financial statement for the year ended 31st March, 2019

Note 10 - Equity Share Capital

(Amount in Rupees)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Authorised			
10,00,000 (As at 31st March 2018 : 10,00,000 and as at 1st April 2017 : 10,00,000) Equity Shares of Rs. 10/- each	1,00,00,000	1,00,00,000	1,00,00,000
	1,00,00,000	**1,00,00,000**	**1,00,00,000**
Issued, Subscribed & Fully Paid up			
1,00,000 (As at 31st March 2018 : 50,000 and as at 1st April 2017 : 50,000) Equity Shares of Rs. 10 each fully paid up	10,00,000	5,00,000	5,00,000
Total	**10,00,000**	**5,00,000**	**5,00,000**

10.1 Reconciliation of number of Equity Shares outstanding at the beginning and at the end of the year :

Particulars	As at 31st March, 2019		As at 31st March, 2018		As at 1st April, 2017	
	(in Nos.)	(In Rupees)	(in Nos.)	(In Rupees)	(in Nos.)	(In Rupees)
Shares outstanding at the beginning of the year	50,000	5,00,000	50,000	5,00,000	50,000	5,00,000
Add: Issue of equity share capital (Refer note 10.2)	50,000	5,00,000	-	-	-	-
Shares outstanding at the end of the year	**1,00,000**	**10,00,000**	**50,000**	**5,00,000**	**50,000**	**5,00,000**

10.2 During the year, the Company has issued 50,000 fully paid up equity shares of Rs. 10/- each to its Holding Company, Borosil Glass Works Limited.

10.3 Terms/Rights attached to Equity Shares :

The Company has only one class of shares referred to as equity shares having a par value of Rs.10/- per share. Holders of equity shares are entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuring annual general meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the 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.

10.4 Shares held by Holding Company

Name of holding Company	As at 31st March, 2019		As at 31 March, 2018		As at 1st April, 2017	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Borosil Glass Works Limited (w.e.f. 28.05.2018) (including equity shares held jointly with the nominees)	1,00,000	100.00%	NA	NA	NA	NA

10.5 Details of Shareholder holding more than 5% of Equity Share Capital :

Name of Shareholder	As at 31st March, 2019		As at 31 March, 2018		As at 1st April, 2017	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Borosil Glass Works Limited	1,00,000	100.00%	NA	NA	NA	NA
B L Kheruka	NA	NA	24,000	48.00%	24,000	48.00%
P K Kheruka	NA	NA	24,500	49.00%	24,500	49.00%

10.6 There are no shares reserved for issue under options and contracts / commitments for the sale of shares / disinvestment.

10.7 There is no dividend paid or proposed during the year and during the previous year.

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Note 11 - Other Equity

(Amount in Rupees)

Particulars		As at 31st March, 2019		As at 31st March, 2018	As at 1st April, 2017
Retained Earnings					
As per Last Balance Sheet	(4,56,801)		(4,36,965)		
Add: Loss for the year	(1,13,001)	(5,69,802)	(19,836)	(4,56,801)	(4,36,965)
Total		(5,69,802)		(4,56,801)	(4,36,965)

11.1 Nature and Purpose of Reserve

Retained Earnings: Retained earnings represents the accumulated profits / losses made by the Company over the years.

Note 12 - Non-current Financial Liabilities - Borrowings

(Amount in Rupees)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Unsecured Loan:			
Inter Corporate Deposit	1,00,000	-	-
Total	1,00,000	-	-

12.1 Inter Corporate Deposit taken for a period of 3 years carried interest @ 10 % p.a.

Note 13 - Current Financial Liabilities - Trade Payables

(Amount in Rupees)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Micro, Small and Medium Enterprises	-	-	-
Others	5,900	-	-
Total	5,900	-	-

13.1 Micro, Small and Medium Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED 2006) have been determined based on the information as available with the Company and the details of amount outstanding due to them are as given below:

(Amount in Rupees)

	Particulars	As at 31st March, 2019		As at 31st March, 2018		As at 1st April, 2017
a)	the principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year;	-		-		-
b)	the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-	-	-	-
c)	the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-	-	-	-
d)	the amount of interest accrued and remaining unpaid at the end of each accounting year;	-	-	-	-	-
e)	the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-	-	-	-

Note 14 - Current financial liabilities - Others

(Amount in Rupees)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Interest accrued but not due on borrowing	3,781	-	-
Other Payables	14,750	15,950	16,550
Total	18,531	15,950.00	16,550.00

14.1 Other payables mainly provision for expenses.

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Note 15 - Finance Cost

(Amount in Rupees)

Particulars	For the Year Ended 31st March, 2019	For the Year Ended 31st March, 2018
Interest Expenses on financial liabilities measured at amortised cost	3,781	-
Total	3,781	-

Note 16 - Depreciation and amortisation expenses

(Amount in Rupees)

Particulars	For the Year Ended 31st March, 2019	For the Year Ended 31st March, 2018
Depreciation of tangible assets (Refer note 5)	1,414	651
Total	1,414	651

Note 17 - Other Expenses

(Amount in Rupees)

Particulars	For the Year Ended 31st March, 2019	For the Year Ended 31st March, 2018
Administrative and General Expenses		
Rates and Taxes	16,170	-
Legal & Professional Fees	62,533	3,000
Payment to Auditors (Refer Note 17.1)	14,750	14,750
Miscellaneous Expenses	14,353	1,435
Total	1,07,806	19,185

17.1 Details of Payment to Auditors

(Amount in Rupees)

Particulars	For the Year Ended 31st March, 2019	For the Year Ended 31st March, 2018
Payments to the auditor as:		
Audit Fees	14,750	14,750
Total	14,750	14,750

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Notes to the financial statement for the year ended 31st March, 2019

Note 18 Income Tax

18.1 The major components of Income Tax Expenses / (Income) for the year ended 31st March, 2019 and 31st March, 2018 are as follows:

(Amount in Rupees)

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Recognised in Statement in Profit and Loss :		
Current Tax	-	-
Deferred Tax - Relating to origination and reversal of temporary differences	-	-
Total Tax Expenses / (income)	-	-

18.2 Reconciliation between tax expenses / (income) and accounting profit multiplied by tax rate for the year ended 31st March, 2019 and 31st March, 2018:

(Amount in Rupees)

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Accounting profit before tax	(1,13,001)	(19,836)
Applicable tax rate	26.00%	29.87%
Computed Tax Expenses / (Income)	**(29,380)**	**(5,925)**
Tax effect on account of:		
Tax losses for which no deferred tax recognised	29,380	5,925
Income tax expenses / (income) recognised in statement of profit and loss	-	-

18.3 Amount and expiry date of unused tax losses for which no deferred tax asset is recognised

(Rs. in lakhs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Unused tax losses for which no deferred tax assets has been recognised	20,97,776	22,94,100

18.4 Unused tax losses includes Rs. 19,65,143 are pertains to Business loss which are available for set off for 8 years from the year in which losses arose. Above mentioned losses pertains to the Financial Year 2011-12 to 2018-19 and balance pertains to unabsorbed depreciation losses.

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Note 19 - Earnings Per Equity share

Particulars	For the Year Ended 31st March, 2019	For the Year Ended 31st March, 2018
Net loss after tax attributable to Equity Shareholders for Basic EPS and Diluted EPS (In Rs.)	(1,13,001)	(19,836)
Weighted Average Number of Equity Shares Outstanding During the Year for Basic EPS and Diluted EPS (in Nos.)	58,493	50,000
Basic and Diluted Earning per share of Rs. 10 each (in Rs.)	(1.93)	(0.40)
Face Value per Equity Share (in Rs.)	10.00	10.00

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Notes to the financial statement for the year ended 31st March, 2019

Note 20 - Segment Information

The company does not have any reportable segment and hence the disclosure as required as per accounting standard on "Segment Reporting" (Ind AS – 108) is not given.

Note 21 - Related party disclosure

In accordance with the requirements of Ind AS 24, on related party disclosures, name of the related party, related party relationship, transactions and outstanding balances including commitments where control exits and with whom transactions have taken place during reported periods, are as detail below:

21.1 List of Related Parties :

	Name of the related party	Country of incorporation	% of equity interest held by holding company		
			As at 31st March 2019	As at 31st March 2018	As at 1st April, 2017
(a)	**Holding Company**				
	Borosil Glass Works Limited (w.e.f. 28.05.2018)	India	100%	NA	NA

21.2 Transactions with Related Parties :

Name of Transactions	Name of the Related Party	2018-19	2017-18
Transactions with holding company			
Issue of Equity Share Capital	Borosil Glass Works Limited	5,00,000	NA

Note 22 - Fair Values

22.1 Set out below is a comparison by class of the carrying amounts and fair value of the Company's financial assets and liabilities that are recognised in the financial statements.

a) **Financial Assets measured at fair value:** **(Amount in Rupees)**

Particulars	As at 31st March, 2019		As at 31st March, 2018		As at 1st April, 2017	
	Carrying Value	Fair Value	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial Assets :						
Financial Assets designated at amortised cost:-						
- Cash and cash equivalents	5,33,837	5,33,837	57,729	57,729	77,514	77,514
- Others non-current assets	20,000	20,000	-	-	-	-
	5,53,837	5,53,837	57,729	57,729	77,514	77,514
Financial Liabilities:						
Financial Liabilities designated at amortised cost:-						
- Non-current borrowings	1,00,000	1,00,000	-	-	-	-
- Trade Payble	5,900	5,900	-	-	-	-
- Other Financial Liabilities	18,531	18,531	15,950	15,950	16,550	16,550
	1,24,431	1,24,431	15,950	15,950	16,550	16,550

22.2 Fair Valuation techniques

The Company maintains procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount 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 following methods and assumptions were used to estimate the fair values:

i) Fair value of cash and cash equivalents, trade payables and other financial liabilities are approximate at their carrying amounts largely due to the short-term maturities of these instruments.

ii) The fair values of Non-current Borrowings and Security Deposits are approximate at their carrying amount due to interest bearing features of these instruments.

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

Note 23 :- Financial Risk Management: - Objectives and Policies

The Company is exposed to only liquidity risk.

23.1 Liquidity risk.

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times, maintain optimum levels of liquidity to meet its cash and collateral requirements. Company does not breach any covenants (where applicable) on any of its borrowing facilities. The Company has access to a sufficient variety of sources of funding as per requirement.

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Notes to the financial statement for the year ended 31st March, 2019

The table below provides undiscounted cash flows towards financial liabilities into relevant maturity based on the remaining period at the balance sheet to the contractual maturity date.

(Amount in Rupees)

Particulars	Maturity					Carrying Amount
	On demand	0 - 3 Months	3 - 6 Months	6 - 12 months	More than 1 year	
As at 31st March, 2019						
Non-current borrowings	-	-	-	-	1,00,000	1,00,000
Trade Payable	-	5,900	-	-	-	5,900
Other financial liabilities	-	18,531	-	-	-	18,531
Total	-	24,431	-	-	1,00,000	1,24,431
As at 31st March, 2018						
Non-current borrowings	-	-	-	-	-	-
Trade Payable	-	-	-	-	-	-
Other financial liabilities	-	15,950	-	-	-	15,950
Total	-	15,950	-	-	-	15,950
As at 1st April, 2017						
Non-current borrowings	-	-	-	-	-	-
Trade Payable	-	-	-	-	-	-
Other financial liabilities	-	16,550	-	-	-	16,550
Total	-	16,550	-	-	-	16,550

Note 24: Capital Management

For the purpose of Company's capital management, capital includes issued capital, all other equity reserves and debts. The primary objective of the Company's capital management is to maximise shareholders value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The Company monitors capital using gearing ratio, which is net debt divided by total capital (equity plus net debt). Net debt are non-current and current debts as reduced by cash and cash equivalents, other bank balances and current investments. Equity comprises all components including other comprehensive income.

(Amount in Rupees)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Total Debt	1,00,000	-
Less:- Cash and cash equivalent	5,33,837	57,729
Net Debt	**(4,33,837)**	**(57,729)**
Total Equity (Equity Share Capital plus Other Equity)	**4,30,198**	**43,199**
Total Capital (Total Equity plus net debt)	**(3,639)**	**(14,530)**
Gearing ratio	**119**	**4**

Note 25: First time adoption to Ind AS

25.1 Basis of preparation

For all period up to the year ended 31st March, 2018, the Company has prepared its financial statements in accordance with generally accepted accounting principles in India (Indian GAAP). These financial statements for the year ended 31st March, 2019 are the Company's first annual Ind AS financial statements and have been prepared in accordance with Ind AS.

Accordingly, the Company has prepared financial statements, which comply with Ind AS, applicable for periods beginning on or after 1st April, 2017 as described in the accounting policies. In preparing these financial statements, the Company's opening Balance Sheet was prepared as at 1st April, 2017, the Company's date of transition to Ind AS. This note explains the principal adjustments made by the Company in restating its Indian GAAP Balance Sheet as at 1st April, 2017 and its previously published Indian GAAP financial statements for the year ended 31st March, 2018.

25.2 Exemptions Applied

Ind AS 101 "First-time Adoption of Indian Accounting Standards" allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has applied the following exemptions:

Property, plant and equipment and Intangible Assets:- The Company has elected to apply Indian GAAP carrying amount as deemed cost on the date of transition to Ind AS for its property, plant and equipment and intangible assets.

25.3 Mandatory exceptions applied

The following mandatory exceptions have been applied in accordance with Ind AS 101 in preparing the financial statements.

1) Estimates:- The Company's estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error. Ind AS estimates as at 1st April, 2017 are consistent with the estimates as at the same date made in conformity with Indian GAAP except where Ind AS required a different basis for estimates as compared to the Indian GAAP.

2) Classification and measurement of financial assets:- The Company has classified the financial assets in accordance with Ind AS 109 " Financial Instruments" on the basis of facts and circumstances that exist at the date of transition to Ind AS.

25.4 As there is no impact as on transition date and hence disclosurs in respect of reconciliation with previous GAAP has not been given.

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Notes to the financial statement for the year ended 31st March, 2019

Note 26: Standards issued but not effective :

On March 30,2019, the Ministry of Corporate Affairs (MCA) has notified Ind AS 116 – Leases and certain amendment to existing Ind AS. These amendments shall be applicable to the Company from April 01, 2019.

26.1 Issue of Ind AS 116 - "Leases"

Ind AS 116 will replace the existing leasing standard i.e. Ind AS 17 and related interpretations. Ind AS 116 introduces a single lessee accounting model and requires lessee to recognize assets and liabilities for all leases with non-cancellable period of more than twelve months except for low value assets. Ind AS 116 substantially carries forward the lessor accounting requirement in Ind AS 17.

26.2 Amendment to Existing Issued Ind AS

The MCA has also notified certain amendments to the following Accounting Standards:

i. Ind AS 103 – Business Combinations

ii. Ind AS 109 - Financial Instruments

iii. Ind AS 12 – Income Taxes

iv. Ind AS 19 – Employee Benefits

v. Ind AS 23 – Borrowing Costs

26.3 Applications of the above standards are not expected to have any significant impact on the Company's financial statements.

Note 27 : The Management and authorities have the power to amend the Financial Statements in accordance with section 130 and 131 of The Companies Act, 2013.

Note 28: Previous Year figures have been regrouped and rearranged wherever necessary.

As per our report of even date

For and on behalf of the Board of Directors

For PATHAK H.D. & ASSOCIATES
Chartered Accountants
(Firm Registration no. 107783W)

Rituraj Sharma
Director
(DIN 07426469)

Mukesh Mehta
Partner
Membership no. 43495

Rajesh Kumar Chaudhary
Director
(DIN 07425111)

Place : Mumbai
Date : 06.05.2019