

CHIRAG OPERATING LEASE CO. PRIVATE LIMITED

DIRECTORS' REPORT

To,
The Members of,
Chirag Operating Lease Co. Private Limited

Your Directors have pleasure in presenting their Annual Report on the business and operations of the Company together with the Audited Financial Statements for the financial year ended 31st March, 2020 and on the state of affairs of the Company.

FINANCIAL PERFORMANCE:

The Company's Financial Performance for the financial year ended on 31st March, 2020 under review alongwith previous years figures are given hereunder:

Particulars	2019-20 (In Rs)	2018-19 (In Rs)
Total Income	0	0
Profit/(Loss) before tax	(6,65,443)	(1,04,362)
Profit /(Loss) after tax	(6,65,443)	(1,04,362)
Profit/(Loss) b/f from previous period	(9,45,146)	(840,784)
Prior period adjustment	0	0
Bal carried to Balance sheet	(1,610,589)	(9,45,146)

REVIEW OF BUSINESS OPERATIONS AND FUTURE PROSPECTS

During the year, your Company is unable to generate any revenue. The Loss after tax for the year was Rs. 6,65,443 as compared to Loss after tax of Rs. 1,04,362 during the previous year. Your Board is in continues effort to find out concrete plans to generate revenue and earn profits.

THE STATE OF THE COMPANY'S AFFAIRS:

It is imperative that affairs of our Company are managed in a fair and transparent manner. This is vital to gain and retain the trust of our stakeholders.

There has been no change in the business of the Company during the financial year ended 31st March, 2020

SECRETARIAL STANDARDS:

During the year under review, the Company has complied with Secretarial Standards on meetings of the Board of Directors ("SS-1") and on General Meetings ("SS-2") as amended and issued from time to time by the Institute of Company Secretaries of India in terms of Section 118(10) of the Act.

ANNUAL RETURN

CHIRAG OPERATING LEASE CO. PRIVATE LIMITED

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 is furnished in “Annexure I”.

SHARE CAPITAL:

The Authorized Share Capital of the Company is Rs. 1,00,000/- (Rupees One Lacs Only) divided into 10,000 equity shares of Rs. 10/- each.

The issued, subscribed and paid up Equity Share Capital as on March 31, 2019 was Rs. 1,00,000/- (Rupees One Lacs Only) divided into 10,000 equity shares of Rs. 10/- each

BOARD MEETING:

During the financial year 2019-20, the Board met 7 times i.e. on 25/04/2019, 09/08/2019, 06/09/2019, 12/09/2019, 02/12/2019, 05/12/2019, 04/03/2020

ATTENDANCE IN BOARD MEETING

Sr. No.	Name of Director	No of meetings attended
1	Mr. Ashok Gordhandas Sarda	7
2	Mr. Ravie Manoharlal Lalpurria	7

STATUTORY AUDITORS:

The Company appointed M/s Harshil Shah & Co., Chartered Accountants (**Firm Registration number: 141179W**) as Statutory Auditors of the Company to hold office from the conclusion Annual General Meeting (AGM) held in the year 2019 till the conclusion of the AGM of the Company to be held in the year 2023, subject to ratification in every Annual General Meeting. However, their terms of appointment and remuneration are proposed to be ratified by the members of the Company in the ensuing AGM.

In view of recent amendment in the Companies Act, 2013 (“the Act”) which were notified with effect from May 07, 2018 by the Ministry of Corporate Affairs, the requirement of ratification of Auditors at every year has been removed and accordingly, there is no requirement of ratification of appointment of Auditors.

The Company has received certificate from them to the effect that the re-appointment, if made, would be within the limits prescribed under Section 139 and do not attract any disqualification as specified in under Section 141 of the Companies Act, 2013.

EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS

There was no qualification, reservation or adverse remark made by the Auditors in their report.

The provisions of section 204 of the Companies Act, 2013 relating to submission of secretarial audit report is not applicable to the company.

CHIRAG OPERATING LEASE CO. PRIVATE LIMITED

LOANS, GUARANTEES AND INVESTMENTS

There was no investment made or security provided or loan given pursuant to Section 186 of the Companies Act, 2013 during the year under review and hence the said provisions are not applicable.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES MADE PURSUANT TO SECTION 188 OF THE COMPANIES ACT, 2013

There was no contract or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 during the year under review

DISCLOSURES OF AMOUNTS, IF ANY, TRANSFER TO ANY RESERVES.

During 2019-20, your Company has incurred loss of Rs. 6,65,443. Hence, no amount has been transferred to General Reserves during the FY 2019-20

DIVIDEND:

Due to loss incurred by the Company, the Board does not recommend any final dividend for the financial year ended 31st March, 2020.

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

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

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

(A) Conservation of energy and Technology absorption:

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption have not been furnished considering the nature of activities undertaken by the company during the year under review.

(B) Foreign exchange earnings and Outgo:

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

STATEMENT INDICATING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT:

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence are very minimal.

CORPORATE SOCIAL RESPONSIBILITY:

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the provisions of Section 135 of the Companies Act, 2013 are not applicable.

CHIRAG OPERATING LEASE CO. PRIVATE LIMITED

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134 (3) (c) read with Section 134 (5) of the Companies Act, 2013, your Directors state that:

- a. In the preparation of the annual accounts, the applicable accounting standards have been followed with proper explanation relating to material departures, if any;
- b. They have, in the selection of the accounting policies, consulted the Statutory Auditors and have 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 as at 31st March, 2020 and of its **Loss** for the year ended on that date;
- c. They have taken proper and sufficient care to the best of their knowledge and ability for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- d. They have prepared the annual accounts for the year ended 31st March, 2020 on a 'going concern' basis; and
- e. Company being unlisted sub clause (e) of section 134(3) is not applicable.
- f. They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DIRECTORS:

Mr. Vijai Singh Dugar and Mr. Ashok Sarda are on Board of Directors of the Company.

DEPOSITS

The company has not accepted any deposits during the year.

DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS PURSUANT TO RULE 8 (5) (viii) OF COMPANIES (ACCOUNTS) RULES, 2014:

The Company has an adequate internal financial control system, commensurate with the size of its business operations.

INFORMATION PURSUANT TO RULE 5 (2) OF COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

The Company has not appointed any employee(s) in receipt of remuneration exceeding the limits specified under Rule 5 (2) of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

CHIRAG OPERATING LEASE CO. PRIVATE LIMITED

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

Since the Company does not have any woman employee and does not have more than 10 employees in the Company, the requirement of disclosure is not applicable.

IMPACT OF COVID-19 PANDEMIC:

During the year under review, the business operations including the financial position of the Company has been severely impacted due to the sudden outbreak of Covid-19 pandemic. The Company has been putting its best endeavors to find the solution to such an unprecedented challenge and as part of this process, various options are being explored and evaluated. The Company is committed to find best possible solution with a view to address the concerns of all its stakeholders.

ACKNOWLEDGEMENTS:

The Directors wish to place on record their appreciation to the wholehearted help and co-operation the Company has received from the business associates, partners, vendors, clients, government authorities, and bankers of the Company.

The relations between the management and the staff were cordial during the period under review.

The Company also wishes to put on record the appreciation of the work done by the staff. Your Directors appreciate and value the trust imposed upon them by the members of the Company.

**By order of the Board
For Chirag Operating Lease Co. Private Limited**



Mr. Ashok Sarda
Director
(DIN: 00077190)



Mr. Vijai Singh Dugar
Director
(DIN: 06463399)

**Place: Mumbai
Date: 28.08.2020**

EXTRACT OF ANNUAL RETURN
as on financial year ended on 31.03.2020
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company

I REGISTRATION & OTHER DETAILS:

i	CIN	U71200MH2014PTC255886
ii	Registration Date	07/7/2014
iii	Name of the Company	Chirag Operating Lease Co. Private Limited
iv	Category/Sub-category of the Company	Company limited by Shares Non-Government Company
v	Address of the Registered office & contact details	2nd Floor, SOBO Central Mall, 28 PT. Madan Mohan Malviya Road, Haji Ali, Tardeo, Mumbai
vi	Whether listed company	No
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	N.A.

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be

SL No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1		NA	

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

SI No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
NA					

(2) Non Institutions									
a) Bodies corporates									
i) Indian	0	0	0	0	0	3600	3600	36	36
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	0	10000	10000	100	0	0	0	0	0
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs									
c) Others (specify) NRI	0	0	0	0	0	0	0	0	0
SUB TOTAL (B)(2):	0	10000	10000	100.00	0	3600	3600	36.00	36
Total Public Shareholding (B)= (B)(1)+(B)(2)	0	10000	10000	100	0	3600	3600	36.00	36
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	6800	10000	10000	100.00	0	10000	10000	100.00	0

(ii) **SHARE HOLDING OF PROMOTERS**

SI No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the
		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	Ashok Sarda	3200	32	0	3200	32	0	0
2	Ravie Lalpuria	3200	32	0	3200	32	0	0
3	Future Corprate Resources Private Limited	1800	18	0	1800	18	0	0
4	Future Capital Investment Private Limited	1800	18	0	1800	18	0	0
	Total	10000	100	0	6400	100	0	0

(iii) **CHANGE IN PROMOTERS' SHAREHOLDING - NA**

SI No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company

V INDEBTEDNESS

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				
i) Principal Amount	1,900,000,000	0	0	1,900,000,000
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0
Change in Indebtedness during the				
Additions	0	0	0	0
Reduction	181,449,589	0	0	181,449,589
Net Change	181,449,589	0	0	181,449,589
Indebtedness at the end of the				
i) Principal Amount	1,718,550,411	0	0	1,718,550,411
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	1,718,550,411	0	0	1,718,550,411

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

NA

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

Sl.No	Particulars of Remuneration	Name of the Managing Director	Total Amount
1	Gross salary	0	-
	(a) Salary as per provisions contained in section 17(1) of		
	(b) Value of perquisites u/s 17(2) of the Income tax Act,		
	(c) Profits in lieu of salary under section 17(3) of the		
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:

Sl.No	Particulars of Remuneration	Name of the Directors		Total Amount
1	Independent Directors	Ashok Sarda	Vijai Singh Dugar	
	(a) Fee for attending board committee meetings	0	0	0
	(b) Commission	0	0	0
	(c) Others, please specify	0	0	0
	Total (1)			
2	Other Non Executive Directors			
	(a) Fee for attending	0	0	0
	Fees for Attending Board Meeting	0	0	0
	Fees for Attending Board Meeting	0	0	0
	Fees for Attending Board Meeting	20,000	20,000	40,000
	Fees for Attending Board Meeting	0	0	0
	(b) Commission	0	0	0
	(c) Others, please specify.	0	0	0
	Total (2)	0	0	0
	Total (B)=(1+2)	0	0	0
	Total Managerial Remuneration	0	0	0
	Overall Ceiling as per the Act.			

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD - NA

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

PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

NA

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					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

By order of the Board

For Chirag Operating Lease Co. Private Limited



Mr. Ashok Sarda
Director
(DIN: 00077190)



Mr. Vijai Singh Dugar
Director
(DIN: 06463399)

Place: Mumbai

Date: 28.08.2020



Independent Auditor's Report

To the Members of

Chirag Operating lease company private Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **Chirag Operating lease company private Limited** ("the Company"), which comprise the balance sheet as at 31 March 2020, and the statement of profit and loss and statement of cash flows for the year ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information.

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

Basis for Opinion

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

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

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

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon.

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

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



Responsibility of Management and Those Charged with Governance for the Financial Statements

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

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

Those Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, Under section 143 (3)(i) of the Companies Act, 2013, we are responsible for expressing our opinion on whether the company has adequate internal financial controls systems in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.



Auditor's Responsibilities for the Audit of the Financial Statements (Continued)

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' 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.
2. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The balance sheet, the statement of profit and loss, and the statement of cash flows dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act., read with rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on 31 March 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2020 from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting



Harshil Shah & Company,
Chartered Accountants

Report on Other Legal and Regulatory Requirements (Continued)

- g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact 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 during the year ended 31st March, 2020.

For Harshil Shah & Company,
Chartered Accountants
FRN No 141179W



CA Harshil Shah
Membership No 124146
Date :- 28th August 2020
Place :- Mumbai.
UDIN:20124146AAAADG1668



Annexure A to the Independent Auditors' Report

(Referred to in Paragraph 1 under "Report on other legal and regulatory requirements" section of our report to the Members of **Chirag Operating lease company private Limited** of even date)

The Annexure referred to in independent Auditor's Report to the Members of the company on the financial statements for the year ended 31st March 2020, we report that:

i. Fixed Assets

- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) Fixed assets have been physically verified by the management during the year and no material discrepancies were identified on such verification.
- (c) The title deeds of immovable properties recorded as fixed assets in the books of account of the Company are held in the name of the Company.

ii. Inventory

According to the information and explanation given to us, the company has no inventory during the year. Hence Clause (ii) of CARO 2016 is not applicable.

- iii. The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnership or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Therefore clause 3(iii)(a)(b)(c) of the Order is not applicable.
- iv. In our opinion and according to the information and explanations given to us, provisions of section 185 and 186 of the Companies Act 2013 in respect of loans to directors including entities in which they are interested and in respect of loans and advances given, investments made and, guarantees, and securities given have been complied with by the Company.
- v. The Company has not accepted any deposits from the public.
- vi. To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under clause 148 (1) of the Act, for the services of the Company.

vii. Statutory Dues

- a. The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, income-tax, goods and service tax, cess and other material statutory dues applicable to it.



Harshil Shah & Company,
Chartered Accountants

- b. According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income-tax, service tax, good and service tax, cess and other material statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable. .
- viii. In our opinion and according to the information and explanation given to us, the company has not defaulted in repayment of loans or borrowings to financial institution, bank, government or dues to debenture holders.
- ix. Based upon the audit procedures performed and the information and explanations given to us money raised during the year has been applied by the Company for the purposes for which that was raised.
- x. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud by the Company or no fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.
- xi. According to the information and explanation given to us and on the basis of our examination of relevant records, no managerial remunerations were paid or provided by the Company during the year under audit.
- xii. In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company and hence not commented upon.
- xiii. According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) of the Order are not applicable to the company and, not commented upon.
- xv. According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of Companies Act, 2013.
- xvi. According to the information and explanations given by the management, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For Harshil Shah & Company,
Chartered Accountants,
FRN No 141179W



CA Harshil Shah
Membership No 124146
Date :- 28th August 2020
Place :- Mumbai.
UDIN:20124146AAAADG1668



Annexure B to the Independent Auditors' Report

Re: Chirag Operating lease company private Limited ('the Company') Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **Chirag Operating lease company private Limited (the Company)** as of 31st March 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on internal control over financial reporting criteria established by the company considering the essential components of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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



Harshil Shah & Company,
Chartered Accountants

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2020, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financing Reporting issued by the Institute of Chartered Accountants of India.

For Harshil Shah & Company,
Chartered Accountants
FRN No 141179W



CA Harshil Shah
Membership No 124146
Date :- 28th August 2020
Place :- Mumbai.
UDIN:20124146AAAADG1668

CHIRAG OPERATING LEASE COMPANY PRIVATE LIMITED

CIN. U71200MH2014PTC255886

BALANCE SHEET AS AT 31ST MARCH, 2020

(Amount in Rupees)

Particulars	Note. No.	As at 31st March 2020	As at 31st March 2019
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2	1,00,000	1,00,000
(b) Reserves and Surplus	3	(16,10,589)	(9,45,146)
(2) Non-Current Liabilities			
(a) Long-Term Borrowings	4	1,71,85,50,411	1,90,00,00,000
(b) Other Non-Current Liabilities	5	82,11,83,014	61,80,00,000
(3) Current Liabilities			
(a) Short-Term Borrowings		-	-
(b) Other Current Liabilities	6	30,00,51,200	11,10,80,000
TOTAL		2,83,82,74,036	2,62,82,34,854
II. ASSETS			
(1) Non-Current Assets			
A. Fixed Assets		-	-
I. Capital Work in Progress		2,81,94,75,245	2,60,07,97,260
(2) Current Assets			
(a) Cash and cash equivalents	7	6,82,189	94,37,594
(b) Short Term Loans & Advances	8	1,81,16,602	1,80,00,000
TOTAL		2,83,82,74,036	2,62,82,34,854

Significant Accounting Policies and Notes on Financial Statement 1 to 16

Auditors' Report

As per our Report of even date attached

For Harshil Shah & Co.

Chartered Accountants

Firm Reg. No.: 141179W


CA Harshil Shah
(Partner)

Membership No. : 124146

Place: Mumbai

Dated: 28th August 2020

UDIN:



For and on behalf of the Board of Directors


Ashok Sarda
Director
(DIN. 00077190)


Vijai Singh Dugar
Director
(DIN : 06463399)

CHIRAG OPERATING LEASE COMPANY PRIVATE LIMITED
CIN. U71200MH2014PTC255886
PROFIT & LOSS STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2020

(Amount in Rupees)

Sr. No	Particulars	Note No.	Year Ended 31st March, 2020	Year Ended 31st March, 2019
I	Revenue from operations		-	-
II	Other Income			
III	Total Revenue (I + II)		-	-
IV	Expenses:			
	Financial Cost	9	4,250	5,795
	Other Expenses	10	6,61,193	98,567
	Total Expenses (IV)		6,65,443	1,04,362
V	Profit/(Loss) before exceptional and extraordinary items and tax	(III - IV)	(6,65,443)	(1,04,362)
VI	Exceptional Items		-	-
VII	Profit/(Loss) before extraordinary items and tax (V - VI)		(6,65,443)	(1,04,362)
VIII	Extraordinary Items		-	-
IX	(Loss) before tax (VII - VIII)		(6,65,443)	(1,04,362)
X	Tax expense:			
	(1) Current tax		-	-
	(2) Deferred tax		-	-
XI	Profit/(Loss) from the period from continuing operations	(IX-X)	(6,65,443)	(1,04,362)
XII	Profit/(Loss) from discontinuing operations			
XIII	Tax expense of discounting operations			
XIV	Profit/(Loss) from Discontinuing operations (XII - XIII)			
XV	Profit/(Loss) for the period (XI + XIV)		(6,65,443)	(1,04,362)
	Earnings Per Equity Share of Face Value of Rs. 10 each			
	(1) Basic	-	66.54	10.44
	(2) Diluted	11	66.54	10.44

Significant Accounting Policies and Notes on Financial Statement

1 to 16

Auditors' Report

As per our Report of even date attached

For Harshil Shah & Co.

Chartered Accountants

Firm Reg. No.: 141179W

CA Harshil Shah
(Partner)

Membership No. : 124146

Place: Mumbai

Dated: 28th August 2020

UDIN:



For and on behalf of the Board of Directors

Ashok Sarda

Director
(DIN. 00077190)

Vijai Singh Dugar

Director
(DIN : 06463399)

CHIRAG OPERATING LEASE COMPANY PRIVATE LIMITED
CIN. U71200MH2014PTC255886
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2020

(Amount in Rupees)

Particulars	March 31, 2020 Amount in Rs.	March 31, 2019 Amount in Rs.
CASH FLOW FROM OPERATING ACTIVITIES:		
Net Profit/(Loss) Before Tax	(6,65,443)	(1,04,362)
Adjustments for :		
Depreciation	-	-
Operating Profit before Working Capital change	(6,65,443)	(1,04,362)
Adjustment for:		
Increase/Decrease in Loans and Advances	-	-
Increase/Decrease in others Short Term Loans & Advances	(1,16,602)	(1,80,00,000)
Increase/Decrease in other current Liabilities	18,89,71,200	72,81,60,000
	18,88,54,598	71,01,60,000
Cash generated from operations	18,81,89,155	71,00,55,638
Income Tax (Net of MAT)	-	-
Net Cash from operating activities	A 18,81,89,155	71,00,55,638
CASH FLOW FROM INVESTING ACTIVITIES:		
Sales(Purchase in Fixed Assets/ CWIP)	(21,86,77,985)	(2,60,07,97,260)
Net Cash From Investing Activities	B (21,86,77,985)	(2,60,07,97,260)
CASH FROM FINANCING ACTIVITIES:		
Proceed of Borrowings	2,17,33,425	1,90,00,00,000
Net Cash used in Financing Activities	C 2,17,33,425	1,90,00,00,000
NET INCREASE IN CASH AND CASH EQUIVALENT	(A+B+C) (87,55,405)	92,58,378
CASH AND CASH EQUIVALENT AT THE BEGINNING OF THE YEAR	94,37,594	1,79,216
CASH AND CASH EQUIVALENT AT THE END OF THE YEAR	6,82,189	94,37,594

Notes:

- The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard 3 on Cash Flow Statement issued by Institute of Chartered Accountants of India.
- Previous year figures have been regrouped wherever necessary to confirm to current years classification

Auditors' Report

As per our Report of even date attached

For Harshil Shah & Co.

Chartered Accountants

Firm Reg. No.: 141179W


CA Harshil Shah
(Partner)

Membership No. : 124146

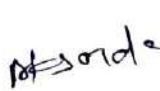
Place: Mumbai

Dated: 28th August 2020

UDIN:



For and on behalf of the Board of Directors


Ashok Sarda
Director
(DIN. 00077190)


Vijai Singh Dugar
Director
(DIN : 06463399)

CHIRAG OPERATING LEASE COMPANY PRIVATE LIMITED
CIN. U71200MH2014PTC255886
Notes to Financial Statement for the Year ended 31st March 2020

Note No. 1 Significant Accounting Policies

a Basis of Preparation of Financial Statements

- i These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014.

b Use of Estimates:

- i The presentation of financial statements in conformity with generally accepted accounting principles (GAAP) requires management to make estimates and assumptions that affects the reported amounts of assets and liabilities and the disclosures of contingent liabilities on the date of financial statements and reported amounts of revenue and expenses for that year. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively.

c Borrowing Cost

- i Borrowing Costs attributable to acquisition and construction of qualifying assets are capitalised as a part of the cost of such asset up to the date when such asset is ready for its intended use. Other borrowing costs are charged to the statement of Profit and Loss.

d Impairment of Assets

- i The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the management estimates the recoverable amount of the asset. If such recoverable amount of the asset is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and recognised in the Statement of Profit and Loss. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost.

e Accounting for Provisions and Contingent Liabilities

- i The Company creates a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources.

f Employee Benefits

- i The Statutory enactments relating to payment of Provident Fund, ESIC and Gratuity to employees are not applicable to the company. The company does not have any scheme for retirement benefits for its employee and as such no provision towards retirement benefits to employees is considered necessary.

g Taxes on Income

- i Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Deferred tax resulting from timing difference between taxable incomes and accounting income is accounted for using the tax rates and laws that have been enacted or substantially enacted as on the balance sheet date. The deferred tax asset is recognized and carried forward only to the extent that there is a reasonable certainty that the assets will be realized in future.

Note : 2 Share Capital

Particulars	As At 31st March 2020	As At 31st March 2019
<u>AUTHORIZED CAPITAL</u>		
10000 Equity Shares of Rs. 10/- each	1,00,000	1,00,000
	1,00,000	1,00,000
<u>ISSUED, SUBSCRIBED & PAID UP CAPITAL</u>		
10000 Equity Shares of Rs. 10/- each fully paid up	1,00,000	1,00,000
	1,00,000	1,00,000

The Company has only one class of shares referred to as equity shares having a par value of Rs. 10/-. Each holder of equity shares is entitled to one vote per share.

CHIRAG OPERATING LEASE COMPANY PRIVATE LIMITED
CIN. U71200MH2014PTC255886
Notes to Financial Statement for the Year ended 31st March 2020

2.1 The details of Shareholders holding more than 5% shares:

Name of Shareholder	As At 31st March 2020		As At 31st March 2019	
	Numbers of shares	% Holding	Numbers of shares	% Holding
Mr. Ashok Sarda	3200	32.00%	3200	32.00%
Mr. Ravie M Lalpurria	3200	32.00%	3200	32.00%
Future Corporate Resources Private Limited	1800	18.00%	1800	18.00%
Future Capital Investment Private Limited	1800	18.00%	1800	18.00%
Total	10,000	100.00%	10,000	100.00%

2.2 The Reconciliation of number of shares outstanding is set out below:

Name of the Shareholder	As At 31st March 2020	As At 31st March 2019
Equity Shares at the beginning of the year	10,000	10,000
Equity Shares at the end of the year	10,000	10,000

Note : 3 Reserve & Surplus

Particulars	As At 31st March 2020	As At 31st March 2019
Profit and Loss Account		
Balance brought forward from previous year	(9,45,146)	(8,40,784)
Add: Profit for the period	(6,65,443)	(1,04,362)
Total	(16,10,589)	(9,45,146)

Note : 4 Long Term Borrowing

Particulars	As At 31st March 2020	As At 31st March 2019
Secured Loan		
Indusind Bank Ltd.	1,71,85,50,411	1,90,00,00,000
Total	1,71,85,50,411	1,90,00,00,000

Note : 5 Other Non-Current liabilities

Particulars	As At 31st March 2020	As At 31st March 2019
Other payables		
Advances From Customer	72,11,83,014	51,80,00,000
Security Deposit	10,00,00,000	10,00,00,000
Total	82,11,83,014	61,80,00,000

Note : 6 Other Current liabilities

Security Deposit	As At 31st March 2020	As At 31st March 2019
Other payables		
Current Maturities of Long Term Debts	30,00,00,000	10,00,00,000
Advances From Customer	7,200	10,40,000
Statutory Liabilities	4,000	1,00,00,000
Audit Fees Payable	40,000	40,000
Total	30,00,51,200	11,10,80,000

Note : 7 Cash & Cash Equivalent

Particulars	As At 31st March 2020	As At 31st March 2019
(a) Cash Balance	250	250
(b) Balance With Bank	6,81,939	94,37,344
Total	6,82,189	94,37,594

Note : 8 Short Term Loans and Advances

Particulars	As At 31st March 2020	As At 31st March 2019
Unsecured, Considered Good		
Advance Receivable in Cash or Kind	1,81,16,602	1,80,00,000
Total	1,81,16,602	1,80,00,000

CHIRAG OPERATING LEASE COMPANY PRIVATE LIMITED
CIN. U71200MH2014PTC255886

Notes to Financial Statement for the Year ended 31st March 2020

Note : 9 Financial Expenses (Amount in Rupees)

Particulars	As At 31st March, 2020	As At 31st March, 2019
Bank Charges	4,250	5,795
Total	4,250	5,795

Note : 10 Other Administrative Expenses

Particulars	As At 31st March, 2020	As At 31st March, 2019
Audit Fees	25,000	25,000
Director Sitting Fees	40,000	
Legal and Professional Charges	11,810	19,667
Insurance charges	5,82,783	-
Other Expenses	1,600	53,900
Total	6,61,193	98,567

Note : 10.1 Audit Fees

Particulars	As At 31st March, 2020	As At 31st March, 2019
Statutory Audit	25,000	25,000
Total	25,000	25,000

Note : 11 Earning Per Share

Particulars	As At 31st March, 2020	As At 31st March, 2019
Net Profit after tax as per statement of profit and loss attributable to Equity Shareholders	(6.65,443)	(1,04,362)
Weighted Average number of equity shares outstanding	10,000	10,000
Basic and Diluted Earning Per Share*	(66.54)	(10.44)
Face Value per equity shares	10	10

*Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

Note : 12 Related Party Disclosure

The related party relationships have been determined by the Company on the basis of the requirements of the Accounting Standard (AS)-18 'Related Party Disclosures' and the same have been relied upon by the auditors and as inform to us there is no transaction with related parties during the year.

Note : 13

Deferred taxes are recognized for all timing differences of the current year and unreversed timing differences of earlier years. Since there is no such transactions leading to timing difference during the current year as well as previous year, no deferred tax asset or liability as required by AS-22 "Accounting for Taxes on Income", issued by the ICAI, is recognized.

Note : 14

The balances in accounts of certain loans and advances given / taken are subject to confirmation, and consequent reconciliations. Adjustments in this respect in the opinion of the management are not likely to be material and would be carried out as and when ascertained.

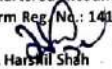



Note : 15

Security Clause/maturity profiles in respect to secured Long Term Borrowings

The term loan is secured by exclusive charge by way of hypothecation on all assets (except immovable assets) of Chirag Operating Lease Co.Pvt.Ltd.
Term Loans from Bank is Repayable as follows: Rs. 30,00,00,000 in FY 2020-21, Rs. 40,00,00,000 in FY 2021-22, Rs. 50,00,00,000 in FY 2022-23 and Rs. 70,00,00,000 in FY 2023-24.

Note : 16

Previous year's figures have been re-grouped and / or reclassified wherever necessary to made comparable with current

<p>Auditors' Report As per our Report of even date attached For Harshil Shah & Co. Chartered Accountants Firm Reg. No.: 141179W  CA Harshil Shah (Partner) Membership No. : 1241 Place: Mumbai Dated: 28th August 2020 UDIN:</p>		<p align="center">For and on behalf of the Board of Directors</p> <p> Ashok Sarda Director (DIN: 00077190)</p> <p> Vijai Singh Dugar Director (DIN : 06463399)</p>
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