

18th
ANNUAL REPORT
2016-17

DLF PROMENADE LIMITED

CIN: U74920HR1999PLC034138

REGD. OFFICE: SHOPPING MALL PHASE-1
DLF CITY, GURUGRAM,
HARYANA-122002

DLF PROMENADE LIMITED
(CIN:U74920HR1999PLC034138)



Company Information

Board of Directors

Ms. Pushpa Bector
Non Executive Director
(DIN – 02917318)
(w.e.f. 3rd March, 2017)

Mr. R.P. Punjani
Non Executive Director
(DIN -00050645)
(w.e.f. 5th August, 2017)

Mr. Surinder Singh Chawla
Independent Director
(DIN – 00102064)
(w.e.f. 30th January, 2017)

Mr. Santosh Kumar Garg
Independent Director
(DIN – 01153590)

Mr. Raj Kumar Jain
Nominee Director
(DIN - 00026544)

Company Secretary

Mr. Manoj Kumar Dua

Chief Financial Officer

Mr. Gurpreet Singh
(w.e.f. 4th March, 2017)

Manager

Mr. Siddhartha Natu
(w.e.f. 4th March, 2017)

Reference Information

Registered Office Address

Shopping Mall, Phase-I, DLF City,
Gurugram, Haryana-122002

Registrar & Share Transfer Agent

For Debentures:

Karvy Computershare Private Limited
Karvy Selenium Tower B, Plot no.
31 & 32, Gachibowli, Financial District,
Nanakramguda, Hyderabad-500032

For Equity Shares:

Alankit Assignments Limited
'Alankit House' 2E/21, Jhandewalan Extn.,
New Delhi - 110055

Debentures listed at

Bombay Stock Exchange
(ISIN: INE865N07018)

Debenture Trustee

Axis Trustee Service Limited
2nd Floor, E, Axis House,
Bombay Dyeing Mills Compound,
Pandurang Budhkar Marg
Worli, Mumbai – 400 025

Statutory Auditors

Walker Chandiook & Co LLP
L-41, Connaught Circus,
New Delhi – 110001

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Tel No.: 0124-4778121, Fax: 0124-4057414, Email: dlfpromenade@dlf.in

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 18TH ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY WILL BE HELD ON THURSDAY, 28TH SEPTEMBER, 2017 AT 11:30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT SHOPPING MALL, PHASE - I, DLF CITY, GURUGRAM, HARYANA - 122 002 TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statement for the financial year ended 31st March, 2017 together with the Reports of Board of Directors and Auditors thereon.
2. To appoint a Director in place of Ms. Pushpa Bector (DIN - 02917318), who retires by rotation and being eligible, offers herself for re-appointment.
3. To appoint Statutory Auditors and fix their remuneration and pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 139,142 and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modification(s) or re-enactment thereof for the time being in force read with the Companies(Audit and Auditors) Rules, 2014, as amended ("the Act"), S. R. Batliboi & Co. LLP, Chartered Accountants (FRN. 301003E/E300005) be and are hereby appointed as Statutory Auditors of the Company, in place of the retiring Statutory Auditors Walker Chandiok & Co LLP, for a term of five consecutive years from the conclusion of the 18th Annual General Meeting (AGM) till the conclusion of 23rd AGM, at such remuneration as may be fixed by the Board of Directors of the Company."

SPECIAL BUSINESS:

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

"RESOLVED THAT pursuant to the provisions of Section 152 and any other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory amendment, modification or re-enactment thereof for the time being in force) ("the Act") Mr. R. P. Punjani (**DIN - 00050645**), who was appointed as an additional Director w.e.f. 5th August, 2017, and who holds office up to the date of this Annual General Meeting, in terms of Section 161 of

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the Act read with the Articles of Association of the Company and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act signifying its intension to propose Mr. R. P. Punjani as a candidate for the office of a Director of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

For and on behalf of the Board of Directors
For DLF Promenade Limited



Manoj Kumar Dua
Company Secretary

Date: 05.08.2017
Place: Gurugram

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NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ON POLL INSTEAD OF HERSELF/HIMSELF IN ACCORDANCE WITH THE COMPANIES ACT, 2013. THE ENCLOSED PROXY FORM, IF INTENDED TO BE USED SHOULD REACH THE REGISTERED OFFICE OF THE COMPANY DULY COMPLETED, STAMPED AND SIGNED NOT LESS THAN FORTY EIGHT HOURS BEFORE THE TIME FIXED FOR THE MEETING.**
2. The details of Director seeking re-appointment, in terms of the Companies Act, 2013 (including Secretarial Standard-2) are annexed hereto and forms part of this Notice.
3. Keeping in view the the requirements set-out in the Companies Act, 2013 the Audit Committee and Board of Directors of the Company have recommended appointment of S.R. Batliboi & Co. LLP, Chartered Accountants (FRN 301003E/E300005) as Statutory Auditors of the Company for a term of 5 (five) consecutive years from the conclusion of 18th Annual General Meeting till the conclusion of the 23rd Annual General Meeting, at such remuneration as may be fixed by the Board of Directors of the Company. The first year of Audit by the aforesaid Auditors will be of the financial statements of the Company for the financial year ending 31st March, 2018. They have consented to and confirmed that their appointment, if made, would be within the limits specified under Section 141(3)(g) of the Companies Act, 2013. They have also confirmed that they are not disqualified to be appointed as Auditors in terms of the provisions of the proviso to Section 139(1), 141(2) and 141(3) of the Companies Act, 2013 and the provisions of the Companies (Audit and Auditors) Rules, 2014. The Board commends the Ordinary Resolution set-out at Item No. 3 of the Notice for approval by the members.
4. The statement pursuant to Section 102 of the Companies Act, 2013 setting out the material facts concerning the business under item no. 4 of the notice is annexed hereto and forms part of the notice.
5. Route map of the venue of the Meeting (including prominent land mark) is annexed.

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6. Relevant documents referred to in the Notice and statutory registers are open for inspection at the Registered Office of the Company at Shopping Mall, Phase-I, DLF City, Gurugram, Haryana – 122 002 on all working days up to the date of the AGM and shall also be available for inspection at the AGM.
7. Copy of the full Annual Report (2016-17) is being sent to all the persons who are entitled to receive the same. Hard copy of the Annual Report will be made available to debenture holders who request for the same.
8. The Annual Report is also available on the Company's website at the link <http://dlfpromenade.com/investor.asp>.

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STATEMENT

[Pursuant to Section 102 of the Companies Act, 2013]

Item No. 4

Pursuant to the provisions of Section 161 of the Companies Act, 2013 and the rules made thereunder ('the Act') read with Articles of Association Mr. R. P. Punjani (**DIN - 00050645**) was appointed as an additional director of the Company w.e.f. 5th August, 2017. Accordingly, Mr. R. P. Punjani will hold office up to the date of ensuing Annual General Meeting.

The Company had received a notice in writing under the provisions of Section 160 of the Companies Act, 2013 and the rules made thereunder ("the Act") along with required deposit proposing the candidature of Mr. R. P. Punjani for the office of Director of the Company liable to retire by rotation.

Mr. R. P. Punjani has given his consent to act as the Director of Company and a declaration to the effect that he is not disqualified from being appointed as Director in terms of Section 164 of the Act.

Information about the appointee:

Age	49 Years
Qualifications	Commerce and Law Graduate from Delhi University and a Fellow Member of the Institute of Company Secretaries of India.
Experience	Having rich experience of more than two decades in Legal, Secretarial and Compliance domain. He has been part of DLF Group for past 11 years and currently holds the position of Assistant Vice President (Corporate Affairs) of the Rentco division of DLF.
Terms and Conditions of Appointment along with details of remuneration sought to be paid:	Appointment as Director of the Company liable to retire by rotation. Remuneration- N.A.
Date of first appointment on the Board	05.08.2017
Shareholding in the Company:	NIL

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Relationship with Other Directors and other KMP(S):	NIL
Number of Board Meetings attended during the year (2016-17):	N/A
Other Directorship(s):	NIL
Committee Positions in other Public Companies	N/A

Keeping in view his vast experience, expertise and knowledge, it will be in the interest of the Company that Mr. R. P. Punjani be appointed as Director liable to retire by rotation.

All the documents as referred above shall be open for inspection by the members during business hours on any working day at the registered office of the company and shall also be available at the meeting.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives, except Mr. R. P. Punjani is concerned or interested, financially or otherwise in the resolution set out at the item No. 4 of the notice.

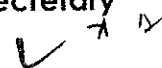
Your Directors recommend the abovementioned resolution to be passed as an **Ordinary Resolution**.

For and on behalf of the Board of Directors
For DLF Promenade Limited



Manoj Kumar Dua
Company Secretary

Date: 05.08.2017
Place: Gurugram



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PROXY FORM

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

CIN: U74920HR1999PLC034138

Name of the Company: DLF Promenade Limited

Registered office: Shopping Mall, Phase-I, DLF City, Gurugram, Haryana
– 122 002

Name of the member (s):
Registered address:
E-mail Id:
Folio No/ Client Id:
DP ID:

I/We, being the member(s) of Shares of the above named Company, hereby appoint

1. Name:.....
Address :
E-mail Id:
Signature :..... , or failing him/her
2. Name:.....
Address:
E-mail Id:
Signature:..... , or failing him/her
3. Name:.....
Address:
E-mail Id:
Signature:.....

as my/our proxy to attend and vote (on a poll) for me /us and on my/our behalf at the 18th Annual General Meeting of the Company, to be held on **Thursday, 28th September, 2017 at 11:30 A.M. at registered office of the Company at Shopping Mall, Phase – I, DLF City, Gurugram, Haryana – 122002** and at any adjournment thereof in respect of such resolutions as are indicated below:

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Resl. No.	Resolution	For #	Against #	Abstained #
1.	Adoption of Audited Financial Statement as at 31 st March, 2017, together with reports of Board of Directors and Auditors thereon.			
2.	Re-appointment of Ms. Pushpa Bector as Director, who retires by rotation.			
3.	Appointment of S.R. Batliboi & Co. LLP (FRN. 301003E/E300005) as Statutory Auditors and to fix their remuneration.			
4.	Appointment of Mr. R. P. Punjani as the Director of Company liable to retire by rotation.			

Signed this day of..... 2017

Signature of Member

Signature of Proxy holder (s)

Affix
Revenue
Stamp of
Appropriate
value

Notes:

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

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ATTENDANCE SLIP

18th Annual General Meeting – Thursday, 28th September, 2017

1.	Full Name and Registered Address of the Member (in BLOCK LETTERS)	
2.	Full Name of the Proxy (in BLOCK LETTERS)	
3.	Folio No. / DP Id – Client Id*	
4.	No. of Equity Shares held	

I / We, Being the Registered Shareholder / Proxy for the Registered Shareholder** of the Company, hereby record my / our presence at 18th Annual General Meeting of the Company held on **Thursday, 28th September, 2017 at 11:30 A.M. at the registered office of the Company at Shopping Mall, Phase – I, DLF City, Gurugram, Haryana – 122 002** and at any adjournment(s) thereof.

Member's / Proxy's Signature

***Applicable for investors holding shares in electronic form**

****Strike off whichever is not relevant**

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Details of the Director seeking re-appointment at the Annual General Meeting

Name of Director	Ms. Pushpa Bector
Age	50
Qualifications	Graduate from Oberoi Centre for Learning and Development.
Experience	Having rich experience of more than 20 years, She has been a renowned name in the retail and mall business domain. Prior to joining the DLF group, she has also worked in various capacities in esteem organisations like all marquee properties of Oberois', Jubilant FoodWorks Limited and Domino's pizza.
Terms and Conditions:	Director liable to retire by rotation.
Details of remuneration sought to be paid:	Remuneration- N.A.
Date of first appointment on the Board	03.03.2017
Shareholding in the Company	Nil
Relationship with Other Directors and other KMP(S)	Nil
Number of Board Meetings attended during the year (2016-17)	1 (One)
Other Directorship(s)	Nil
Committee Positions in other Public Companies	Nil

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ROUTE MAP OF ANNUAL GENERAL MEETING VENUE



**LOCATION MAP OF SHOPPING MALL, PHASE-I, DLF CITY,
GURUGRAM, HARYANA -122 002**

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DIRECTORS' REPORT

To the Members,

Your Directors have pleasure in presenting their 18th Annual Report on the business and operations of the Company together with the audited financial results for the financial year ended 31st March, 2017.

Financial Results

	2016-17	2015-16
Total income from operations	14,308.98	10,553.05
Total Expenses	12,524.46	10,322.24
Profit/(Loss) before tax	1,784.52	230.81
Less: Tax Expenses	732.04	911.11
Net Profit/(Loss)	1,052.48	(680.30)

Review of Operations

During the FY 2016-17, income from operations has been increased by 35.59% from ₹10,553.05 lakh (previous year) to ₹14,308.98 lakh due to increase in rental and signage/ promotional income and interest income received on Income tax refund. Further in the current FY Common area maintenance/HVAC(heating, ventilation and air-conditioning) was charged directly to tenants under the new arrangements which lead to increase in Income from operations. The expenses of the Company increased by 21.33% from ₹10,322.24 lakh (previous year) to ₹12,524.46 lakh due to amount spent on marketing initiatives and promotional activities carried out by the Company. Further the common area maintenance/HVAC (heating, ventilation and air-conditioning) expense was incurred by the company under the new arrangements leading to increase in expenses. The net profit of the Company increased to ₹1,052.48 lakh an increase of 254.71% against ₹(680.30) lakh (previous year). The basic & diluted EPS for the FY 2016-17 is ₹16.14/- as compared to ₹(11.72/-) in previous year.

The Ministry of Corporate Affairs vide its notification dated 16th February, 2015, notified the Indian Accounting Standards (Ind AS) applicable for certain classes of Companies. Ind AS has replaced the existing Indian GAAP prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with Rule 7 of the Companies (Accounts) Rules, 2014, as amended.

Accordingly, the financial statements for the year ended 31st March, 2017 and 31st March, 2016 including transition date balance sheet as at 1st April, 2015 have been presented in accordance with Ind AS. The reconciliations and descriptions of the effect of the transition from the

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previous GAAP to Ind AS have been set-out in note no. 41 of the financial statements.

About DLF Promenade Mall- India's Fashion Destination

"DLF Promenade", located at the Nelson Mandela road in the heart of Vasant Kunj, New Delhi, is a renowned mall for the trend-conscious discerning customers of Delhi and NCR. By the virtue of its offerings, DLF Promenade has earned the distinction of being the city's only fashion destination. Spread over 4.6 lakhs of square foot area, DLF Promenade caters to customers who are looking for a quality shopping experience coupled with a chic ambience.

DLF Promenade not only boasts of some of the best brands in the fashion retail industry, it also offers some rather exclusive value additions. Housed in the mall are Kiddyland – the largest outdoor play area for kids, and The Hub – a one-of-a-kind open air lifestyle space comprising cafés, dancing fountain on the likes of Bellagio, and the city's largest LED screen.

With its strong anchors, like Zara, Marks & Spencer, Forever 21, Sephora and the Eat Food Lounge, DLF Promenade completes the mall experience for all its patrons. With Delhi's only 7-screen PVR ICON Cinemas, DLF Promenade also enjoys the loyalty of cinema goers in the city. In addition to its fashion and beauty portfolio, the mall offers a strong mix of F&B brands. Sitting in DLF Promenade are all cuisines; be it the home-grown iconic food chain- The Big Chill, the South-African giant – Nando's, the American all-day diner – TGIF and Johnny Rockets, home-grown pan-Asian and Indian food chain – Mamagoto & Veda cafe, Delhi's exclusive- Café Delhi Heights, Riyaz Amlani's casual diners - Smoke House Deli and Mocha Art House, chef Marut Sikka's Indian and continental offering – Kainoosh and Keya & India's largest beer chain- The Beer café. Offering a 360 degree shopping experience, DLF Promenade never fails to offer you, your next moment of fashion.

Future Outlook

The future of retail is becoming increasingly exciting with experience being rendered the greatest emphasis by various stakeholders. This variety of experience will be the key inflection point for success of malls, with food and beverages and entertainment facilities increasing in importance. Innovative developers are introducing new entertainment options in the malls and retailers are trying to merge online experiences with offline one to enhance customer's experience.

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As a result, retail is being redefined for every stakeholder viz. retailers, investors, developers and consumers, because of pace at which the 'experience of retailing' has been changing over the last few years.

Retail Markets need facilitation from the Government in terms of clear policies for the Sector and creating retail zones, thereby reducing infrastructure bottlenecks. Recent FDI retail policy and state level retail policies, where the Government is taking up the role of facilitator to create an environment conducive to retail business are steps in right directions.

Dividend

Your Board of Directors in order to conserve the resources of the Company for the future development and growth has not declared dividend on Equity Shares.

Reserves

During the financial year under review, the Company has transferred ₹1,052.48/- Lakh (Nil for the FY 2015-16) to Debenture Redemption Reserve towards redemption of redeemable non convertible debentures.

Material Changes and Commitment

There was no material changes and commitments, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statement relate and the date of the report.

Changes in the nature of Business

There was no changes in the nature of business during the financial year under review.

Share Capital Structure

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

Commercial mortgage backed securities (CMBS)

3,750 secured, rated, listed, redeemable non-convertible debentures of face value of Rs.10 Lakhs each having coupon rate of 10.90% per annum payable on monthly rests under commercial mortgage backed

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securities structure aggregating to Rs. 375 Crores (Rupees Three Hundred and Seventy Five Crores Only) ("Debentures"), issued and allotted by the company continue to be listed with Bombay Stock Exchange.

ICRA Ltd. has re-affirmed the rating '**[ICRA] AA(SO)(Stable)**' on the CMBS, vide letter dated November 07, 2016.

CRISIL Ltd. has reaffirmed the rating '**CRISIL AA(SO)/Stable**' on the CMBS, vide letter dated March 06, 2017.

Fixed Deposits

The Company has not accepted/renewed any public deposits during the financial year under review.

Holding Company

Your Company is a subsidiary of DLF Cyber City Developers Limited and DLF Limited is the ultimate holding Company of your Company.

Subsidiary Companies

Your Company does not have any subsidiary company. However, the Company has one associate Company i.e. Galleria Property Management Services Private Limited.

Further in terms of proviso of Section 129(3) of the Act, the Statement containing salient features of the financial statement of associate Company in Form AOC-I form part of the financial statement provided in this Annual Report.

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

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo as stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are given at **Annexure-A** hereto and form part of this report.

Particulars of Employees

The Company has no employee whose particulars are required to be given under Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and any amendments made thereunder from time to time.

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Directors' Responsibility Statement

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

- (a) in the preparation of the annual accounts, the applicable accounting standards had 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 of the profit 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) the directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- (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.

Number of Meetings of the Board

During the financial year under review, the Board met five times i.e. on May 17, August 26, December 01, 2016, January 30 and March 03, 2017 as per the under noted attendance. The maximum interval between any two meetings was 101 days. The requisite quorum was present in all the meetings.

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S.No.	Name of the Members	Position	No. of meetings	
			Held during tenure	Attended
1.	Ms. Dinaz Madhukar (Resigned w.e.f. March 04, 2017)	Director and Manager	5	5
2.	Mr. TSV Panduranga Sarma (Demised on January 09, 2017)	Independent Director	3	3
3.	Mr. Santosh Kumar Garg	Independent Director	5	5
4.	Mr. Surinder Singh Chawla (w.e.f. January 30, 2017)	Independent Director	1	1
5.	Mr. Raj Kumar Jain	Nominee Director	5	4
6.	Mr. Vivek Jhunjunwala	Director	5	5
7.	Ms. Pushpa Bector (w.e.f. March 03, 2017)	Director	1	1

Audit Committee

The Audit Committee consists of the following members:

Mr. TSV Panduranga Sarma, Independent Director (Demised on January 09, 2017)	Chairman (till 08.01.2017)
Mr. Santosh Kumar Garg, Independent Director	Member
Ms. Dinaz Madhukar, Director & Manager (Resigned w.e.f March 04, 2017)	Member
Mr. Surinder Singh Chawla (w.e.f. January 30, 2017)	Chairman (w.e.f. 05.08.2017)
Ms. Pushpa Bector (w.e.f. March 03, 2017)	Member

The Board had accepted all recommendations of the Audit Committee.

During the financial year 2016-17, four meetings of the Audit Committee were held on May 17, August 26, December 01, 2016 and January 30, 2017 as per the under noted attendance. The maximum interval between any two meetings was 101 days. The requisite quorum was present in all the meetings.

DLF PROMENADE LIMITED

Regd. Office: Shopping Mall, Phase-I, DLF City, Gurugram, Haryana-122 002
(CIN - U74920HR1999PLC034138) Website: www.dlfpromenade.com
Tel No.: 0124-4778121, Fax: 0124-4057414, Email: dlfpromenade@dlf.in

S. No.	Name of the Members	Position	No. of meetings	
			Held during tenure	Attended
1.	Mr. TSV Panduranga Sarma, (Chairman) (Demised on January 09, 2017)	Independent Director	3	3
2.	Mr. Santosh Kumar Garg	Independent Director	4	4
3.	Mr. Surinder Singh Chawla (w.e.f. January 30, 2017)	Independent Director	N.A.	N.A.
4.	Ms. Dinaz Madhukar (Resigned w.e.f March 04, 2017)	Director & Manager	4	4
5.	Ms. Pushpa Bector (w.e.f March 03, 2017)	Director	N.A.	N.A.

Vigil Mechanism

The Company has established a Vigil Mechanism policy namely "DLF Promenade Limited - Vigil Mechanism" under the supervision of the Audit committee.

The Chairman of the Audit Committee has been authorized to hear the grievances of the Directors and employees, if any and take steps to resolve the issues amicably / award appropriate punishment to the offender and report the same to the Audit committee.

Nomination and Remuneration Committee

The Company has constituted Nomination and Remuneration Committee consisting of following members:

Mr. TSV Panduranga Sarma, Independent Director (Demised on January 09, 2017)	Chairman (till 08.01.2017)
Mr. Santosh Kumar Garg, Independent Director	Member
Mr. Surinder Singh Chawla, Independent Director (w.e.f January 30, 2017)	Chairman (w.e.f. 03.03.2017)
Ms. Dinaz Madhukar, Director & Manager (Resigned w.e.f. March 04, 2017)	Member
Mr. Vivek Jhunjunwala (resigned w.e.f. July 01, 2017)	Member
Ms. Pushpa Bector (w.e.f March 03, 2017)	Member

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A copy of "Nomination & Remuneration Policy" shall remain open for inspection by the members during business hours on any working day at the registered office of the company and has been disclosed on Company's website at the link <http://dlfpromenade.com/investor-policies.asp>.

During the financial year 2016-17, three meeting of the Nomination and Remuneration Committee was held on May 17, 2016, January 30 and March 03, 2017, the attendance of which is as under and requisite quorum was present in the meeting:-

S. No.	Name of the Members	Position	No. of meetings	
			Held during tenure	Attended
1.	Mr. TSV Panduranga Sarma, (Chairman) (Demised on 09.01.2017)	Independent Director	1	1
2.	Mr. Santosh Kumar Garg	Independent Director	3	3
3.	Mr. Surinder Singh Chawla (w.e.f. January 30, 2017)	Independent Director	1	1
4.	Ms. Dinaz Madhukar (Resigned w.e.f. 04.03.2017)	Director & Manager	3	3
5.	Mr. Vivek Jhunjunwala (resigned w.e.f. 01.07.2017)	Director	3	3

Corporate Social Responsibility Committee

The Corporate Social Responsibility Committee consists of the following members:

Mr. Surinder Singh Chawla, Independent Director	Chairman
Ms. Pushpa Bector, Director	Member
Mr. Vivek Jhunjunwala, Director (resigned w.e.f. 01.07.2017)	Member
Mr. R.P. Punjani, Director (w.e.f. 05.08.2017)	Member

In accordance with the provisions of Section 135 of the Companies Act 2013 read with Schedule VII and the Companies (Corporate Social Responsibility Policy) Rules, 2014 (hereinafter referred to as the "Act"), the Board of Directors of the Company had constituted a Corporate Social Responsibility (CSR) Committee. During the year under review, the Company has no obligation to contribute towards CSR activities as Company has incurred losses as per the calculation made under the provisions of Section 135 of the Act.

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A copy of "Corporate Social Responsibility Policy" shall remain open for inspection by the members during business hours on any working day at the registered office of the Company and has been disclosed on Company's website at the link <http://dlfpromenade.com/investor-policies.asp>.

Auditors

In terms of the provisions of the Companies Act , 2013 read with Rules made thereunder, the term of Walker Chandiok & Co LLP, Chartered Accountants, Statutory Auditors, expires at the conclusion of the 18th Annual General Meeting (AGM) of the Company.

The Board has recommended the appointment of S.R. Batliboi & Co. LLP (FRN: 301003E/E300005), Chartered Accountants as the Statutory Auditors of the Company for term of five consecutive years from the conclusion of 18th AGM till the conclusion of 23rd AGM for approval of the shareholders, based on the recommendation of the Audit Committee. S.R. Batliboi & Co. LLP have confirmed their eligibility and qualification to act as Statutory Auditors of the Company.

Auditors' Report

There has been no qualification, reservation or adverse remarks or disclaimer in the Auditors' Report on the financials of the Company. The observations of the Auditors in their report are self-explanatory and therefore, in the opinion of the Directors, do not call for further comments.

Secretarial Audit

The Board had appointed M/s Sanjay Grover & Associates, Company Secretaries in Practice, to conduct Secretarial Audit for the financial year 2016-17. The Secretarial Audit Report for the financial year ended March 31, 2017, is at **Annexure-B**. The said report does not contain any qualification, reservation and adverse remarks.

Directors & Key Managerial Personnel

During the financial year under review, Mr. TSV Panduranga Sarma, an Independent Director on the Board of the Company demised on January 09, 2017. The Board places on record its appreciation for the contributions made by him in the deliberations of the Board.

The Board of Directors on the recommendations of the Nomination and Remuneration Committee appointed Mr. Surinder Singh Chawla as an Additional Director (in capacity of Independent Director) with effect from January 30, 2017 and re-appointed Mr. Santosh Kumar Garg, Independent Director for a further period of 3 years with effect

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from March 31, 2017, subject to the approval of shareholders, in compliance to Section 149 and 161 of the Companies Act, 2013.

The appointment of Mr. Chawla and re-appointment of Mr. Garg as an Independent Director for a period of 3 years was approved by the Shareholders at the Extraordinary General Meeting held on March 29, 2017.

The Company has received necessary declarations from Mr. Surinder Singh Chawla and Mr. Santosh Kumar Garg, Independent Directors, under Section 149(7) of the Companies Act, 2013 that they meet the criteria of independence laid down in Section 149(6) of the Companies Act, 2013.

Pursuant to Section 152 of the Companies Act, 2013 and in accordance with the Articles of Association of your Company, Ms. Pushpa Bector, Director retires by rotation at the ensuing Annual General Meeting, and being eligible, offers herself for re-appointment. The Board recommends her re-appointment.

The Board of Directors on the recommendation of the Nomination and Remuneration Committee and with the approval of the shareholders re-appointed Ms. Dinaz Madhukar as Manager to hold office for a further period of 3 (three) consecutive years w.e.f. August 29, 2016. She has resigned from the office of Director & Manager w.e.f. March 04, 2017. The Board places on record its appreciation for the contributions made by Ms. Madhukar during her tenure as Director & Manager of the Company.

During the financial year under review, Ms. Pushpa Bector was appointed as an Additional Director by the Board of Directors on the recommendations of the Nomination and Remuneration Committee. The appointment of Ms. Pushpa Bector as Director liable to retire by rotation has been approved by the Shareholders at the Extra-ordinary General meeting held on March 29, 2017.

The Board of Directors on the recommendations of the Nomination and Remuneration Committee appointed Mr. Siddhartha Natu as Manager of the Company without remuneration for a term of three years w.e.f. March 04, 2017, subject to the approval of shareholders. The Shareholders of the Company at the Extraordinary General Meeting held on March 29, 2017 has approved the said appointment.

Mr. Vivek Jhunjunwala resigned from the office of Director w.e.f. July 1, 2017. The Board places on record its invaluable contributions made by him in the deliberations of the Board.

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Mr. Gurpreet Singh has been appointed as Chief Financial Officer of the Company w.e.f. March 04, 2017 in place of Mr. Hari Krishan Bansal who has resigned from the office of CFO w.e.f. March 04, 2017.

On 5th August, 2017, Mr. R.P. Punjani on the recommendation of Nomination & Remuneration Committee was appointed by the Board as an Additional Director on the Board of the Company. The resolution pertaining to his appointment as director liable to retire by rotation being placed before the members for their approval in the ensuing Annual General Meeting of the Company. The Board recommend his appointment.

Mr. R.P. Punjani is a Commerce and Law Graduate from Delhi University and a Fellow Member of the Institute of Company Secretaries of India with rich experience of more than two decades in Legal, Secretarial and Compliance domain. He has been part of DLF Group for past 11 years and currently holds the position of Assistant Vice President (Corporate Affairs) of the Rentco division of DLF.

During the financial year no non-executive Directors of the Company had pecuniary relationship or transactions with the Company, other than the sitting fees paid to independent directors and nominee director and re-imbursement of expenses incurred by non-executive Directors for the purpose of attending meetings of the Company.

Mr. Siddhartha Natu, Manager, Mr. Gurpreet Singh, Chief Financial Officer and Mr. Manoj Kumar Dua, Company Secretary are Key Managerial Personnel (KMP) of the Company in terms of the provisions of the Companies Act, 2013.

None of the Directors of the Company is disqualified under Section 164 of the Companies Act, 2013.

Extract of the Annual Return

The extract of the Annual Return in Form No.MGT-9 as provided under Section 92(3) of the Act is at **Annexure-C**.

Particulars of loans, guarantees or investments

Particulars of Loans and investments covered under Section 186 of the Companies Act, 2013, form part of the notes to the financial statements provided in this Annual Report.

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During the financial year under review, the Company has not given any loans or had provided guarantees or made any investments as covered Section 186 of the Companies Act, 2013 and rules made thereunder.

Transactions with Related parties

The Company has adequate procedures for the purpose of identification and monitoring of related party(ies) and related party transactions. None of the transactions with related parties falls under the scope of Section 188(1) of the Act. Information on transactions with related parties pursuant to Section 134(3)(h) and 136(1) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014, as amended are available for inspection at the registered office of the Company.

The Company's policy for related party transactions regulates the transactions between the Company and its related parties. The policy intends to ensure that proper reporting; approval and disclosure processes are in place for all transactions between the Company and related parties. For details on related party transactions, members may refer to the notes to the financial statements.

Board Evaluation

Pursuant to the provisions of the Companies Act, 2013, the Nomination and Remuneration Committee has devised criteria for evaluation of the performance of Directors including Independent Directors. The Board has carried out the annual performance evaluation of its own performance, its Committees and Directors. The evaluation process focused on various aspects of the Board and Committees functioning such as composition of the Board and Committees, experience and competencies, performance of specific duties and obligations & compliance management etc. Separate exercise was carried out to evaluate the performance of Non-executive Directors on parameters such as experience, attendance, acquaintance with the business, effective participation, vision and strategy, contribution and independent judgement.

Risk Management

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

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The Audit Committee also seek independent assurance on specific risks from internal audit or other assurance reviews.

Internal Financial Controls and Systems

Internal financial controls are integral part of the risk management process addressing amongst others financial and non-financial risks. The internal financial controls have been documented and augmented in the day to day business processes. Assurance on the effectiveness of internal financial controls is obtained through management reviews, self assessment, continuous monitoring by functional experts as well as testing by the Statutory/Internal Auditor during the course of their audits. Significant audit observations and follow up actions thereon are reported to the audit committee.

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

Significant and material orders passed by regulators or courts

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

Accolades

During the financial year under review, "DLF Promenade" has been conferred with the following awards:

- "Shopping Mall of the Year – North 2016" by Franchise India at the 5th edition Indian Retail Congress.
- "Most Admired Shopping Centre' Marketing & Promotions of the Year – (North) 2016" presented by Images Shopping Centre.
- "Most Admired Shopping Centre of the Year-2016: Marketing & Consumer Promotion" by CMO Asia.
- Ms. Dinaz Madhukar, Director & Manager (resigned w.e.f March 04, 2017) has been awarded "Shopping Centre Professional of the year".
- "Retail Property of the Year(North)" by Franchise India at the 9th Magpie Estate Awards 2017.

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Details of Debenture Trustee

The details of Debenture Trustees are as under:

Axis Trustee Service Limited
2nd Floor, E, Axis House,
Bombay Dyeing Mills Compound,
Pandurang Budhkar Marg
Worli, Mumbai – 400 025
Tel: 022-24255216
Fax: 022-24254200
E-mail ID: debenturetrustee@axistrustee.com


Acknowledgement

Your Directors are thankful to the Stakeholders including Central and State Government authorities, Financial Institutions, Bankers, Suppliers, Clients and tenants for their continued co-operation, support and encouragement during the financial year under review.

For and on behalf of the Board of Directors
DLF Promenade Limited

Date : 05.08.2017
Place: Gurugram


Pushpa Bector
Director
DIN:02917318


R.P. Punjani
Director
DIN: 00050645
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DLF PROMENADE LIMITED

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ANNEXURE - 'A'

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

A. CONSERVATION OF ENERGY:

(i)	The steps taken or impact on conservation of energy;	N.A.
(ii)	The steps taken by the company for utilizing alternate sources of energy;	Sourcing electricity from Open access model for cost reduction.
(iii)	The capital investment on energy conservation equipments;	N.A.

B. TECHNOLOGY ABSORPTION:

(i)	The efforts made towards technology absorption;	N.A.
(ii)	The benefits derived like product improvement, cost reduction, product development or import substitution;	N.A.
(iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- (a) the details of technology imported; (b) the year of import; (c) whether the technology been fully absorbed; (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	N.A.
(iv)	The expenditure incurred on Research and Development.	N.A.

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C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

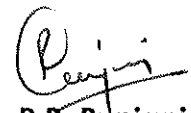
(in ₹)

		2016-17	2015-16
(i)	The Foreign Exchange earned in terms of actual inflows during the financial year; and	Nil	N.A.
(ii)	The Foreign Exchange outgo during the financial year in terms of actual outflows.	7,00,000/-	N.A.

For and on behalf of the Board of Directors
DLF Promenade Limited

Date : 05.08.2017
Place: Gurugram


Pushpa Bector
Director
DIN:02917318


R.P. Punjani
Director
DIN: 00050645

SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1st Floor, Defence Colony, New Delhi - 110 024

Tel. : (011) 4679 0000, Fax : (011) 4679 0012

e-mail : contact@cssanjaygrover.in

website : www.cssanjaygrover.in

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2017

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

To,
The Members,
DLF Promenade Limited
(CIN: U74920HR1999PLC034138)
Shopping Mall, Phase-1, DLF City,
Gurgaon- 122002

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **DLF Promenade Limited** (hereinafter called the Company), whose debt securities are listed on BSE Limited. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

We report that-

- a) Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- b) We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for our opinion.
- c) We have not verified the correctness and appropriateness of the financial statements of the Company.
- d) Wherever required, we have obtained the Management representation about the compliances of laws, rules and regulations and happening of events etc.
- e) The compliance of the provisions of the corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.



- f) The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2017 ("Audit Period") complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2017 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) *The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (b) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding Companies Act and dealing with client;
 - (c) **The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (d) The Securities and Exchange Board of India (Listing obligations and Disclosures requirements) Regulations, 2015;

*No event took place during the audit period.

**Only debt securities of the Company are listed on BSE Limited, as such, provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 are not applicable *per se*. Further, as confirmed by the management, no such listed securities of the Company were held and/or traded by any insider of the Company during the audit period.



We have also examined compliance with the applicable clauses of the Secretarial Standard on Meetings of the Board of Directors and on General Meetings issued by The Institute of Company Secretaries of India.

During the audit period, the Company has complied with the provisions of the Act, Rules, Regulations and Guidelines to the extent applicable.

- (vi) The Company has constructed a shopping mall-cum entertainment complex named DLF Promenade at Vasant Kunj, New Delhi and further leased it out to various tenants. As informed by the management, there is no sector specific law applicable on the Company.

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

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


Board decisions are carried out with unanimous consent and therefore, no dissenting views were required to be captured and recorded as part of the minutes.

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



New Delhi
August 05, 2017

For Sanjay Grover & Associates
Company Secretaries


Lokesh Dhyani
Partner
CP No. 16185

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
as on financial year ended on 31.03.2017
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I REGISTRATION & OTHER DETAILS:

i	CIN	U74920HR1999PLC034138
ii	Registration Date	02.02.1999
iii	Name of the Company	DLF PROMENADE LIMITED
iv	Category/Sub-category of the Company	Public Company, Limited by Shares
v	Address of the Registered office & contact details	Shopping Mall, Phase - 1, DLF City, Gurugram - 122 002, Haryana, Tel No.: 0124-4778121, Fax: 0124-4057414 Contact Details : 0124-4778101/8121 E- mail ID: punjani-rp@dlf.in
vi	Whether listed company	Yes (Debentures are listed with BSE)
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	For Debentures: Karvy Computershare Private Limited Karvy Selenium Tower B, Plot no. 31&32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500032 Contact Person- Mr. Varghese P.A.: 040-67162222 For Equity : Alankit Assignments Limited 'Alankit House' 2E/21, Jhandewalan Extn., New Delhi - 110055 Contact Person- Mr. J.K. Singla : 011-42541960

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

SL No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Real Estate Activities	681- Real Estate activities with own or lease properties	100

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

SI No.	NAME & ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	DLF Cyber City Developers Limited Regd. office: 10th Floor, Gateway Tower, DLF City, Phase-III, Gurgaon - 122002	U45201HR2006PLC036074	Holding	99.86%	2(46)
2	DLF Limited (Holding Company of DLF Cyber City Developers Limited) Regd. Office: Shopping Mall, 3rd Floor, Arjun Marg, Phase-I, DLF City, Gurgaon - 122002	L70101HR1963PLC002484	Holding	-	2(46)
3	Galleria Property Management Services Private Limited Regd. Office: Shopping Mall , Phase-I, DLF City, Gurgaon - 122002	U74920HR1999PTC034169	Associate	36.11%	2(6)

IV SHAREHOLDING PATTERN (Equity Share capital Break up as % of total Equity)

(i) Category - wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian	-	-	-	-	-	-	-	-	-
a) Individual/HUF	-	-	-	-	-	-	-	-	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporates	65,21,500	-	65,21,500	100.00	65,21,500	-	65,21,500	100.00	0
e) Bank/FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
SUB TOTAL (A) (1)	65,21,500	-	65,21,500	100.00	65,21,500	-	65,21,500	100.00	0
(2) Foreign									
a) NRI- Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
SUB TOTAL (A) (2)	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter									
(A) = (A)(1) + (A)(2)	65,21,500	-	65,21,500	100.00	65,21,500	-	65,21,500	100.00	0
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks/FI	-	-	-	-	-	-	-	-	-
c) Central govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Fund	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
SUB TOTAL (B)(1):	0	0	0	0	0	0	0	0	0
(2) Non Institutions									
a) Bodies Corporates	-	-	-	-	-	-	-	-	0
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	-	-	-	-	-	-	-	-	-
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
SUB TOTAL (B)(2):	-	-	-	-	-	-	-	-	-
Total Public Shareholding									
(B) = (B)(1) + (B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	65,21,500	-	65,21,500	100	65,21,500	-	65,21,500	100	0

(II) SHARE HOLDING OF PROMOTERS

Sl. No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding 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	DLF Cyber City Developers Limited	65,12,500	99.86	99.86	65,12,500	99.86	99.86	-
2	DLF Limited alongwith its nominees	9,000	0.14	0.14	9,000	0.14	0.14	-
	Total	65,21,500	100.00	100.00	65,21,500	100.00	100.00	-

(III) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)

Sl. No.		Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
1	At the beginning of the year	65,21,500	100.00	65,21,500	100.00
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)				
2	At the end of the year	-	-	65,21,500	100.00

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

Sl. No	For Each of the Top 10 Shareholders	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	At the beginning of the year	NIL	NIL	NIL	NIL
	Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc.)	NIL	NIL	NIL	NIL
2	At the end of the year	NIL	NIL	NIL	NIL

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No	For Each of the Directors & KMP	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	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/bonus/sweat equity etc.)	Nil	Nil	Nil	Nil
2	At the end of the year	Nil	Nil	Nil	Nil

V INDEBTEDNESS

in (₹)

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	3,75,00,00,000	1,23,40,00,000		4,98,40,00,000
ii) Interest due but not paid				
iii) Interest accrued but not due	1,23,18,494	3,84,55,416		5,07,73,910
Total (i+ii+iii)	3,76,23,18,494	1,27,24,55,416		5,03,47,73,910
Change in Indebtedness during the financial year				
Addition	11,19,864	8,39,87,557		8,51,07,421
Reduction		500,400,000		50,04,00,000
Net Change	11,19,864	(41,64,12,443)		(41,52,92,579)
Indebtedness at the end of the financial year				
i) Principal Amount	3,75,00,00,000	73,36,00,000		4,48,36,00,000
ii) Interest due but not paid				
iii) Interest accrued but not due	1,34,38,358	12,24,42,973		13,58,81,331
Total (i+ii+iii)	3,76,34,38,358	85,60,42,973		4,61,94,81,331

NOT @

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole time director and/or Manager : NIL

Sl.No	Particulars of Remuneration	Name of the MD/WTD/Manager			Total Amount
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.	-	-	-	-
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the 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:

(in ₹)

Sl.No	Particulars of Remuneration	Name of the Directors			Total Amount
1	Independent Directors	Late Shri TSV Panduranga Sarma	Mr. Santosh Kumar Garg	Mr. Surinder Singh Chawla	-
	(a) Fee for attending board/ committee meetings	1,40,000	2,40,000	40,000	4,20,000
	(b) Commission	-	-	-	-
	(c) Others, please specify	-	-	-	-
	Total (1)	1,40,000	2,40,000	40,000	4,20,000
2	Other Non Executive Directors	Mr. Raj Kumar Jain (Nominee Director)	-	-	-
	(a) Fee for attending board /committee meetings	80,000	-	-	80,000
	(b) Commission	-	-	-	-
	(c) Others, please specify.	-	-	-	-
	Total (2)	80,000	-	-	80,000
	Total (B)=(1+2)				5,00,000
	Total Managerial Remuneration	-	-	-	-
	Overall Ceiling as per the Act.	-	-	-	-

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

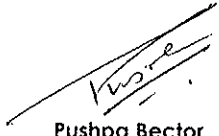
Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
1	Gross Salary	CEO	Company Secretary	CFO	Total
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	-	-	-	-
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as% of profit	-	-	-	-
	others, specify	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	-	-	-	-

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
A. COMPANY					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
B. DIRECTORS					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
C. OTHER OFFICERS IN DEFAULT					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

For and on the behalf of Board of Directors
DLF Promenade Limited

Date: 05.08.2017
Place: Gurugram


Pushpa Bector
Director
DIN- 02917318


R.P. Punjani
Director
DIN-00050645
7/8

Walker Chandiook & Co LLP

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New Delhi 110001
India

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Independent Auditor's Report

To the Members of DLF Promenade Limited

Report on the Financial Statements

1. We have audited the accompanying financial statements of DLF Promenade Limited ('the Company'), which comprise the Balance Sheet as at 31 March 2017, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

3. Our responsibility is to express an opinion on these financial statements based on our audit.
4. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.
5. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether these financial statements are free from material misstatement.



6. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial controls relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.
7. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on these financial statements.

Opinion

8. 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 including Ind AS specified under Section 133 of the Act, of the state of affairs (financial position) of the Company as at 31 March 2017, and its profit (financial performance including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Other Matter

9. The Company had prepared separate sets of statutory financial statements for the year ended 31 March 2016 and 31 March 2015 in accordance with Accounting Standards prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended) on which we issued auditor's reports to the shareholders of the Company dated 17 May 2016 and 15 May 2015 respectively. These financial statements have been adjusted for the differences in the accounting principles adopted by the Company on transition to Ind AS, which have also been audited by us. Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

10. As required by the Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the Annexure A a statement on the matters specified in paragraphs 3 and 4 of the Order.
11. Further to our comments in Annexure A, as required by Section 143(3) of the Act, we report that:
 - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose 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 financial statements dealt with by this report are in agreement with the books of account;
 - d) in our opinion, the aforesaid financial statements comply with Ind AS specified under Section 133 of the Act;



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- e) on the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2017 from being appointed as a director in terms of Section 164(2) of the Act;
- f) we have also audited the internal financial controls over financial reporting (IFCoFR) of the Company as on 31 March 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date and our report dated 22 May 2017 as per Annexure B expressed unmodified opinion; and
- g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
 - i. the Company, as detailed in Note 37 to the financial statements, has disclosed the impact of pending litigations on its financial position;
 - ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company; and
 - iv. the Company, as detailed in Note 13.3 to the financial statements, has made requisite disclosures in these financial statements as to holdings as well as dealings in Specified Bank Notes ("SBN's") during the period from 8 November 2016 to 30 December 2016. Further, as informed to us by the management, SBN's aggregating to ₹ 1.62 lakhs have been deposited by certain vendor directly into the Bank account of the Company. Based on the audit procedures performed and taking into consideration the information and explanations given to us, in our opinion, these disclosures read together with footnote to Note 13.3, are in accordance with the books of account maintained by the Company.

Walker Chandiok & Co LLP
For **Walker Chandiok & Co LLP**
(formerly *Walker Chandiok & Co*)
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Manish
per **Manish Agrawal**
Partner
Membership No.: 507000



Place: Gurugram
Date: 22 May 2017

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Annexure A to the Independent Auditor's Report of even date to the members of DLF Promenade Limited, on the financial statements for the year ended 31 March 2017

Annexure A

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets comprising of property, plant and equipment and investment property.
- (b) The fixed assets comprising of property, plant and equipment and investment property have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification of the fixed assets comprising of property, plant and equipment and investment property is reasonable having regard to the size of the Company and the nature of its assets.
- (c) The title deeds of all the immovable properties are held in the name of the Company.
- (ii) The Company does not have any inventory. Accordingly, the provisions of clause 3(ii) of the Order are not applicable.
- (iii) The Company has not granted any loan, secured or unsecured to companies, firms, Limited Liability Partnerships (LLPs) or other parties covered in the register maintained under Section 189 of the Act. Accordingly, the provisions of clauses 3(iii)(a), 3(iii)(b) and 3(iii)(c) of the Order are not applicable.
- (iv) In our opinion, the Company has not entered into any transaction covered under Sections 185 and 186 of the Act. Accordingly, the provisions of clause 3(iv) of the Order are not applicable.
- (v) In our opinion, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) We have broadly reviewed the books of account maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of cost records under sub-section (1) of Section 148 of the Act in respect of Company's services and are of the opinion that, *prima facie*, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.



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Annexure A to the Independent Auditor's Report of even date to the members of DLF Promenade Limited, on the financial statements for the year ended 31 March 2017

- (vii) (a) Undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited to the appropriate authorities, though there has been a slight delay in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.
- (b) The dues outstanding in respect of income-tax, sales-tax, service-tax, duty of customs, duty of excise and value added tax on account of any dispute, are as follows:

Statement of Disputed Dues

Name of the statute	Nature of dues	Amount (₹ in lakhs)	Amount paid under Protest (₹ in lakhs)	Period to which the amount relates	Forum where dispute is pending
Finance Act, 1994	Service tax	692.00	NIL	Financial Year 2007-12	Customs Excise and Service Tax Appellate Tribunal, Delhi

- (viii) The Company has no loans or borrowings payable to a financial institution or a bank or government and no dues payable to debenture-holders during the year. Accordingly, the provisions of clause 3(viii) of the Order are not applicable.
- (ix) The Company did not raise moneys by way of initial public offer or further public offer (including debt instruments) and did not have any term loans outstanding during the year. Accordingly, the provisions of clause 3(ix) of the Order are not applicable.
- (x) No fraud by the Company or on the company by its officers or employees has been noticed or reported during the period covered by our audit.
- (xi) The Company has not paid or provided for any managerial remuneration. Accordingly, the provisions of Clause 3(xi) of the Order are not applicable.
- (xii) In our opinion, the Company is not a Nidhi Company. Accordingly, provisions of clause 3(xii) of the Order are not applicable.
- (xiii) In our opinion all transactions with the related parties are in compliance with Sections 177 and 188 of Act, where applicable, and the requisite details have been disclosed in the financial statements etc., as required by the applicable Ind AS.
- (xiv) During the year, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures.



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Annexure A to the Independent Auditor's Report of even date to the members of DLF Promenade Limited, on the financial statements for the year ended 31 March 2017

- (xv) In our opinion, the company has not entered into any non-cash transactions with the directors or persons connected with them covered under Section 192 of the Act.
- (xvi) The company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

Walker Chandiok & Co LLP
For **Walker Chandiok & Co LLP**
(formerly *Walker Chandiok & Co*)
Chartered Accountants
Firm's Registration No.: 001076N/N500013

per
per **Manish Agrawal**
Partner
Membership No.: 507000



Place: Gurugram
Date: 22 May 2017

Annexure B to the Independent Auditor's Report of even date to the members of DLF Promenade Limited, on the financial statements for the year ended 31 March 2017

Annexure B

Independent Auditor's report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

1. In conjunction with our audit of the financial statements of DLF Promenade Limited ("the Company") as of and for the year ended 31 March 2017, we have audited the internal financial controls over financial reporting (IFCoFR) of the Company as of that date.

Management's Responsibility for Internal Financial Controls

2. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on 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 (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company's business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

3. Our responsibility is to express an opinion on the Company's IFCoFR based on our audit. We conducted our audit in accordance with the Standards on Auditing, issued by the ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of IFCoFR, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate IFCoFR were established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the IFCoFR and their operating effectiveness. Our audit of IFCoFR included obtaining an understanding of IFCoFR, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. 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 IFCoFR.

Meaning of Internal Financial Controls over Financial Reporting

6. A Company's IFCoFR 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 IFCoFR 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)



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Annexure B to the Independent Auditor's Report of even date to the members of DLF Promenade Limited, on the financial statements for the year ended 31 March 2017

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

7. Because of the inherent limitations of IFCoFR, 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 IFCoFR to future periods are subject to the risk that IFCoFR may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2017, based on internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in Guidance Note issued by ICAI.

Walker Chandiok & Co LLP
For Walker Chandiok & Co LLP
(formerly Walker Chandiok & Co)
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Manish Agrawal
per Manish Agrawal
Partner
Membership No.: 507000



Place: Gurugram
Date: 22 May 2017


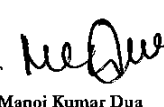
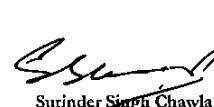
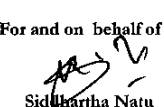
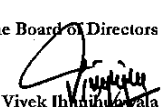
DLF Promenade Limited
Balance Sheet as at 31 March 2017
(All amounts in ₹ lakhs, unless otherwise stated)

	Note	As at 31 March 2017	As at 31 March 2016	As at 1 April 2015
ASSETS				
Non-current assets				
Property, plant and equipment	4	15.30	25.21	39.02
Investment property	5	53,660.32	54,823.98	55,988.57
Financial assets				
Investments	6	41.18	33.79	39.40
Loans	7	129.51	147.12	145.65
Other financial assets	8	1,239.70	1,125.61	1,021.88
Deferred tax assets (net)	9	3,004.63	3,350.23	4,008.88
Non-current tax assets (net)	10	1,994.86	3,044.37	3,464.08
Other non-current assets	11	-	25.07	32.37
Total non-current assets		60,085.50	62,575.38	64,739.85
Current assets				
Financial assets				
Trade receivables	12	930.88	859.88	479.39
Cash and cash equivalents	13	823.89	431.81	581.93
Other bank balances	14	495.04	639.93	723.60
Other current assets	11	172.08	136.61	40.36
Total current assets		2,421.89	2,068.23	1,825.28
TOTAL ASSETS		62,507.39	64,643.61	66,565.13
EQUITY AND LIABILITIES				
Equity				
Equity share capital	15.1	652.15	652.15	495.90
Other equity	16	10,910.02	9,851.87	(1,807.18)
Total equity		11,562.17	10,504.02	(1,311.28)
Non-current liabilities				
Financial liabilities				
Borrowings	17	39,935.31	44,796.24	46,788.42
Other financial liabilities	18	1,924.96	2,562.58	2,041.25
Other non-current liabilities	19	770.67	655.98	578.75
Total non-current liabilities		42,630.94	48,014.80	49,408.42
Current liabilities				
Financial liabilities				
Borrowings	20	-	-	4.10
Trade payables	21	962.96	645.21	343.52
Other financial liabilities	22	6,757.86	5,050.52	17,518.64
Other current liabilities	23	593.46	429.06	601.73
Total current liabilities		8,314.28	6,124.79	18,467.99
TOTAL EQUITY AND LIABILITIES		62,507.39	64,643.61	66,565.13


Summary of significant accounting policies 3

The accompanying notes form an integral part of these financial statements


For and on behalf of the Board of Directors

 Gurpreet Singh Chief Financial Officer	 Manoj Kumar Dua Company Secretary M. No. A12025	 Surinder Singh Chawla Director DIN - 00102064	 Siddhartha Natu Manager	 Vivek Jhunjhunwala Director DIN - 03921778
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This is the Balance Sheet referred to in our report of even date.


 For Walker Chandiook & Co LLP
 (formerly Walker, Chandiook & Co)
 Chartered Accountants




 per Manish Agrawal
 Partner

Place : Gurugram
 Date : 22 May 2017

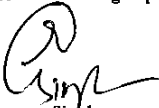
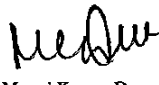
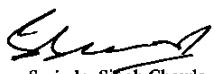
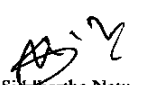

DLF Promenade Limited
Statement of Profit and Loss for the year ended 31 March 2017
(All amounts in ₹ lakhs, unless otherwise stated)

	Note	For the year ended 31 March 2017	For the year ended 31 March 2016
Revenue			
Revenue from operations	24	13,884.72	10,224.29
Other income	25	424.26	328.76
Total income		14,308.98	10,553.05
Expenses			
Finance costs	26	5,920.23	7,028.66
Depreciation expense	27	1,169.69	1,178.39
Other expenses	28	5,434.54	2,115.19
Total expenses		12,524.46	10,322.24
Profit before tax		1,784.52	230.81
Tax expense:	29		
Current tax		388.14	251.25
Minimum alternate tax credit		(267.06)	-
Deferred tax charge		610.96	659.86
Profit/(loss) after tax		1,052.48	(680.30)
Other comprehensive income			
A i) Items that will not be reclassified to profit or loss			
Fair valuation gain/(loss) on investment in equity instrument		7.38	(5.61)
ii) Income tax relating to items that will not be reclassified to profit or loss		(1.70)	1.21
Total comprehensive income for the year		1,058.16	(684.70)
Earnings/(loss) per equity share (Basic and diluted) (in ₹)	30	16.14	(11.72)

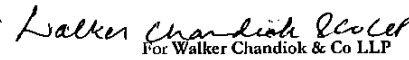
Summary of significant accounting policies

The accompanying notes form an integral part of these financial statements

For and on behalf of the Board of Directors


				
Gurpreet Singh Chief Financial Officer	Manoj Kumar Dua Company Secretary M. No. A12025	Surinder Singh Chawla Director DIN - 00102064	Siddhartha Natu Manager	Vivek Jhunjhunwala Director DIN - 02321778

This is the Statement of Profit and Loss referred to in our report of even date.


For Walker Chandiook & Co LLP
(formerly Walker, Chandiook & Co)
Chartered Accountants

Place : Gurugram
Date : 22 May 2017




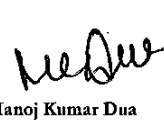
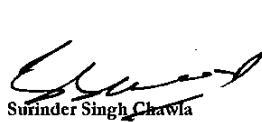
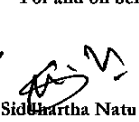
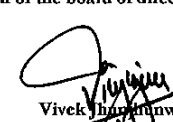

per Manish Agrawal
Partner

DLF Promenade Limited
Cash Flow Statement for the year ended 31 March 2017
(All amounts in ₹ lakhs, unless otherwise stated)


	For the year ended 31 March 2017	For the year ended 31 March 2016
A. Cash flow from operating activities		
Profit before tax	1,784.52	230.81
Adjustment for :		
Interest expense	5,591.05	6,809.32
Interest income	(397.75)	(316.57)
Amount forfeited on properties	(78.02)	(61.81)
Amount written off	-	0.94
Unclaimed balance written back	(8.83)	(2.13)
Depreciation expense	1,169.69	1,178.39
Financial liability measured at amortised cost (net)	34.10	(8.30)
Financial assets measured at amortised cost (net)	(7.68)	0.70
Operating profit before working capital changes	8,087.08	7,831.37
Adjustment for change in working capital:		
(Increase) in trade receivables	(71.00)	(380.49)
Decrease/(increase) in financial assets and other current assets	14.85	(91.12)
Increase in trade payables	317.75	301.69
Increase/(decrease) in financial liabilities and other current liabilities	560.63	229.32
Cash flow from operations	8,909.31	7,890.77
Income tax paid (net of refunds)	906.81	355.48
Net cash flow from operating activities	9,816.12	8,246.25
B. Cash flow from investing activities		
Interest received	144.67	126.11
Movement in fixed deposits (net)	144.89	83.67
Movement in restricted cash-fixed deposit	(106.45)	(100.31)
Purchase of fixed asset	(6.25)	(15.62)
Net cash flow from investing activities	176.86	93.85
C. Cash flow from financing activities		
Interest paid	(4,596.90)	(6,326.12)
Redemption of preference share capital	-	(4.10)
Issue of share capital	-	12,500.00
Receipt of loans to related parties	-	26,000.00
Repayment of loans to related parties	(5,004.00)	(40,660.00)
Net cash used in financing activities	(9,600.90)	(8,490.22)
Net increase/(decrease) in cash and cash equivalents	392.08	(150.12)
Cash and cash equivalents at the beginning of the year	431.81	581.93
Cash and cash equivalents at the end of the year (Refer note 13)	823.89	431.81

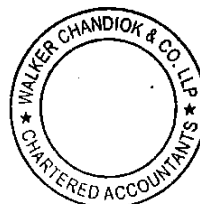
Figures in brackets represents cash outflow.

For and on behalf of the board of directors

 Gurpreet Singh Chief Financial Officer	 Manoj Kumar Dua Company Secretary M. No. A12025	 Surinder Singh Chawla Director DIN - 00102064	 Siddhartha Natu Manager	 Vivek Chaudhary Director DIN - 02921778
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This is the Cash Flow Statement referred to in our report of even date.


For Walker Chandiook & Co LLP
(formerly Walker, Chandiook & Co)
Chartered Accountants




per Manish Agrawal
Partner

Place : Gurugram
Date : 22 May 2017

DLF Promenade Limited
Statement of changes in equity for the year ended 31 March 2017
(All amounts in ₹ lakhs, unless otherwise stated)

A Equity share capital


Particulars	Balance as at 1 April 2015	Change in equity share capital during the year	Balance as at 31 March 2016	Change in equity share capital during the year	Balance as at 31 March 2017
Equity share capital	495.90	156.25	652.15	-	652.15

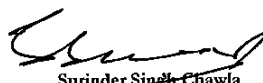
B Other equity*


Particulars	Reserves and surplus			Other comprehensive income - reserve	Total
	Securities premium Reserve	Retained earnings	Debenture redemption reserve	Equity instruments through other comprehensive	
Balance as at 1 April 2015	1,980.00	(3,799.61)	-	12.43	(1,807.18)
Loss for the year	-	(680.30)	-	-	(680.30)
Change in other comprehensive income	-	-	-	(4.40)	(4.40)
Shares issued during the year	12,343.75	-	-	-	12,343.75
Balance as at 31 March 2016	14,323.75	(4,479.91)	-	8.03	9,851.87
Profit for the year	-	1,052.48	-	-	1,052.48
Change in other comprehensive income	-	-	-	5.68	5.68
Transfer from/to retained earnings	-	(1,052.48)	1,052.48	-	-
Balance as at 31 March 2017	14,323.75	(4,479.91)	1,052.48	13.71	10,910.02


* Refer note 16 for details.

For and on behalf of the Board of Directors



Gurpreet Singh **Manoj Kumar Dua**
 Chief Financial Officer Company Secretary
 M. No. A12025

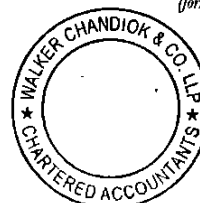

Surinder Singh Chawla
 Director
 DIN - 00102064


Siddhartha Natu
 Manager

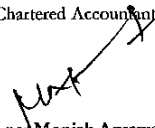

Vivek Jhunjhunwala
 Director
 DIN - 00824778

This is the Statement of Changes in Equity referred to in our report of even date


Walker Chandio & Co
 For Walker Chandio & Co LLP
 (formerly Walker, Chandio & Co)



Chartered Accountants


Manish Agrawal
 Partner

Place : Gurugram
 Date : 22 May 2017

1. Corporate information

Nature of principal activities

DLF Promenade Limited ("the Company") has constructed a Shopping mall-cum-entertainment complex named as DLF Promenade, at Vasant Kunj, consisting of shops, commercial spaces, entertainment centre including but not limited to eateries, convention hall, indoor games court, food court, restaurants etc. and basement for parking and other spaces etc. and further leases it to intending tenants.

General information and statement of compliance with Ind AS

These financial statements ("financial statements") of the Company have been prepared in accordance with the Indian Accounting Standards as notified under section 133 of the Companies Act 2013 read with the Companies (Indian Accounting Standards) Rules 2015 (by Ministry of Corporate Affairs ('MCA')). The Company has uniformly applied the accounting policies during the periods presented.

These financial statements for the year ended 31 March 2017 are the first which the Company has prepared in accordance with Ind AS. For all periods up to and including the year ended 31 March 2016, the Company has 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 (Previous GAAP), which have been adjusted for the differences in the accounting principles adopted by the Company on transition to Ind AS. For the purpose of comparatives, financial statements for the year ended 31 March 2016 and opening balance sheet as at 1 April 2015 are prepared under Ind AS.

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

The financial statements for the year ended 31 March 2017 were authorized and approved for issue by the Board of Directors on 22 May 2017.

2. Recent accounting pronouncement

In March 2017, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2017, notifying amendments to Ind AS 7, 'Statement of cash flows'. The amendments are applicable to the Company from 1 April 2017.

Amendment to Ind AS 7

The amendment to Ind AS 7 requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement. The Company is evaluating the requirements of the amendment and its impact on the financial statements.

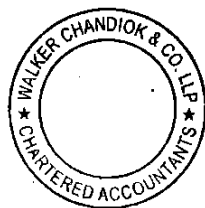
3. Summary of significant accounting policies

a) Overall consideration

The financial statements have been prepared using the significant accounting policies and measurement bases summarised below. These were used throughout all periods presented in the financial statements, except where the Company has applied certain accounting policies and exemptions upon transition to Ind AS.

Basis of preparation

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



policies. Fair valuations related to financial assets and financial liabilities are categorised into level 1, level 2 and level 3 based on the degree to which the inputs to the fair value measurements are observable.

b) Current versus non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Companies Act 2013. Deferred tax assets and liabilities are classified as non-current assets and non-current liabilities, as the case may be.

c) Revenue recognition

Revenue arises from the sale of goods and the rendering of services. Revenue is recognised when it is probable that the economic benefits will flow to the Company and it can be reliably measured. Revenue is measured at the fair value of the consideration received/receivable net of rebate, taxes etc. The Company applies the revenue recognition criteria to each nature of revenue transaction as set out below.

Rental income

Rental income is recognised on a straight-line basis over the term of the lease, except for contingent rental income which is recognised when it arises and where scheduled increase in rent compensates the lessor for expected inflationary costs. Parking income and fit out rental income is recognised in statement of profit and loss on accrual basis.

Service income

Revenue in respect of maintenance services is recognised on an accrual basis, in accordance with the terms of the respective contract.

Interest income

Interest income is recorded on accrual basis using the effective interest rate (EIR) method. Interest from customers is accounted for on accrual basis except in case where ultimate collection is considered doubtful.

Advertisement income

Advertisement/promotional income is recognised on accrual basis in accordance with the terms of the agreement.

Utility services

Income from utilities services provided to tenants' specific usage is recognised on accrual basis in accordance with the terms of the agreement.

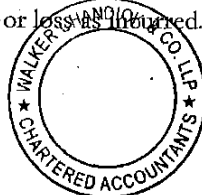
d) Borrowing costs

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

e) Property, plant and equipment

Recognition and initial measurement

Properties plant and equipment are stated at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company. All other repair and maintenance costs are recognised in statement of profit or loss as incurred.



Subsequent measurement (depreciation and useful lives)

Depreciation on property, plant and equipment is provided on the straight-line method, computed on the basis of useful lives (as set out below) prescribed in Schedule II to the Companies Act, 2013:

Asset category	Estimated useful life (in years)
Furniture and fixtures	10
Office equipment	5

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

De-recognition

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

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment recognised as at 1 April 2015 measured as per the provisions of Previous GAAP and use that carrying value as the deemed cost of property, plant and equipment.

f) Investment properties*Recognition and initial measurement*

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

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

Subsequent measurement (depreciation and useful lives)

Depreciation on investment properties is provided on the straight-line method, computed on the basis of useful lives (as set out below) prescribed in Schedule II to the Companies Act, 2013:

Asset category	Estimated useful life (in years)
Buildings	60
Plant and equipments	15

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

De-recognition

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



Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all its investment properties recognised as at 1 April 2015 measured as per the provisions of Previous GAAP and use that carrying value as the deemed cost of investment properties.

g) Operating leases

Company as a lessee

Assets acquired on leases where a significant portion of risk and rewards of ownership are retained by the lessor are classified as operating leases. Lease rental are charged to statement of profit and loss on straightline basis except where scheduled increase in rent compensate the lessor for expected inflationary costs.

Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. The respective leased assets are included in the balance sheet based on their nature. Rental income is recognized on straightline basis over the lease term except where scheduled increase in rent compensates the Company with expected inflationary costs.

h) Impairment of non-financial assets

At each reporting date, the Company assesses whether there is any indication based on internal/external factors, that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount and the reduction is treated as an impairment loss and is recognised in the statement of profit and loss. If, at the reporting date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount. Impairment losses previously recognized are accordingly reversed in the statement of profit and loss.

i) Financial instruments

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value and transaction cost that is attributable to the acquisition of the financial asset is also adjusted.

Subsequent measurement

- i. Financial instruments at amortised cost** – the financial instrument is measured at the amortised cost if both the following conditions are met:

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

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

- ii. Equity investments** – All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are generally classified as at fair value through profit and loss (FVTPL). For all other equity instruments, the Company decides to classify the same either as at fair value through other comprehensive income (FVOCI) or fair value through profit and loss (FVTPL). The Company makes such election on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable.



De-recognition of financial assets

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

Financial liabilities

Initial recognition and measurement

All financial liabilities are recognised initially at fair value and transaction cost that is attributable to the acquisition of the financial liabilities is also adjusted. These liabilities are classified as amortised cost.

Subsequent measurement

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

De-recognition of financial liabilities

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

Offsetting of financial instruments

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

j) Impairment of financial assets

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

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive. When estimating the cash flows, the Company is required to consider –

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

Trade receivables

The Company applies approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of receivables.

Other financial assets

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, impairment loss is provided.

k) Income taxes

Tax expense recognized in statement of profit and loss comprises the sum of deferred tax and current tax except the ones recognized in other comprehensive income or directly in equity.



Current tax is determined as the tax payable in respect of taxable income for the year and is computed in accordance with relevant tax regulations. Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity).

Deferred tax is recognised in respect of temporary differences between carrying amount of assets and liabilities for financial reporting purposes and corresponding amount used for taxation purposes. Deferred tax assets on unrealised tax loss are recognised to the extent that it is probable that the underlying tax loss will be utilised against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit or loss (either in other comprehensive income or in equity).

Unused tax credit (Minimum alternate tax ('MAT') credit entitlement) is recognized 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. In the year in which such credit becomes eligible to be recognized as an asset, the said asset is created by way of a credit to the statement of profit and loss and shown as unused tax credit. The Company reviews the same at each balance sheet date and writes down the carrying amount of unused tax credit to the extent it is not reasonably certain that the Company will pay normal income tax during the specified period.

l) Cash and cash equivalents

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

m) Provisions, contingent assets and contingent liabilities

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

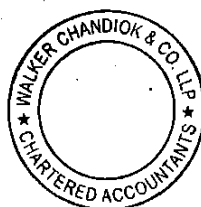
Contingent liability is disclosed for:

- Possible obligations which will be confirmed only by future events not wholly within the control of the Company or
- Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

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

n) Earnings per share

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



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

o) Significant management judgement in applying accounting policies and estimation uncertainty

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

Significant management judgements

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

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

Classification of leases – The Company enters into leasing arrangements for various assets. The classification of the leasing arrangement as a finance lease or operating lease is based on an assessment of several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to purchase and estimated certainty of exercise of such option, proportion of lease term to the asset's economic life, proportion of present value of minimum lease payments to fair value of leased asset and extent of specialized nature of the leased asset.

Recoverability of advances/receivables – At each balance sheet date, based on historical default rates observed over expected life, the management assesses the expected credit loss on outstanding receivables and advances.

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

Significant estimates

Useful lives of depreciable assets – Management reviews its estimate of the useful lives of depreciable/amortisable assets at each reporting date, based on the expected utility of the assets.

Fair value measurements – Management applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available). This involves developing estimates and assumptions consistent with how market participants would price the instrument.

Valuation of investment property – The determination of the fair value of investment properties requires the use of estimates such as future cash flows from the assets (such as lettings and future revenue streams) and discount rates applicable to those assets. These estimates are based on local market conditions existing at the balance sheet date.

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4 Property, plant and equipment

The changes in the carrying value of property, plant and equipment for the year ended 31 March 2017 and 31st March 2016 are as follows :

	Furniture and fixtures	Office equipments	Total
Gross block			
As at 1 April 2015	23.87	15.15	39.02
Additions	-	-	-
Disposals/adjustment	-	-	-
As at 31 March 2016	<u>23.87</u>	<u>15.15</u>	<u>39.02</u>
As at 1 April 2016	23.87	15.15	39.02
Additions	-	-	-
Disposals/adjustment	-	-	-
As at 31 March 2017	<u>23.87</u>	<u>15.15</u>	<u>39.02</u>
Accumulated depreciation			
As at 1 April 2015	-	-	-
Charge for the year	4.29	9.52	13.81
Disposals / adjustments	-	-	-
As at 31 March 2016	<u>4.29</u>	<u>9.52</u>	<u>13.81</u>
As at 1 April 2016	4.29	9.52	13.81
Charge for the year	4.27	5.63	9.90
Disposals/adjustment	-	-	-
As at 31 March 2017	<u>8.57</u>	<u>15.15</u>	<u>23.71</u>
Net block			
As at 1 April 2015	23.87	15.15	39.02
As at 31 March 2016	19.58	5.63	25.21
As at 31 March 2017	15.30	-	15.30

(i) Contractual obligations

The Company does not have any contractual commitments for the acquisition of property, plant and equipment.

(ii) Capitalised borrowing cost

The Company has not capitalised any borrowing cost during the year ended 31 March 2017, 31 March 2016 and 1 April 2015.

(iii) Deemed cost of property, plant and equipment as on 1 April 2015

Description	Gross block	Accumulated depreciation	Net block
Furniture and fixtures	41.63	17.76	23.87
Office equipments	29.05	13.90	15.15
Total	70.68	31.66	39.02

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5 Investment property

The changes in the carrying value of investment properties for the year ended 31 March 2017 and 31 March 2016 are as follows :

	Freehold land	Buildings	Plant and equipments	Total
Gross block				
As at 1 April 2015	27,817.79	21,284.03	6,886.74	55,988.57
Additions	-	-	-	-
Disposals/adjustment	-	-	-	-
As at 31 March 2016	<u>27,817.79</u>	<u>21,284.03</u>	<u>6,886.74</u>	<u>55,988.57</u>
As at 1 April 2016	27,817.79	21,284.03	6,886.74	55,988.57
Additions	-	-	6.25	6.25
Disposals/adjustment *	-	(6.43)	(3.70)	(10.13)
As at 31 March 2017	<u>27,817.79</u>	<u>21,277.60</u>	<u>6,889.30</u>	<u>55,984.69</u>
Accumulated depreciation				
As at 1 April 2015	-	-	-	-
Charge for the year	-	394.38	770.20	1,164.59
Disposals / adjustments	-	-	-	-
As at 31 March 2016	<u>-</u>	<u>394.38</u>	<u>770.20</u>	<u>1,164.59</u>
As at 1 April 2016	-	394.38	770.20	1,164.59
Charge for the year	-	392.83	767.32	1,160.15
Disposals/adjustment	-	(0.11)	(0.26)	(0.36)
As at 31 March 2017	<u>-</u>	<u>787.11</u>	<u>1,537.26</u>	<u>2,324.38</u>
Net block				
As at 1 April 2015	27,817.79	21,284.03	6,886.74	55,988.57
As at 31 March 2016	27,817.79	20,889.65	6,116.54	54,823.98
As at 31 March 2017	27,817.79	20,490.49	5,352.03	53,660.32

* Figures in disposals/adjustments column represents adjustments on account of amounts written back against liabilities towards creditors for capital goods.

(i) Contractual obligations

The Company does not have any contractual commitments for the acquisition of investment property.

(ii) Capitalised borrowing cost

The Company has not capitalised any borrowing cost during the year ended 31 March 2017, 31 March 2016 and 1 April 2015.

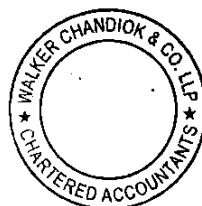
(iii) Amount recognised in profit and loss for investment properties

	31 March 2017	31 March 2016
Rental income	9,440.26	8,702.37
Direct operating expenses that generated rental income	252.37	313.38
Direct operating expenses that did not generated rental income	-	-
Profit from leasing of investment properties before depreciat	9,187.89	8,388.99
Depreciation expense	1,159.79	1,164.59
Profit from leasing of investment properties after depreciat	8,028.10	7,224.40

(iv) Leasing arrangements

Certain investment properties are leased to tenants under long-term operating leases with rentals payable monthly. The company has given building and related equipment on lease. The Company has entered into non- cancellable lease agreements with the tenants to whom it has leased out shops in Promenade Mall. The details of future minimum lease rentals receivable under operating lease for each of the following periods as on 31 March 2017 are mentioned below:

	31 March 2017	31 March 2016	1 April 2015
Upto one year	4,754.99	4,668.41	4,074.56
Two to five years	1,722.47	1,235.96	851.80
More than five years	2,216.62	-	-
Total	8,694.08	5,904.37	4,926.36



(v) Fair value

	31 March 2017	31 March 2016	1 April 2015
Fair value	113,460.00	112,570.00	100,040.00

The Company obtains independent valuations for its investment properties at least annually. The best evidence of fair value is current prices in an active market for similar properties and these fair value measurements are categorised as level 3 measurement in the fair value hierarchy.

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

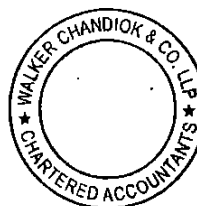
- (i) Discounted cash flow method – net present value is determined based on projected cash flows discounted at an appropriate rate
- (ii) Sales comparable method – this method compares the price or price per unit area of similar properties being sold in the marketplace

The main inputs used are growth rate, market rate, cost escalation and discount rate

(vi) Deemed cost of investment property as on 1 April 2015

Description	Gross block	Accumulated depreciation	Net block
Freehold land	27,817.79	-	27,817.79
Buildings	24,693.24	3,409.21	21,284.03
Plant and equipments	8,767.10	1,880.36	6,886.74
Total	61,278.14	5,289.57	55,988.57

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	As at 31 March 2017	As at 31 March 2016	As at 1 April 2015
6 Investments (non-current)			
In equity instruments (unquoted)			
In Associates[^]			
In equity shares			
Galleria Property Management Services Private Limited (3,250 equity shares (31 March 2016 - 3,250, 1 April 2015 - 3,250) of ₹ 10 each fully paid up) (refer note 39)	0.33	0.33	0.33
In Others			
In equity shares*			
DLF Utilities Limited (230,000 equity shares (31 March 2016 - 230,000, 1 April 2015 - 230,000) of ₹ 10 each fully paid up) (refer note 39)	40.85	33.47	39.08
	41.18	33.79	39.40

[^]Investment in equity shares of associates are stated at cost as per Ind AS 27 'Separate Financial Statements'.

*Investments is measured at fair value through other comprehensive income (FVOCI). No dividends have been received from such investments during the year.

Aggregate amount of unquoted investments	41.18	33.79	39.40
Aggregate amount of impairment in value of investments	-	-	-

	As at 31 March 2017	As at 31 March 2016	As at 1 April 2015
7 Loans (non-current)			
(Unsecured, considered good)			
Security deposits	129.51	147.12	145.65
	129.51	147.12	145.65

8 Other financial assets (non-current)			
months*	1,239.70	1,125.61	1,021.88
	1,239.70	1,125.61	1,021.88

* pledged with debenture trustee

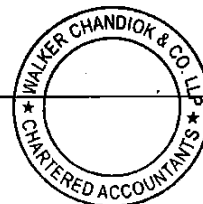
	As at 31 March 2017	As at 31 March 2016	As at 1 April 2015
9 Deferred tax assets (net)			
Deferred tax assets arising on account of:			
Brought forward losses	4,451.43	5,211.68	8,244.41
Financial assets measured at amortised cost	(0.06)	2.60	2.37
	4,451.37	5,214.28	8,246.78
Deferred tax liabilities arising on account of:			
Deduction claimed under section 24(b) of the Income tax Act, 1961.	(1,697.66)	(1,837.81)	(4,213.14)
Financial liability measured at amortised cost	(12.01)	(23.81)	(21.11)
Financial assets measured through FVOCI	(4.13)	(2.43)	(3.64)
	(1,713.80)	(1,864.05)	(4,237.90)
Minimum alternate tax credit	267.07	-	-
	3,004.63	3,350.23	4,008.88

The Company has unabsorbed business losses and unabsorbed depreciation of ₹ 8,401.81 lakhs (31 March 2016: ₹ 8,179.10 lakhs and 1 April 2015: ₹ NIL) on which no deferred tax asset is created as there is no convincing evidence which demonstrates probability of realization of deferred tax asset in the near future.

Movement in deferred tax assets

Particulars	31 March 2016	Recognised in profit and loss	Recognised in other comprehensive income	31 March 2017
Assets				
Investment property	(1,837.81)	140.15	-	(1,697.66)
Loans	2.60	(2.66)	-	(0.06)
Investments	(2.43)	-	(1.70)	(4.13)
Liabilities				
Other financial liabilities	(23.81)	11.80	-	(12.01)
Unused tax losses	5,211.68	(760.25)	-	4,451.43
Minimum alternate tax credit	-	267.07	-	267.07
Net	3,350.23	(343.90)	(1.70)	3,004.63

Particulars	1 April 2015	Recognised in profit and loss	Recognised in other comprehensive income	31 March 2016
Assets				
Investment property	(4,213.14)	2,375.33	-	(1,837.81)
Loans	2.37	0.23	-	2.60
Investments	(3.64)	-	1.21	(2.43)
Liabilities				
Other financial liabilities	(21.11)	(2.69)	-	(23.81)
Unused tax losses	8,244.41	(3,032.73)	-	5,211.68
Net	4,008.88	(659.86)	1.21	3,350.23



DLF Promenade Limited

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2017

(All amounts in ₹ lakhs, unless otherwise stated)

	As at 31 March 2017	As at 31 March 2016	As at 1 April 2015	As at 31 March 2017	As at 31 March 2016	As at 1 April 2015
	Non-current	Non-current	Non-current	Current	Current	Current
10 Non-current tax assets (net)						
Income tax paid (net of provisions)	1,994.86	3,044.37	3,464.08	-	-	-
	1,994.86	3,044.37	3,464.08	-	-	-
11 Other assets						
Balance with government authorities	-	-	-	150.88	114.86	33.04
Prepaid expenses	-	25.07	32.37	21.19	21.76	7.29
Other	-	-	-	-	-	0.03
	-	25.07	32.37	172.08	136.61	40.36

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DLF Promenade Limited
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2017
(All amounts in ₹ lakhs, unless otherwise stated)

	As at 31 March 2017	As at 31 March 2016	As at 1 April 2015
12 Trade receivables			
Related parties			
Secured, considered good	173.87	210.77	59.25
Unsecured, considered good	119.26	117.57	21.95
Others			
Secured, considered good	504.44	396.94	370.61
Unsecured			
Considered good	133.31	134.60	27.58
Considered doubtful	-	1.27	1.27
	<u>930.88</u>	<u>861.15</u>	<u>480.66</u>
Less: Allowance for expected credit loss	-	(1.27)	(1.27)
	<u>930.88</u>	<u>859.88</u>	<u>479.39</u>

13 Cash and cash equivalents
Balances with banks

In current account (refer note 13.1)	76.39	25.23	49.00
In escrow account (refer note 13.2)	747.50	406.58	532.93
	<u>823.89</u>	<u>431.81</u>	<u>581.93</u>

13.1 Cheque issued from current account over and above the bank balance has been adjusted against auto sweep FDR.

13.2 ₹ 747.50 lakhs (31 March 2016 - ₹ 406.58 lakhs, 1 April 2015 - ₹ 532.93 lakhs) representing deposits, held by the entity that are not available for use by the Company, as these are pledged with the banks to fulfill the collateral requirements of borrowings taken by the Company.

13.3 Information pursuant to G.S.R. 308(E) dated 30 March 2017 issued by Ministry of Corporate Affairs:

Particulars	SBNs	Other denomination notes	Total
Closing cash in hand as on 8 November 2016*	0.99	0.00	0.99
Add: Permitted receipts	0.63	66.73	67.36
Less: Permitted payments			-
Less: Amount deposited in Banks	1.62	64.93	66.55
Closing cash in hand as on 30 December 2016		1.80	1.80

The Company, on its own, does not maintained cash, however, it has entered into an arrangement with a vendor for collection and deposit of cash, collected on behalf of the Company in connection with car parking revenue, details of which have been disclosed above. SBN's aggregating ₹ 1.62 lacs were deposited by the vendor directly into the Company's bank account.

* Other denomination notes amounting to ₹ 260, rounded off to ₹ in lakhs

14 Other bank balances

Deposits with original maturity more than 3 months but less than 12 months*	495.04	639.93	723.60
	<u>495.04</u>	<u>639.93</u>	<u>723.60</u>

* Cheque issued from current account over and above the bank balance has been adjusted against auto sweep FDR.

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DLF Promenade Limited
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2017
(All amounts in ₹ lakhs, unless otherwise stated)

	As at 31 March 2017		As at 31 March 2016		As at 1 April 2015	
	No. of shares	Amount	No. of shares	Amount	No. of shares	Amount
15 Share capital						
15.1 Authorised equity share capital						
Equity shares of ₹ 10 each	6,521,500	652.15	6,521,500	652.15	4,959,000	495.90
	6,521,500	652.15	6,521,500	652.15	4,959,000	495.90
Issued, subscribed and paid up						
Equity shares of ₹ 10 each	6,521,500	652.15	6,521,500	652.15	4,959,000	495.90
	6,521,500	652.15	6,521,500	652.15	4,959,000	495.90
(i) Reconciliation of number of equity shares outstanding at the beginning and at the end of the year						
At the beginning of the year	6,521,500	652.15	4,959,000	495.90	4,959,000	495.90
Issued fully paid up during the year	-	-	1,562,500	156.25	-	-
Outstanding at the end of the year	6,521,500	652.15	6,521,500	652.15	4,959,000	495.90

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

The Company has only one class of equity shares having a face value of ₹ 10 per share. Each holder of equity share is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

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

Name of the shareholder	As on 31 March 2017		As on 31 March 2016		As on 1 April 2015	
	Number of shares	% holding	Number of shares	% holding	Number of shares	% holding
Equity Shares						
DLF Cyber City Developers Limited, holding company	6,512,500	99.86%	6,512,500	99.86%	4,950,000	99.82%

(iv) The Company has not issued any equity shares issued pursuant to contract without payment being received in cash, allotted as fully paid up by way of bonus issues and brought back during the last five years.

	As at 31 March 2017		As at 31 March 2016		As at 1 April 2015	
	No. of shares	Amount	No. of shares	Amount	No. of shares	Amount
15.2 Authorised preference share capital						
12% non cumulative redeemable preference shares of ₹100	100	0.10	100	0.10	100	0.10
9% non cumulative redeemable preference shares of ₹ 100	4,000	4.00	4,000	4.00	4,000	4.00
	4,100	4.10	4,100	4.10	4,100	4.10
Issued, subscribed and paid up						
12% non cumulative redeemable preference shares of ₹100	-	-	-	-	100	0.10
9% non cumulative redeemable preference shares of ₹ 100	-	-	-	-	4,000	4.00
	-	-	-	-	4,100	4.10

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

	31 March 2017		31 March 2016		1 April 2015	
	No. of shares	Amount	No. of shares	Amount	No. of shares	Amount
At the beginning of the year	-	-	4,100	4.10	4,100	4.10
Redeemed during the year	-	-	(4,100)	(4.10)	-	-
Outstanding at the end of the year	-	-	-	-	4,100	4.10

(ii) Rights, preferences and restrictions attached to various classes of shares
12% Non Cumulative Redeemable Preference Shares of ₹ 100 each

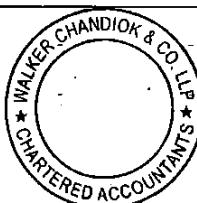
The preference shares shall carry a fixed non-cumulative dividend of 12% p.a. and shall be redeemable at par on or before 20 years from the date of allotment (i.e. 12 December 2002) but not later than 11 December 2022. These preference shares were redeemed on 16 September 2015.

9% Non Cumulative Redeemable Preference Shares of ₹ 100 each

The preference shares shall carry a fixed non-cumulative dividend of 9% p.a. and shall be redeemable at par on or before 20 years from the date of allotment (i.e. 30 January 2004) but not later than 29 January 2024. These preference shares were redeemed on 16 September 2015.

(iii) Details of shares held by holding company and fellow subsidiary company and shareholders holding more than 5% shareholding in the

Name of the shareholder	As on 31 March 2017		As on 31 March 2016		As on 1 April 2015	
	Number of shares	% holding	Number of shares	% holding	Number of shares	% holding
12% non cumulative redeemable preference shares						
DLF Limited, the ultimate holding company	-	-	-	-	100	100.00%
9% non cumulative redeemable preference shares						
DLF Limited, the ultimate holding company	-	-	-	-	4,000	100.00%



DLF Promenade Limited**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2017***(All amounts in ₹ lakhs, unless otherwise stated)*

	As at 31 March 2017	As at 31 March 2016	As at 1 April 2015
16 Other equity			
Securities Premium Reserve	14323.75	14323.75	1980.00
Retained Earnings	(4,479.91)	(4,479.91)	(3,799.61)
Debenture redemption reserve	1,052.48	-	-
Equity Instruments through Other Comprehensive Income	13.71	8.03	12.43
	10,910.02	9,851.87	(1,807.18)

Nature and purpose of other reserves**Securities premium reserve**

Securities premium reserve represents premium received on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act.

Retained earnings

All the profits made by the Company are transferred to retained earnings from statement of profit and loss.

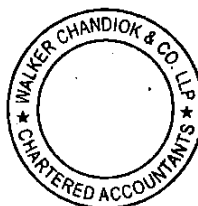
Debenture redemption reserve

The Company is required to create a debenture redemption reserve out of the profits which are available for redemption of debentures. Debenture redemption reserve is created during the year to the extent of the availability of profits.

Other comprehensive income

Other comprehensive income represents balance arising on account of gain/(loss) booked on fair valuation of equity instrument.

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	Non current maturities			Current maturities		
	As at 31 March 2017	As at 31 March 2016	As at 1 April 2015	As at 31 March 2017	As at 31 March 2016	As at 1 April 2015
17 Borrowings - non current						
Non convertible debentures (secured)	36,559.31	36,416.24	36,288.42	-	-	-
Loan from related party (unsecured)						
Loan from DLF Assets Private Limited	3,376.00	8,380.00	-	3,960.00	3,960.00	-
Loan from DLF Cyber City Developers Limited	-	-	10,500.00	-	-	16,500.00
	39,935.31	44,796.24	46,788.42	3,960.00	3,960.00	16,500.00

17.1.1 Repayment terms and security disclosure for the outstanding long term borrowings (excluding current maturities) as on 31 March 2017 :

Listed, Secured, Redeemable, Non Convertible Debentures of ₹10 lakhs each referred above to the extent of :-

- (i) ₹ 36,559.31 lakhs are secured by way of first pari passu charge on the immovable property situated at New Delhi, Coupon rate of these debentures is 10.90%. The Final redemption date is 11 December 2021 and date of redemption (based on early redemption date) is latest by 11 December 2019. Pledge over the shareholding of the issuer company along with charge over debt service reserve account in favour of debenture trustees.
- (ii) Charge on receivables pertaining to the aforesaid immovable property owned by the Company.
- (iii) Pledge over the shareholding of Company.
- (iv) Refer note 8 for fixed deposits pledged with debenture trustees.

17.1.2 Loan amounting ₹ 3,376 lakhs from related party is repayable on demand, after 31 March 2018 and carry interest @ 13.50 % p.a.**17.2.1 Repayment terms and security disclosure for the outstanding long term borrowings (excluding current maturities) as on 31 March 2016 :**

Listed, Secured, Redeemable, Non Convertible Debentures of ₹ 10 lakhs each referred above to the extent of :-

- (i) ₹ 36,416.24 lakhs are secured by way of first pari passu charge on the immovable property situated at New Delhi, Coupon rate of these debentures is 10.90%. The Final redemption date is 11 December 2021 and date of redemption (based on early redemption date) is latest by 11 December 2019. Pledge over the shareholding of the issuer company along with charge over debt service reserve account in favour of debenture trustees.
- (ii) Charge on receivables pertaining to the aforesaid immovable property owned by the Company.
- (iii) Pledge over the shareholding of Company.
- (iv) Refer note 8 for fixed deposits pledged with debenture trustees.

17.2.2 Loan amounting ₹ 8,380 lakhs from related party is repayable on demand, after 31 March 2017 and carry interest @ 13.50 % p.a.**17.3.1 Repayment terms and security disclosure for the outstanding long term borrowings (excluding current maturities) as on 1 April 2015 :**

Listed, Secured, Redeemable, Non Convertible Debentures of ₹ 10 lakhs each referred above to the extent of :-

- (i) ₹ 36,288.42 lakhs are secured by way of first pari passu charge on the immovable property situated at New Delhi, Coupon rate of these debentures is 10.90%. The Final redemption date is 11 December 2021 and date of redemption (based on early redemption date) is latest by 11 December 2019. Pledge over the shareholding of the issuer company along with charge over debt service reserve account in favour of debenture trustees.
- (ii) Charge on receivables pertaining to the aforesaid immovable property owned by the Company.
- (iii) Pledge over the shareholding of Company.
- (iv) Refer note 8 for fixed deposits pledged with debenture trustees.

17.3.2 Loan amounting ₹ 10,500 lakhs from related party is repayable on demand, after 31 March 2016 and carry interest @ 13.50 % p.a.

	As at 31 March 2017	As at 31 March 2016	As at 1 April 2015
18 Other financial liabilities - non-current			
Security deposit from tenants	1,924.96	2,562.58	2,041.25
	1,924.96	2,562.58	2,041.25
19 Other non current liabilities			
Deferred income	770.67	655.98	578.75
	770.67	655.98	578.75
20 Borrowings - current			
Redeemable preference shares (Refer note 15.2 for details)	-	-	4.10
	-	-	4.10
21 Trade payables - current			
Due to micro enterprises and small enterprises (refer note 34)	-	-	-
Due to others	962.96	645.21	343.52
	962.96	645.21	343.52
22 Other financial liabilities - current			
Current maturities of long-term borrowings (refer note 17 and 40)	3,960.00	3,960.00	16,500.00
Interest accrued on borrowings (refer note 17 and 40)	1,358.81	507.74	152.36
Registration charges payable	5.71	22.39	22.22
Security deposit from tenants	1,433.34	543.22	811.28
Creditors for fixed assets	-	17.16	32.78
	6,757.86	5,050.52	17,518.64
23 Other current liabilities			
Advance from customers	202.58	43.16	46.10
Statutory dues	89.06	79.04	300.75
Deferred income	301.82	306.86	254.88
	593.46	429.06	601.73

DLF Promenade Limited
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2017
(All amounts in ₹ lakhs, unless otherwise stated)

	For the year ended 31 March 2017	For the year ended 31 March 2016
24 Revenue from operations		
Operating revenue		
Rental income *	9,440.26	8,702.37
Service income	3,672.56	873.59
Other operating revenue		
Parking income	285.56	-
Promotional income	404.50	586.52
Amount forfeited on properties	78.02	61.81
Miscellaneous income	3.80	-
	<u>13,884.72</u>	<u>10,224.29</u>
* This includes ₹ 298.83 lakhs (previous year ₹ 235.96 lakhs) on account of financial liability (security deposits) measured at amortised cost.		
25 Other income		
Interest income on		
Bank deposits	152.31	129.55
Income tax refunds	245.44	187.02
Financial assets measured at amortised cost	-	1.47
Others *	0.00	3.60
Unclaimed balance written back	8.83	2.13
Gain on pre settlement of financial asset	7.68	-
Miscellaneous income	9.99	5.00
	<u>424.26</u>	<u>328.76</u>
* ₹495 for the year ended 31 March 2017.		
26 Finance costs		
Interest expense on		
Debentures	4,230.57	4,226.52
Loans from related parties	1,360.48	2,582.80
Financial liability measured at amortised cost	322.17	219.18
Others	4.28	-
Guarantee and bank charges	2.73	0.15
	<u>5,920.23</u>	<u>7,028.66</u>
27 Depreciation expense		
Depreciation on property, plant and equipment	9.90	13.81
Depreciation on investment property	1,159.79	1,164.59
	<u>1,169.69</u>	<u>1,178.39</u>
28 Other expenses		
Rates and taxes	131.35	90.26
Advertisement and publicity	503.24	496.84
Electricity, fuel and water	1,514.34	893.93
Repair and maintenance - building	249.26	288.89
Repair and maintenance - others	195.04	-
Director's sitting fees	5.03	5.61
Director's travelling	0.17	0.85
Commission and brokerage	3.11	24.49
Legal and professional fees (refer note 28.1)	58.02	81.85
Facility maintenance expenses	2,023.62	-
Heating, ventilation and airconditioning	595.50	-
Amount written off	-	0.94
Business support charges	133.91	223.04
Loss on pre settlement of financial liability	10.76	8.49
Miscellaneous expenses	11.20	-
	<u>5,434.54</u>	<u>2,115.19</u>
28.1 Payment to auditor*		
Audit fees	9.00	8.50
Tax audit fees	0.68	0.50
Other services	2.00	0.50
Reimbursement of expenses	0.98	0.68
	<u>12.65</u>	<u>10.38</u>

** exclusive of applicable taxes*


DLF Promenade Limited
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2017
(All amounts in ₹ lakhs, unless otherwise stated)
29 Tax expense

Current tax	388.14	251.25
Minimum alternate tax credit	(267.06)	-
Deferred tax charge	610.96	659.86
	732.05	911.12

The major components of income tax expense and the reconciliation of expense based on the domestic effective tax rate of 33.063% and the reported tax expense in profit or loss are as follows:

Particulars	31 March 2017	31 March 2016
Accounting profit before income tax	1,784.52	230.81
At country's statutory income tax rate of 33.063% (31 March 2016: 33.99%)	590.01	76.31
Adjustments		
Tax impact of expenses which will never be allowed	1,089.53	1,291.10
Standard deduction under income from house property	(904.41)	(842.24)
Difference due to change in tax rate	27.28	(40.72)
Brought forward losses adjusted and lapsed	(60.25)	441.97
Others	(10.11)	(15.31)
Total adjustment	142.04	834.80
Income tax expenses recognised in the books	732.05	911.12

30 Earnings/(loss) per share

Earnings attributable to equity shareholders	1,052.48	(680.30)
Weighted average number of equity shares outstanding (in nos)	6,521,500	5,804,287
Total number of equity shares outstanding at the beginning of the year (in nos)	6,521,500	4,959,000
Total number of equity shares outstanding at the end of the year (in nos)	6,521,500	6,521,500
Nominal value of equity share (₹)	10	10
Earning per equity share (₹)	16.14	(11.72)

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DLF Promenade Limited
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2017
(All amounts in ₹ lakhs, unless otherwise stated)
31 Fair value disclosures
i) Fair values hierarchy

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

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

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

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

ii) Financial assets and liabilities measured at fair value - recurring fair value measurements

31 March 2017	Level 1	Level 2	Level 3	Total
Financial assets				
Investments at FVOCI				
Investment in equity shares	-	-	40.85	40.85
Total	-	-	40.85	40.85

31 March 2016	Level 1	Level 2	Level 3	Total
Financial assets				
Investments at FVOCI				
Investment in equity shares	-	-	33.47	33.47
Total	-	-	33.47	33.47

1 April 2015	Level 1	Level 2	Level 3	Total
Financial assets				
Investments at FVOCI				
Investment in equity shares	-	-	39.08	39.08
Total	-	-	39.08	39.08

(iii) Valuation technique used to determine fair value

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

(iv) The significant unobservable inputs used in level 3 fair value measurements are discount rates and long term growth rate. The carrying value of investment in DLF Utilities Limited is low and hence, 0.5% percentage change in the unobservable inputs used in the fair valuation of level 3 assets does not have a significant impact on carrying value.
(v) The following table presents the changes in level 3 items for the year ended 31 March 2017 and 31 March 2016:

Particulars	Amount
As at 1 April 2015	39.08
Loss recognised in other comprehensive income	(5.61)
As at 31 March 2016	33.47
Gain recognised in other comprehensive income	7.38
As at 31 March 2017	40.85

(vi) Fair value of instruments measured at amortised cost

Fair value of instruments measured at amortised cost for which fair value is disclosed is as follows:

Particulars	Level	31 March 2017		31 March 2016		1 April 2015	
		Carrying value	Fair value	Carrying value	Fair value	Carrying value	Fair value
Financial assets							
Security deposits	Level 3	129.51	129.51	147.12	142.44	145.65	140.11
Other financial assets	Level 3	1,239.70	1,239.70	1,125.61	1,125.61	1,021.88	1,021.88
Total financial assets		1,369.21	1,369.21	1,272.73	1,268.05	1,167.53	1,161.99
Financial liabilities							
Borrowings	Level 3	39,935.31	39,935.31	44,796.24	44,796.24	46,788.42	46,788.42
Other financial liabilities	Level 3	1,924.96	1,944.39	2,562.58	2,518.55	2,041.25	1,929.29
Total financial liabilities		41,860.28	41,879.70	47,358.82	47,314.79	48,829.67	48,717.70

The above disclosures is presented for non-current financial assets and non-current financial liabilities. The carrying values of current financial assets (trade receivables, cash and cash equivalents and other bank balances) and current financial liabilities (borrowings, trade payables and other financial liabilities) are considered to be a reasonable approximation of fair value. The non-convertible redeemable debenture issued by the Company are listed on stock exchange and there is no comparable instrument having the similar terms and conditions with related security being pledged and hence the carrying value of the debentures represents the best estimate of fair value.

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DLF Promenade Limited

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2017

(All amounts in ₹ lakhs, unless otherwise stated)

32 Financial risk management
i) Financial instruments by category

For amortised cost instruments, carrying value represents the best estimate of fair value.

Particulars	31 March 2017			31 March 2016			1 April 2015		
	FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost
Financial assets									
Investment in equity instruments	-	41.18	-	-	33.79	-	-	39.40	-
Trade receivables	-	-	930.88	-	-	859.88	-	-	479.39
Security deposit	-	-	129.51	-	-	147.12	-	-	145.65
Cash and cash equivalents	-	-	823.89	-	-	431.81	-	-	581.93
Fixed deposit (including interest)	-	-	1,734.74	-	-	1,765.54	-	-	1,745.47
Total	-	41.18	3,619.02	-	33.79	3,204.35	-	39.40	2,952.44
Financial liabilities									
Borrowings including interest	-	-	45,254.13	-	-	49,263.98	-	-	63,444.88
Trade payable	-	-	962.96	-	-	645.21	-	-	343.52
Security deposit	-	-	3,358.30	-	-	3,105.80	-	-	2,852.53
Other financial liabilities	-	-	5.71	-	-	39.56	-	-	55.00
Total	-	-	49,581.10	-	-	53,054.55	-	-	66,695.92

ii) Risk Management

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

A) Credit risk

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

a) Credit risk management
i) Credit risk rating

The Company assigns the following credit ratings to each class of financial assets based on the assumptions, inputs and factors specific to the class of financial assets.

A: Low credit risk on financial reporting date

B: Moderate credit risk

C: High credit risk

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

Asset group	Basis of categorisation	Provision for expenses credit loss
Low credit risk	Cash and cash equivalents, other bank balances, investments, loans, trade receivables and other financial assets	12 month expected credit loss/life time expected credit loss
Moderate credit risk	Financial assets	Life time expected credit loss or 12 month expected credit loss
High credit risk	Financial assets	Life time expected credit loss

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

Assets under credit risk --

Credit rating	Particulars	31 March 2017	31 March 2016	1 April 2015
A: Low credit risk	Cash and cash equivalents, other bank balances, investments, loans, trade receivables and other financial	3,660.19	3,238.14	2,991.85
B: Moderate credit risk	Financial assets	-	-	-
C: High credit risk	Trade receivables	-	1.27	1.27

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DLF Promenade Limited**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2017***(All amounts in ₹ lakhs, unless otherwise stated)***b) Credit risk exposure****Provision for expected credit losses**

The Company provides for expected credit loss based on lifetime expected credit loss mechanism for loans and advances, deposits and other investments --

31 March 2017

Particulars	Estimated gross carrying amount at default	Expected credit losses	Carrying amount net of impairment provision
Investment	41.18	-	41.18
Cash and cash equivalents	823.89	-	823.89
Fixed deposit (including	1,734.74	-	1,734.74
Security deposit	129.51	-	129.51

31 March 2016

Particulars	Estimated gross carrying amount at default	Expected credit losses	Carrying amount net of impairment provision
Investment	33.79	-	33.79
Cash and cash equivalents	431.81	-	431.81
Fixed deposit (including	1,765.54	-	1,765.54
Security deposit	147.12	-	147.12

1 April 2015

Particulars	Estimated gross carrying amount at default	Expected credit losses	Carrying amount net of impairment provision
Investment	39.40	-	39.40
Cash and cash equivalents	581.93	-	581.93
Fixed deposit (including	1,745.47	-	1,745.47
Security deposit	145.65	-	145.65

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



DLF Promenade Limited

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2017

(All amounts in ₹ lakhs, unless otherwise stated)

B) Liquidity risk

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

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

Maturities of financial liabilities

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

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

31 March 2017	Less than 1 year	1-5 year	More than 5 years	Total
Non-derivatives				
Borrowings including interest	9,406.31	48,043.12	-	57,449.44
Trade payable	962.96	-	-	962.96
Security deposits	1,512.74	1,848.28	1,106.09	4,467.11
Other financial liabilities	5.71	-	-	5.71
Total	11,887.73	49,891.41	1,106.09	62,885.22

31 March 2016	Less than 1 year	1-5 year	More than 5 years	Total
Non-derivatives				
Borrowings including interest	8,544.04	57,134.62	-	65,678.66
Trade payable	645.21	-	-	645.21
Security deposits	540.17	2,570.89	1,028.01	4,139.07
Other financial liabilities	39.56	-	-	39.56
Total	9,768.97	59,705.51	1,028.01	70,502.50

1 April 2015	Less than 1 year	1-5 year	More than 5 years	Total
Non-derivatives				
Borrowings including interest	20,766.36	63,330.92	-	84,097.28
Trade payable	343.52	-	-	343.52
Security deposits	817.73	2,208.43	722.11	3,748.27
Other financial liabilities	55.00	-	-	55.00
Total	21,982.61	65,539.35	722.11	88,244.07

C) Market Risk
a) Interest rate risk
i) Liabilities

The company has only fixed rate borrowings which are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

ii) Assets

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

b) Price risk

The Company's exposure to price risk arises from investments held and classified as FVOCI. To manage the price risk arising from investments, the Company diversifies its portfolio of assets.

Sensitivity analysis

Profit or loss and equity is sensitive to higher/lower prices of instruments on the Company's profit for the periods -

Particulars	31 March 2017	31 March 2016
Price sensitivity		
Price increase by (5 %)- FVOCI	2.04	1.67
Price decrease by (5 %)- FVOCI	(2.04)	(1.67)

33 Capital management
Risk management

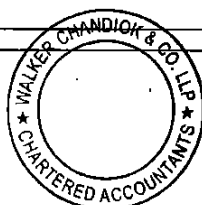
The Company's capital management objectives are

- to ensure the Company's ability to continue as a going concern
- to provide an adequate return to shareholders

The Company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of balance sheet.

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

Particulars	31 March 2017	31 March 2016	1 April 2015
Total borrowings	43,895.31	48,756.24	63,292.52
Less : Cash and cash equivalent	(823.89)	(431.81)	(581.93)
Net debt	43,071.42	48,324.43	62,710.59
Total equity	11,562.17	10,504.02	(1,311.28)
Net debt to equity ratio	372.52%	460.06%	-4782.38%



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

Particulars	31 March 2017	31 March 2016	1 April 2015
i) the principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year;	Nil	Nil	Nil
ii) the amount of interest paid by the buyer in terms of section 16, along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year;	Nil	Nil	Nil
iii) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act;	Nil	Nil	Nil
iv) the amount of interest accrued and remaining unpaid at the end of each accounting year;	Nil	Nil	Nil
v) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23.	Nil	Nil	Nil

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

35 Segment reporting

In line with the provisions of Ind AS 108- operating segments and basis the review of operations being done by the senior Management, the operations of the Company fall under business of leasing of real estate activities, which is considered to be the only reportable business segment.

- 36 CRISIL has reaffirmed its rating on the commercial mortgage backed securities ("CMBS") to CRISIL AA (SO)/(Stable) vide letter 6 March 2017 and ICRA has also reaffirmed its rating on CMBS to ICRA AA (SO) (Stable) vide letter dated 7 November 2016.

37 Contingent liabilities

Claim against the company not acknowledged as debts

Particulars	31 March 2017	31 March 2016	1 April 2015
Service tax demand (for financial year 2007-12)	692.00	692.00	692.00

Based on the advice from independent tax experts/ development on the appeals, the Company is confident that the additional tax so demanded will not be sustained on the completion of appellate proceedings and accordingly, pending the decisions by the appellate authorities, no provision has been made in these financial statements.

Guarantees

There are no guarantees issued by Company on behalf of loan taken by others.

- 38 In respect of listed debt securities, company has maintained 100% asset cover, sufficient to discharge the principal amount at all times for the debt securities.

- 39 In the opinion of the board of directors, current assets, loans and advances have a value on realization in the ordinary course of business at least equal to the amount at which they are stated in the Balance Sheet and provisions of all known liabilities have also been made.

40 Related party disclosures

In accordance with Ind AS-24 "Related Party Disclosures" of the Companies (Accounts) Rules 2014, the names of related parties along with aggregate amount of transactions and year end balances with them are given as follows:

a. Relationship:

i) Holding companies:

- DLF Limited (the ultimate holding company)
- DLF Cyber City Developers Limited (the holding company)

ii) Fellow subsidiary companies at any time during the year (with whom there were transactions during the year):

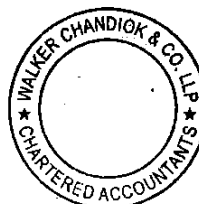
- DLF Universal Limited
- DLF Utilities Limited
- DLF Emponio Limited
- DLF Assets Private Limited
- Richmond Park Property Management Services Limited

iii) Associate Company:

- Galleria Property Management Services Private Limited

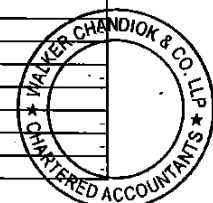
iv) Enterprises under the control of Key managerial personnel(KMP) of ultimate holding company or their relatives at any time during the year: (with whom there were transactions during the year):

- DLF Brands Limited
- Rod Retail Private Limited
- Kapo Retail Private Limited
- Rhea Retail Private Limited
- Cian Builders And Developers Private Limited
- Solange Retail Private Limited
- Juno Retail Private Limited
- Kiko Cosmetics Retail Private Limited
- Diana Retail Private Limited



b. The following transactions were carried out with related parties during the year in the ordinary course of business:

Description	Holding Companies		Fellow subsidiary Companies		Associate Companies / KMP	
	2017	2016	2017	2016	2017	2016
Transactions during the year						
Repairs and maintenance						
DLF Utilities Limited	-	-	738.36	284.21	-	-
CAM Expense						
DLF Utilities Limited	-	-	2,304.63	-	-	-
Commission and Brokerage						
DLF Utilities Limited	-	-	-	0.12	-	-
Advertisement and publicity						
DLF Utilities Limited	-	-	17.93	185.58	-	-
DLF Brands Limited	-	-	-	-	-	1.29
DLF Emporio Restaurants Limited	-	-	0.48	1.61	-	-
Diana Retail Private Limited	-	-	-	-	0.60	-
Richmond Park Property Management Services Limited	-	-	11.61	-	-	-
Business support charges						
DLF Utilities Limited	-	-	133.25	222.49	-	-
Interest expense						
DLF Cyber City Developers Limited	-	1,429.81	-	-	-	-
DLF Asset Private Limited	-	-	1,360.48	1,152.99	-	-
DLF Universal Limited	-	-	10.97	0.03	-	-
DLF Utilities Limited	-	-	37.98	0.01	-	-
DLF Brands Limited	-	-	-	-	10.67	4.49
Kiko Cosmetics Retail Private Limited	-	-	-	-	1.23	-
Rod Retail Private Limited	-	-	-	-	1.36	1.26
Rhea Retail Private Limited	-	-	-	-	16.68	4.49
Solange Retail Private Limited	-	-	-	-	2.45	2.18
Cian Builders And Developers Private Limited	-	-	-	-	-	4.20
Other Income						
DLF Utilities Limited	-	-	-	1.47	-	-
Gain on pre settlement of financial asset						
DLF Utilities Limited	-	-	7.68	-	-	-
Expenses recovered						
DLF Universal Limited	-	-	5.40	9.36	-	-
DLF Utilities Limited	-	-	3.78	32.70	-	-
DLF Brands Limited	-	-	-	-	5.53	8.40
Rod Retail Private Limited	-	-	-	-	0.40	0.69
Rhea Retail Private Limited	-	-	-	-	2.80	2.03
Cian Builders And Developers Private Limited	-	-	-	-	-	1.02
Kiko Cosmetics Retail Private Limited	-	-	-	-	0.40	-
Solange Private Limited	-	-	-	-	0.08	-
Rental income						
DLF Universal Limited	-	-	204.27	192.73	-	-
DLF Utilities Limited	-	-	108.85	469.39	-	-
DLF Brands Limited	-	-	-	-	227.92	331.48
Kiko Cosmetics Retail Private Limited	-	-	-	-	43.26	-
Rod Retail Private Limited	-	-	-	-	60.39	47.73
Rhea Retail Private Limited	-	-	-	-	187.38	139.59
Solange Retail Private Limited	-	-	-	-	2.17	2.19
Cian Builders And Developers Private Limited	-	-	-	-	-	42.70
Income on fair valuation of investment						
DLF Utilities Limited	-	-	7.38	-	-	-
Loss on fair valuation of investment						
DLF Utilities Limited	-	-	-	5.61	-	-
Promotional income						
DLF Utilities Limited	-	-	-	288.83	-	-
CAM Income						
DLF Universal Limited	-	-	316.38	89.10	-	-
DLF Brands Limited	-	-	-	-	86.65	25.35
Kiko Cosmetics Retail Private Limited	-	-	-	-	7.41	-
Kapo Retail Private Limited	-	-	-	-	-	(0.02)
Rod Retail Private Limited	-	-	-	-	13.32	2.97
Rhea Retail Private Limited	-	-	-	-	45.34	8.50
Solange Retail Private Limited	-	-	-	-	-	(0.04)
Cian Builders And Developers Private Limited	-	-	-	-	-	7.42
DLF Utilities Limited	-	-	106.37	101.91	-	-
Electricity expenses						
DLF Utilities Limited	-	-	183.60	453.45	-	-
Electricity income						
DLF Utilities Limited	-	-	413.08	405.20	-	-
Loan taken						
DLF Asset Private Limited	-	-	-	26,000.00	-	-
Loan repayment						
DLF Cyber City Developers Limited	-	27,000.00	-	-	-	-
DLF Limited	-	-	-	-	-	-
DLF Assets Private Limited	-	-	5,004.00	13,660.00	-	-



DLF Promenade Limited

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2017

(All amounts in ₹ lakhs, unless otherwise stated)

Description	Holding companies			Fellow subsidiary companies			Associate companies / KMP		
	2017	2016	2015	2017	2016	2015	2017	2016	2015
Balances at year end									
Security deposits given									
DLF Utilities Limited	-	-	-	-	17.61	69.00	-	-	-
Prepaid expense									
DLF Utilities Limited	-	-	-	-	25.05	27.22	-	-	-
Security deposits accepted									
DLF Universal Limited	-	-	-	99.07	89.14	85.47	-	-	-
DLF Utilities Limited	-	-	-	-	27.30	25.71	-	-	-
DLF Brands Limited	-	-	-	-	-	-	62.55	51.88	23.56
Kiko Cosmetics Retail Private Limited	-	-	-	-	-	-	29.09	-	-
Rhea Retail Private Limited	-	-	-	-	-	-	33.37	40.33	35.84
Rod Retail Private Limited	-	-	-	-	-	-	16.43	15.07	13.81
Solange Retail Private Limited	-	-	-	-	-	-	20.74	18.28	16.10
DLF Cyber City Developers Limited	1.00	-	-	-	-	-	-	-	-
Cian Builders And Developers Pvt. Ltd.	-	-	-	-	-	-	-	35.19	30.99
Deferred income									
DLF Universal Limited	-	-	-	9.67	20.16	21.57	-	-	-
DLF Utilities Limited	-	-	-	-	37.97	37.07	-	-	-
DLF Brands Limited	-	-	-	-	-	-	17.25	28.18	10.32
Kiko Cosmetics Retail Private Limited	-	-	-	-	-	-	23.84	-	-
Rhea Retail Private Limited	-	-	-	-	-	-	21.79	14.21	19.44
Rod Retail Private Limited	-	-	-	-	-	-	1.03	2.25	3.48
Solange Retail Private Limited	-	-	-	-	-	-	-	2.17	4.36
Cian Builders And Developers Pvt. Ltd.	-	-	-	-	-	-	-	18.30	23.30
Unsecured loans									
DLF Asset Private Limited	-	-	-	7,336.00	12,340.00	-	-	-	-
DLF Cyber City Developers Limited	-	-	27,000.00	-	-	-	-	-	-
Interest accrued but not due									
DLF Asset Private Limited	-	-	-	1,224.43	384.55	-	-	-	-
DLF Cyber City Developers Limited	-	-	17.98	-	-	-	-	-	-
Amount recoverable									
DLF Limited	-	-	0.03	-	-	-	-	-	-
Trade receivables									
DLF Universal Limited	-	-	-	12.90	52.47	21.87	-	-	-
DLF Utilities Limited	-	-	-	-	-	10.51	-	-	-
DLF Brands Limited	-	-	-	-	-	-	118.39	179.15	9.40
Kiko Cosmetics Retail Private Limited	-	-	-	-	-	-	2.59	-	-
Rod Retail Private Limited	-	-	-	-	-	-	23.44	21.54	4.06
Kapo Retail Private Limited	-	-	-	-	-	-	-	-	0.09
Rhea Retail Private Limited	-	-	-	-	-	-	132.21	71.66	12.76
Solange Retail Private Limited	-	-	-	-	-	-	3.60	3.52	3.57
Cian Builders And Developers Pvt. Ltd.	-	-	-	-	-	-	-	-	18.95
Advance from customers									
DLF Utilities Limited	-	-	-	-	3.68	-	-	-	-
Juno Retail Private Limited	-	-	-	-	-	-	5.32	5.11	5.11
Kapo Retail Private Limited	-	-	-	-	-	-	0.53	0.12	-
Expenses payable									
DLF Universal Limited	-	-	-	-	-	3.80	-	-	-
Trade payables									
DLF Utilities Limited	-	-	-	630.09	440.28	306.92	-	-	-
DLF Emporio Restaurants Limited	-	-	-	-	0.26	-	-	-	-
Borrowings									
DLF Limited	-	-	4.10	-	-	-	-	-	-
Share capital									
DLF Cyber City Developers Limited	652.15	652.15	495.00	-	-	-	-	-	-
Investments									
DLF Utilities Limited	-	-	-	40.85	33.47	39.08	-	-	-
Galleria Property Management Services Private Limited	-	-	-	-	-	-	0.33	0.33	0.33



DLF Promenade Limited

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2017

(All amounts in ₹ lakhs, unless otherwise stated)

41 First time adoption of Ind AS

These are the Company's first financial statements prepared in accordance with Ind AS.

The accounting policies set out in note 3 have been applied in preparing the financial statements for the year ended 31 March 2017, the comparative information presented in these financial statements for the year ended 31 March 2016 and in the preparation of an opening Ind AS balance sheet at 1 April 2015 (the Company's date of transition). An explanation of how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows is set out in the following tables and notes.

A Ind AS optional exemptions

1 Deemed cost for property, plant and equipment, investment property and intangible assets

Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition. This exemption can also be used for investment property covered by Ind AS 40 Investment Properties. Accordingly, the Company has elected to measure all of its property, plant and equipment and investment property at their previous GAAP carrying value.

2 Designation of previously recognised financial instruments

Ind AS 101 allows an entity to designate investments in equity instruments at FVOCI on the basis of the facts and circumstances at the date of transition to Ind AS. The Company has elected to apply this exemption for its investment in equity investments.

B Ind AS mandatory exceptions

1 Estimates

An entity's estimates in accordance with Ind ASs 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

Ind AS estimates as at 1 April 2015 are consistent with the estimates as at the same date made in conformity with previous GAAP. The Company made estimates for following items in accordance with Ind AS at the date of transition as these were not required under previous GAAP:

- a) Investment in equity instruments carried at FVTPL or FVOCI.
- b) Impairment of financial assets based on expected credit loss model.

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DLF Promenade Limited
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2017

(All amounts in ₹ lakhs, unless otherwise stated)

C Reconciliations between previous GAAP and Ind AS

Ind AS 101 requires an entity to reconcile equity, total comprehensive income and cash flows for prior periods. The following tables represent the reconciliations from previous GAAP to Ind AS.

1 Reconciliation of total equity as at 31 March 2016 and 1 April 2015

	Notes to first time adoption	As at 31 March 2016	As at 1 April 2015
Total equity (shareholder's funds) as per previous GAAP		10,360.29	(1,403.86)
Adjustments:			
Impact of effective interest rate adjustment on borrowings	Note- 1	94.17	47.86
Impact of financial instruments at amortised cost	Note- 2	62.72	55.12
Impact of fair valuation of investment through FVOCI	Note- 3	10.48	16.08
Reclassification of preference shares to borrowings	Note- 4	-	(4.10)
Tax impact on above adjustments	Note- 5	(23.64)	(22.38)
Total adjustments		143.73	92.58
Total equity as per Ind AS		10,504.02	(1,311.28)

2 Reconciliation of total comprehensive income for the year ended 31 March 2016

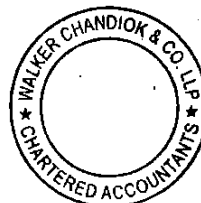
	Notes to first time adoption	31 March 2016
Profit after tax as per previous GAAP		(731.74)
Adjustments:		
Impact of effective interest rate adjustment on borrowings	Note- 1	46.31
Impact of financial instruments at amortised cost	Note- 2	7.60
Impact of fair valuation of investment	Note- 3	(5.61)
Tax impact on above adjustments	Note- 5	(1.26)
Total adjustments		47.04
Total comprehensive income for the year ended 31 March 2016 as per Ind AS		(684.70)

3 Reconciliation of statement of cash flows for the year ended 31 March 2016

Particulars	Previous	Adjustments	Ind AS
Net cash flow from operating activities	8,246.25	0.00	8,246.25
Net cash flow from investing activities	93.85	0.00	93.85
Net cash used in financing activities	(8,490.22)	(0.00)	(8,490.22)
Net increase in cash and cash equivalents	(150.12)	0.00	(150.12)
Cash and cash equivalents at the 1 April 2015	581.93	0.00	581.93
Cash and cash equivalents at the 31 March 2016	431.81	(0.00)	431.81

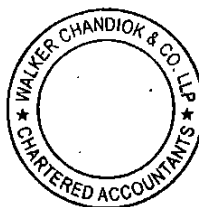
* the impact is on account of reclassification as per Ind AS requirements.

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DLF Promenade Limited
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2017
(All amounts in ₹ lakhs, unless otherwise stated)
4 Reconciliation of the assets and liabilities presented in the balance sheet prepared as per Indian GAAP and as per Ind AS as at 31 March 2016 and 1 April 2015 is as follows:

Particulars	As at 31 March 2016			As at 1 April 2015		
	Previous GAAP *	Adjustment	Ind AS	Previous GAAP *	Adjustment	Ind AS
ASSETS						
Non-current assets						
Property, plant and equipment	25.21	-	25.21	39.02	-	39.02
Investment property	54,823.98	-	54,823.98	55,988.57	-	55,988.57
Financial assets						
Investments	23.33	10.47	33.79	23.33	16.07	39.40
Loans	182.01	(34.89)	147.12	182.01	(36.36)	145.65
Other financial assets	1,125.61	-	1,125.61	1,021.88	-	1,021.88
Deferred tax assets (net)	3,373.87	(23.63)	3,350.23	4,031.27	(22.38)	4,008.88
Non-current tax assets (net)	3,044.37	-	3,044.37	3,464.08	-	3,464.08
Other non-current assets	815.96	(790.89)	25.07	995.22	(962.85)	32.37
Current assets						
Financial assets						
Trade receivables	859.88	-	859.88	479.39	-	479.39
Cash and cash equivalents	431.81	-	431.81	581.93	-	581.93
Other bank balances	639.93	-	639.93	723.60	-	723.60
Other current assets	308.11	(171.49)	136.61	211.86	(171.50)	40.36
TOTAL ASSETS	65,654.07	(1,010.45)	64,643.61	67,742.15	(1,177.02)	66,565.13
EQUITY AND LIABILITIES						
Equity						
Equity share capital	652.15	-	652.15	495.90	-	495.90
Other equity	9,708.14	143.73	9,851.87	(1,903.86)	96.68	(1,807.18)
Non-current liabilities						
Financial liabilities						
Borrowings	45,880.00	(1,083.76)	44,796.24	48,000.00	(1,211.58)	46,788.42
Other financial liabilities	3,598.90	(1,036.32)	2,562.58	2,930.54	(889.29)	2,041.25
Other non-current liabilities	-	655.98	655.98	-	578.75	578.75
Current liabilities						
Financial liabilities						
Borrowings	-	-	-	4.10	-	4.10
Trade payables	645.21	-	645.21	343.52	-	343.52
Other financial liabilities	5,047.46	3.06	5,050.52	17,525.09	(6.46)	17,518.64
Other current liabilities	122.20	306.86	429.06	346.85	254.88	601.73
TOTAL EQUITY AND LIABILITIES	65,654.07	(1,010.45)	64,643.61	67,742.15	(1,177.02)	66,565.13

** The previous GAAP figures have been reclassified to confirm to Ind AS presentation requirements for the purpose of this note.*


DLF Promenade Limited
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2017
(All amounts in ₹ lakhs, unless otherwise stated)
5 Reconciliation of total comprehensive income for the year ended 31 March 2016:

Particulars	For the year ended 31 March 2016		
	Previous GAAP *	Effects of	Ind AS
Revenue			
Revenue from operations	9,988.32	235.97	10,224.29
Other income	327.30	1.47	328.76
Total income	10,315.62	237.43	10,553.05
Expenses			
Finance costs	6,855.78	172.88	7,028.66
Depreciation expense	1,178.39	-	1,178.39
Other expenses	2,104.54	10.65	2,115.19
Total expenses	10,138.71	183.53	10,322.24
Profit before tax	176.90	53.90	230.81
Tax expense	908.65	2.46	911.11
Loss after tax	(731.75)	51.45	(680.30)
Other comprehensive income			
A(i) Items that will not be reclassified to profit or loss			
Fair valuation of investment in equity instrument	-	(5.61)	(5.61)
(ii) Income tax relating items that will not be reclassified to profit or loss	-	1.21	1.21
	-	(4.40)	(4.40)
Total comprehensive income for the year	(731.75)	47.05	(684.70)

* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purpose of this note.



DLF Promenade Limited

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2017

Note - 1

Effective interest rate adjustment on borrowings

Ind AS 109 requires transaction costs incurred towards origination of borrowings to be deducted from the carrying amount of borrowings on initial recognition. These costs are recognised in the statement of profit and loss over the tenure of the borrowing as part of the interest expense by applying the effective interest rate method. Under previous GAAP, these transaction costs were charged to statement of profit and loss as and when incurred. Accordingly, borrowings as at 31 March 2016 have been reduced with a corresponding adjustment to retained earnings and statement of profit and loss.

Note - 2

A Financial liabilities measured at amortised cost

Under previous GAAP, financial liabilities were initially recognised at transaction price. Subsequently, any finance costs were recognised based on contractual terms. Under Ind AS, such financial instruments are initially recognised at fair value and subsequently carried at amortised cost determined using the effective interest rate. Any difference between transaction price and fair value affects profit and loss unless it quantifies for recognition as some other type of liability.

B Financial assets measured at amortised cost

Under previous GAAP, financial assets and security deposits paid were initially recognised at transaction price. Subsequently, any finance income were recognised based on contractual terms. Under Ind AS, such financial instruments are initially recognised at fair value and subsequently carried at amortised cost determined using the effective interest rate. Any difference between transaction price and fair value affects profit and loss unless it quantifies for recognition as some other type of asset.

Note - 3

Financial assets measured at FVOCI

Under previous GAAP, investments in long-term equity instrument are shown at cost and tested for other than temporary diminution. Under Ind AS, such investments are evaluated under Ind AS 109 which requires the Company to account for such instruments at fair value through other comprehensive income (FVOCI) (except for investment in subsidiaries, associates and joint venture).

Note - 4

Reclassification of preference shares to borrowings

Under previous GAAP, preference share capital was a part of share capital. Under Ind AS, a contractual obligation to deliver cash or another financial asset by one entity to another is recognised as a financial liability hence the instrument has been carried at amortised cost and hence this instrument has been classified

Note - 5

Deferred tax

Retained earnings has been adjusted consequent to the Ind AS transition adjustments with corresponding impact to deferred tax.

Note - 6

Retained earnings

Retained earnings as at 1 April 2015 has been adjusted consequent to the above Ind AS transition adjustments.

Note - 7

Investment property




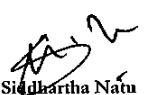

Under the previous GAAP, investment properties were presented as part of property, plant and equipment. Under Ind AS, investment properties are required to be separately presented on the face of the balance sheet. There is no impact on the total equity or profit as a result of this adjustment.


Note - 8

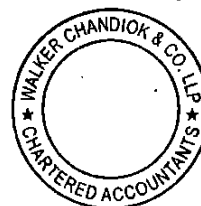
Other comprehensive income

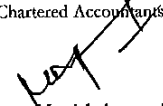
Items of income and expense that are not recognised in profit and loss are shown in the statement of profit and loss as 'other comprehensive income' includes fair valuation of investment. The concept of other comprehensive income did not exist under previous GAAP.

For and on behalf of the Board of Directors

 Gurpreet Singh Chief Financial Officer	 Manoj Kumar Dua Company Secretary M. No. A12025	 Suminder Singh Chawla Director DIN - 00102064	 Siddhartha Nair Manager	 Vivek Jain Director DIN - 02921778
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For Walker Chandok & Co LLP
(formerly Walker, Chandok & Co)
Chartered Accountants




per Manish Agrawal
Partner

Place : Gurugram
Date : 22 May 2017

Form AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs)

[illegible]

DLF Promenade Limited

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associates/Joint Ventures	(Amount in Rs.)
1. Latest audited Balance Sheet Date	Galleria Property Management Services Private Limited 31.3.17
2. Shares of Associate/Joint Ventures held by the company on the year end	31.3.17
No.	3250
Amount of Investment in Associates/Joint Venture	32500
Extend of Holding %	36.11%
3. Description of how there is significant influence	The company has significant influence as it holds 36.11% of the paid up equity share capital of Galleria Property Management Services Private Limited.
4. Reason why the associate/joint venture is not consolidated	Consolidation is being done at the holding company level pursuant to the provisions of Rule 6 of the Companies (Accounts) rules 2014.
5. Networth attributable to Shareholding as per latest audited Balance Sheet	-1,069,316,398
6. Profit / Loss for the year	-321,096,519
i. Considered in Consolidation	-
ii. Not Considered in Consolidation	-321,096,519

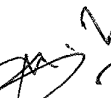
1. Names of associates or joint ventures which are yet to commence operations.


2. Names of associates or joint ventures which have been liquidated or sold during the year.

Note : This Form is to be certified in the same manner in which the Balance Sheet is to be certified.


Manoj Kumar Dua
Company Secretary
M. No. A12025


Gurpreet Singh
Chief Financial Officer


Siddhartha Nafu
Manager


FOR AND ON BEHALF OF BOARD OF DIRECTORS
Surinder Singh Chawla
Director
DIN: 00102064


Vivek Jhanghunwala
Director
DIN: 02927778

Place : Gurugram
Date : 22 May 2017